

Students' Union Trustee Board

Minutes of the Meeting of the Trustee Board
Friday 3rd April 2020 – Via Zoom, 12:00

Present:

Megan Price (VP Education) – MP
Harry Lonsdale (Chair and President) – HL
Michael Harris (VP Student Activities) - MH
Margaret Jolley (External Trustee) – MJ
Rebekah Williams (External Trustee) – RW
Deborah Andrews (Student Trustee) – DA
Isobel Lines (Student Trustee) – IL
Ivan Steblyuk (Student Trustee) – IS

In attendance:

Sophie Williams (SU Chief Executive) - SW
Samina Fiaz (SU HR & Admin Coordinator, also Minute Secretary) – SF

1. Attendance and Apologies

Apologies were noted for Melanie Brittain (External Trustee) – MB

2. Minutes of the last meeting

Minutes of the previous meeting were approved

3. Matters arising

Two items had been raised for Any Other Business. One in relation to the Responsible Futures initiative and the second in relation to the Student Trustee vacancy.

- 3.1 HL had contacted IS and is pleased that he is well and in attendance today.
- 3.2 RC had invited NUS Commercial Services back for a follow-up commercial health check but then the lockdown commenced so this was currently on hold but RC was in communication with NUS regarding this.
- 3.3 The Student Engagement Manager had worked with the Academic and Welfare Advisor to develop a more effective process to gain client feedback on the Advice Service. The new system was in place but as yet no feedback had been received via the new system.
- 3.4 The work on the outside space was due to start yesterday but is now on hold due to campus being closed due to lockdown and so work would commence when possible after lockdown is eased. SW commended HL for his fantastic efforts in liaising with Facilities to ensure the project kept moving.

4. Declarations or conflicts of interest/ Register of declarations of interest

None

5. Chief Executive Officer Report

SW updated the board on the SU's Coronavirus Business Continuity plan as follows:

- 5.1 The plan is split into sections focussing on all SU departments from Advice and Welfare to Finance etc. The plan lists priorities for all departments and how these will be delivered as well as current work to focus on. SW provided some further information on the key sections of the plan. The plan will be supplied to Trustees electronically for retention. There were no questions in relation to the plan.
- 5.2 SW also updated the board in relation to how staff had settled into working from home and some of the issues that staff had encountered, mainly technical issues which have now largely been resolved in liaison with the ICT department. The systems have been slow for some staff working from home.
- 5.3 SW gave an overview of the plans for each department in terms of business continuity, including how staff and student staff can be supported during the lockdown. The plan will continue to be updated during lockdown.
- 5.4 All student staff, except 4, have received a formal letter via email informing them that they have been placed on furlough leave. It would need to be considered whether those staff who work over the summer will continue to be furloughed as officially their contracts end at the end of May. The SU would also not be making up the additional 20% of salaries as this would not be financially viable and paying 80% of their wages is a good offer.
- 5.5 One or two core staff may need to be furloughed too but nothing had been agreed as yet. This situation would continually be monitored as a result of any decisions that the University may make for the next academic year which may result in further staff being furloughed.
- 5.6 Recruitment for the Student Sport Administrator is continuing with interviews scheduled for next week.
- 5.7 Student staff recruitment is also going ahead with shortlisting for roles having taken place and interviews to be arranged at a later date.
- 5.8 The governance review was also going ahead, with many staff involved and working hard on this.
- 5.9 The Facebook community now had 1300 members and was a good platform to help students with their queries.
- 5.10 Contingency planning for celebration week was also taking place with events now taking place virtually, as well the possibility of a summer festival to replace Varsity.
- 5.11 The SU were keeping abreast of national guidelines for SU's and HE institutions such as accommodation reimbursements for students which meant waiving payments for students from 3rd April, which the University have confirmed for Worcester students.
- 5.12 BUCS sport had been suspended, with approx. 3 promotions and 8 relegations for teams.
- 5.13 The SU has been in touch with Endsleigh insurers in relation to any help that may be available due to business interruption as a result of the lockdown. They have assured the SU that they will offer as much as they can to SU's but the SU is not

insured for a pandemic. Overall, it is unlikely there will be any help for business interruption.

- 5.14 The SU have received an email from Dominos requesting a refund on the sponsorship contract, which many SU's are doing.
[Commercial in confidence]
- 5.15 The lockdown will have a significant impact on Tramps but as yet the SU does not know what this will mean for the current and any future contracts with them.
[Commercial in confidence]
- 5.16 SW had become aware that another SU had received a letter from their institution confirming that provided that they keep their costs to a minimum, they will underwrite them should they come to financial difficulty. SW had reported this to the Pro Vice Chancellor Students and whilst the university are not willing to make a similar gesture at this stage due to the SU finances and reserves being sound, that they would be willing to revisit this at a later date, should the need arise. It is suspected that, due to the current situation, that the SU Block grant will be affected next year.
- 5.17 Refreshers income was £2k higher than last year.
- 5.18 The SU have served notice for the Shuffl table contract due to the lack of interest in this and were now awaiting its collection.
- 5.19 Totum sales continued to decline.
- 5.20 The Students Choice Award nominations were currently exceeding nominations for the same time last year and will, hopefully, be well-received by academics.
- 5.21 The Officers were progressing with the feedback received via Change Week.
- 5.22 The Student Engagement Coordinator was liaising with the University to increase volunteering opportunities for students during Covid-19.
- 5.23 Following the elections, MP had been elected as President, Harry South as VPE and Tish Manning as VPSA. Harry and Tish would be invited to the next Trustee Board meeting in May.

A query was raised about the SU and Tramps's relationship going forwards with a discussion on this. It was noted that many such venues would end up being in a difficult financial position if the lockdown measures were in place for some time which would potentially impact the SU's income. SW stated that the situation would be closely monitored.

6. SUSS AGM

- 6.1 SW gave an updated from the recent annual AGM and key points in relation to the SUSS scheme, which remained below target by 3% in terms of returns on investment. This meant that the suspected rise in contributions of 5% in 2021 will now be increased by 3% across the board. Unions who are affected by the historical legal issue, which Worcester is not, will have their contributions increased further, dependent on their liability. For a few Unions, this will represent a significant amount.
- 6.2 The SUSS trustees announced they have more discretion now in terms of 'orphan liabilities' if a Union becomes insolvent and this liability would not necessarily

automatically be spread across other Union. It would be dealt with on a case by case basis.

- 6.3 It was confirmed that there would be another opportunity to pay for 3 years' contribution up front in a lump sum. SW commented that the University had no appetite to support this when it was offered last time, that they consider the scheme to be a failing one, and that the offer did not represent significant value for money anyway.
- 6.4 The scheme is working on a new recovery plan, with an extended end date, which they are hoping will be acceptable to the Pensions Regulator.

7. Monthly management accounts (November and Dec 2019)

- 7.1 The accounts were looking healthy.
- 7.2 Profits had increased by £19.5k. The PPF levy charge had been paid earlier this year so compared to the same time last year the figures were £10k lower. However, this had been offset by improved income from the Hangar. The recent floods had helped to drive sales up as students were staying on campus and visiting the Hangar instead of going to town. Overall, Friday and Saturday night income had fallen, although Friday was still the best performing night overall. Monday and Tuesday nights had been doing well.
- 7.3 The reserves were healthy and much higher than last year. There were few debtors, mainly Tramps and some external bookings (where events have not yet gone ahead).
- 7.4 In February, the final instalment for the photocopier contract had been paid. The SU will now join the Uni's IT provision for printing and copying. The board approved the accounts.

8. Updated WSU Finance Procedures Manual and Reserves policy

The review of these was still in progress and so will be submitted at the next Finance Subcommittee meeting and then to the May board meeting.

9. Draft Revised Constitution and Bye Laws

SW talked the board through the progress in the constitution:

- 9.1 The SU were liaising with the solicitors in relation to a couple of matters. It had been brought to the SU's attention that if the charitable objects were changing then the SU would need to go to the Charity Commission but in the SU's case they are remaining the same so this won't be necessary. Also, if the private benefits of trustees were changing for unincorporated SU's then again the SU would need to go to the Charity Commission. The SU has been advised to continue on the basis that they were not changing for now and if they did then this would further delay the progress on the constitution.
- 9.2 SW highlighted some of the main changes to the constitution and talked through the external expertise they had employed during the review:
- External trustees would now be called Lay Trustees.
 - Quorum for Trustee Board would be 5 trustees instead of 6.
 - It is now common to have a Deputy Chair which should be a lay trustee who would be appointed annually. SW explained the role of the Deputy

Chair. It was queried whether the supervising trustee would be a different trustee to the deputy chair and SW confirmed they would. A member of the Board queried point 4.14 which would need clarifying with the solicitor.

Action: SW to check re point 4.14 in the constitution and report back to the Board via email.

The solicitors have requested that the board delegate authority to the Chair and one external trustee to authorise on behalf of the board any subsequent changes to the constitution. MJ and RW both volunteered and the board agreed that MJ would take this role due to her having been on the board for a longer period. The Board queried how the changes would be brought to the membership. The original plan was to hold an AGM/ASM (All Student Meeting) in April but due to the Covid-19 situation, an online ASM would now be held as quorum could be achieved with 80 students, which is possible. Legal advice in relation to this established that a clause in the current constitution does not allow this unless the Trustee Board approved this and it was minuted. The SU were also pointed to advice from the Charity Commission that stated that charities were able to hold their AGMS in alternative ways during the current pandemic, if physical meetings were not possible.

SW outlined three options for holding an ASM virtually. In all three cases, the papers for the ASM would have to go on the website for students to read and have the opportunity to ask questions prior to the ASM. SW explained the SU has invested in the Zoom app which has sufficient functionality to enable a meeting of 300 members, along with voting capability.

The board requested an outline for the rationale for holding a virtual meeting which would also include the process and steps to holding the meeting. This could form a written document which would then be made available to the Charity Commission or any students should any questions arise in relation to holding a virtual meeting. SW confirmed that the paper would be available in week commencing 12th April and that the announcement for an ASM would be made in the next few days. With the meeting scheduled to take place on 23rd April, it is a requirement that students have to be notified at least 10 days prior to the ASM taking place.

SW also suggested that if a member challenged the process and was, ultimately, not satisfied with the response from the Board on the rationale for holding the ASM online, the ASM would then be held in an alternative way or a referendum instigated.

The board approves the above steps in principle, on the basis that a complete document will be submitted to the board outlining the details of the plans for the meeting.

In terms of the Bye Laws there is no bye law for the code of conduct. The legal advice was that this should come under trustee approval and not form part of the Bye Laws and, thus, open to member debate.

The Trustee Board approved the bye laws (including amendment to Bye law 6).

SW confirmed that the ASM would be approving the constitution and not the Bye Laws. Once the Constitution was approved by the University Board of Governors in June, it will then come into effect.

10. Annual report of external speakers

For information, trustees already in receipt of paper.

11. Board Sub-committees

11.1 HL updated the board on discussions at the Finance subcommittee, which included:

- Student staff wages and the furlough scheme.
- Projections on the potential financial impact of Covid-19.
- Review of the terms of reference for the committee.
- The plans for the outside space by the Hangar which had now been postponed.

11.2 MP updated the board on key discussions from the HR subcommittee which included:

- probationary progress for new staff
- Staff training agreement request for the Marketing and Communications Assistant.
- An update on the Hangar staff roles.
- New whistleblowing and safeguarding policies.
- The revised employee handbook.
- Review of the terms of reference.

12. Officers' report

HL updated the board on various recent SU activities, as follows:

- Go Green week had gone very well.
- The Holi event (the Indian festival of colour) was organised for City Campus and it had been well attended and much fun had.
- Change Week had taken place as planned just before lockdown.
- LGBTQ+ history month had also taken place which raised awareness amongst students.
- HL confirmed that due to Covid-19 the University had waived accommodation fees from 3rd April.
- HL had emailed the local MP, Robin Walker, to raise concerns about students who are residing in HMO's or privately renting via landlords and may have to pay rent until August despite having moved away. There was no government guidance on this as yet so it was important to raise this important issue at a local level.
- A volunteering project had been set up in partnership with the University to support the increased volunteering opportunities in light of the Covid-19 epidemic.

Updates from MH included:

- MH had been working on a fitness video for students with MP which would soon be released, as well as 'task master' type challenges, including posting tips for students on social media to keep them busy and healthy.
- Clubs and societies have been doing well by running virtual events to gain points which will feed into a reward system as an incentive to keep them motivated.
- HL had been working on an SU version of an NUS card.
- Working towards a virtual Colours Ball and Union Awards as well as a summer festival in conjunction with Gloucester University to replace Varsity.

Updates from MP included:

- Education Council and training for partner institutions had gone ahead online, with greater engagement in some meetings than there had been in face to face meetings.
- Student feedback is still continuing in conjunction with the University and is being promoted to ensure students are able to feedback on current issues too.
- The Change week working group have continued to meet and discuss ways forward which is challenging now with campus closed. However, actions are being identified so that they can be implemented when possible.
- MP has been working with the Academic and Welfare Advisor on academic issues such as deferral of deadlines so students have this option if they wish to take it up.
- MP has been networking with other Officers nationally to share ideas to help support students further.

SW stated that it has been a difficult time for the Officers given that it is usually a busy but fun time of the year with many exciting events to look forward to which unfortunately were now no longer taking place. It was hoped that after the lockdown there would be something arranged to look forward to.

13. Executive Committee minutes

The Executive Committee have not convened yet.

14. Student Council Summary

The key discussions at Student Council this week were:

- Discussion on the Constitution and Bye Laws which were approved by Student Council.
- An update on NUS conference which was attended online by HL, MP and the international students' officer.

It was noted that it would be challenging for the part time officers to remain engaged now that campus is closed but they will continue to be supported.

15. Board of Governors summary

A university Business Continuity group is meeting weekly and is attended by the Vice Chancellor, Chair of the Board of Governors, HL, as well as Chairs of various University committees.

[Commercial in confidence]

The main discussions at the last Business Continuity Group meeting were:

- It was reported that waiving the accommodation costs for students for the remainder of the semester would be a significant cost to the University, affecting its budget but the Head of Finance was conducting some financial modelling in this respect.
- The University would like to lobby nationally for a reduction in tuition fees as well as the loss of teaching time.
- Some Universities were now offering unconditional places to students which it was felt was somewhat unethical. This would have an impact on student numbers at Worcester in September, which would likely fall. The combined effects of Brexit and the Coronavirus would also impact international students so a drop in numbers there was envisaged too. UWIC (University of Worcester International College) had postponed intake from May to July.
- Approximately 20% of students remained in Halls and the campus shop remained open for them.

16. Any Other Business

- 16.1 An international student had been in touch requesting further information about the Student Trustee vacancy. He was emailed some further information, including how to apply but as yet he had not submitted an application. Due to Covid-19 it was unclear whether the student was still in the country and whether they would now apply.
- 16.2 HL has been working on the audit for the Responsible Futures accreditation, which focusses on sustainability. As part of the re-accreditation process, the Trustee Board of the SU are required to confirm that they are happy for re-accreditation to go ahead.
The board approve the reaccreditation.
- 16.3 A point was raised about being aware of mental health issues which students may be facing as a result of lockdown and being isolated. It was suggested that the SU should start thinking ahead for when students would return to campus and placing a greater emphasis on their health and wellbeing, in particularly while they re-adjust to returning to their studies. The board agreed these were important issues.
MP added that she had already started an online study club where students can meet remotely to study together, giving them a bit more structure to their study time and then have a coffee break together, in an attempt to increase interaction online during the lockdown.
It was also suggested promoting Papyrus on social media as students can now directly contact them. The SU are still associated with Papyrus so it would be good to do some fresh promotion on social media.
Action: SW to liaise with the Marketing and Communications Coordinator regarding promotion and to add a link to the Papyrus website on the SU Coronavirus webpage.

Date of next meeting: To be confirmed, end of May 2020.

Summary of Actions:

| Action | For | To be completed by |
|--|------------|---------------------------|
| SW to check re point 4.14 in the constitution with the solicitor and report back to the Board via email. | SW | ASAP (Since completed) |
| SW to liaise with the Marketing and Communications Coordinator regarding promotion and to add a link to the Papyrus website on the SU Coronavirus webpage. | SW | ASAP (Since completed) |

DRAFT