



UNIVERSITY OF WEST LONDON  
STUDENTS' UNION

# UWLSU Trustee Board

Meeting of 4 September 2019, 5pm, St Mary's Road, Ealing

**MEMBERSHIP:** Jacob Pepper (Chair), Janine Braithwaite, Ancha Joof, Maddy Ruzzene, Andrea Miller, Anthony Coad, Helen Dawit  
**SMT:** Tye McMahon; Jacquie Powell, Matt Myles-Brown, Amy Eden  
**IN ATTENDANCE:** Vanessa Dankyi, Patrick Fuller, Chris Fenner  
**APOLOGIES:** Helen Dawit, Maddy Ruzzene, Anthony Coad

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## Minutes of Trustee Board

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### 1 Minutes of last meeting – declarations of interest

1.1 There were **no interests** arising from the agenda which required declaration. Apologies were noted

### 2 Allocation of funding request

2.1 The board noted the allocation of funding request for the UWL Sports Centre. Approval for the sum of £150k towards the development of the sports centre was originally obtained during a previous financial year, this approval was for the release of that sum from reserves. The board had invited CF, Director of Property Services, to attend the meeting to discuss the project and answer questions raised.

2.2 CF advised that although the works have been slightly delayed, a soft launch of UWL Sports Centre will take place mid-October 2019. The official date of opening is proposed to be 1st November 2019.

2.3 The group celebrated the news that UWLSU has been awarded the management of the Sports Centre via a competitive tender process. Whether the SU will manage the centre through an extension of lease via the current agreement is still under discussion.

2.4 The group discussed plans around driving sales including the challenge of marketing to students while the building is still incomplete, and how to generate income during quieter months.

2.5 The board **approved** the allocation of reserve funds for the new UWL Sports Centre.

CF left the meeting at 17:26

### 3 Minutes from last meeting – matters arising

3.1 The board **approved** the Minutes from the last meeting without amendment.

## 4 Chief Executive Report

4.1 The board **noted** the CEO update. The following points were raised in discussion:

4.2 Recruitment: The group discussed staff turnover, and acknowledged that the focus on strategic workforce planning has enabled a number of roles to be filled by existing staff, providing the organisation with consistency of service and reduced recruitment costs, and employees with career progression opportunities.

4.3 Café Renovation: Keeping costs down has been challenging however the results are positive. The café is due to fully open on Monday 9th September 2019, increasing the selection of food on offer over the first few months. The group discussed students from partner organisations such as Met Film Students being able to access the new café and gym. This could be a good income generation opportunity.

4.4 Brexit: UWLSU is working with UWL to minimize organisational risks arising due to the impact of Brexit.

4.5 JPe advised that he and AJ had participated in filming to encourage students to register to vote with an organization called Hope Not Hate. The group asked that some information is sought on the background of the organisation to ensure that they align with UWLSU values and constitution.

### 4.6 Actions

TM to explore income generation opportunities with UWL partners  
TM to undertake background check into Hope not Hate

## 5 Union Quarterly Report (Q4)

5.1 The board **noted** the Union Quarterly Report. The following points were raised in discussion:

5.2 The KPI's for the current financial year are currently being finalised and will be circulated to Trustees for final sign off.

5.3 The organisation's risk register summary was discussed. The group asked that the format be changed to make it more readable.

5.4 The group enquired whether any further work had been undertaken on creating a whistleblowing policy as this is an important accountability tool and can help to mitigate risk

### 5.5 Actions

TM to circulate targets for the current year to Trustees.  
AE to change the format of the risk register report.  
AE to create plan for the development of a whistleblowing policy.

## 6 NSS Report

6.1 The board **noted** the NSS Report and the following points were raised in discussion:

6.2 The Student's Union has achieved an outstanding NSS Result and the trustees congratulated the staff team.

- 6.3 JB is leading on a project to improve the quality of teaching which should help to maintain similar successes in the future.
- 6.4 The board **approved** the NSS action plan as outlined in the report.

## **7 Freshers' plan presentation**

- 7.1 The board **noted** the Fresher's Plan presentation
- 7.2 The group discussed the use of video in recent UWLSU presentations. It was stated that the quality of the videos is great. The practice of creating videos and showing them at meetings was encouraged. At this moment in time a lot of UWLSU videos are created by external contractors, however a member of the team has a keen interest in video production and it was suggested that they could be upskilled in this area.
- 7.3 Actions
- 7.4 MMB to look into upskilling the current UWLSU Comms team in video production.

## **8 Governance Review**

- 8.1 The following points were raised in discussion
- 8.2 The Governance Review is a complex task and the group thanked MMB for undertaking a very comprehensive piece of work.
- 8.3 The group discussed the proposed amendments to the approval process which would bring the following into effect:
- i. AGM to be the last step in the approval process
  - ii. Instead of approval at a further AGM, amendments to articles or bye-laws arising from Board of Governors, SLC or AGM approval is delegated to the President or a nominee and the Chair of Board of Governors or nominee
  - iii. AGM consulted about changes to bye-laws rather than approving them.
- 8.4 The group also discussed the following proposed amendments to the Articles of Association:
- i. Students to be Student Members, and Trustees, Company Law Members
  - ii. Bring the Articles in line with the NUS Model Articles for students unions
  - iii. Allow provision for up to one additional external trustee
  - iv. Student trustees to be appointed by an appointments committee rather than elected.
- 8.5 MMB advised that the changes to the articles would bring them in line with NUS model articles, but this could see a delay to approval for up to five months as the reforms at NUS mean that they have to gain global consent and agreement from the Charity Commission. The bye-laws can come into effect immediately if approved.
- 8.6 The group discussed the recommendations to appoint rather than elect a student trustee and the rationale around this. This is due to lack of interest and understanding of role; low voter turnout and to provide potential for 2nd term which will provide constancy for the board.
- 8.7 It is difficult to determine whether subsidiary students, such as those from Drama School London (DSL), are 'UWL' students. Their status as students will have an impact on their status as members of the SU.

- 8.8 The group queried section 2.4 in the bye-laws (Elections) regarding 'minor sanctions'. It was felt that this needed more clarification.
- 8.9 The group again stated the need for a whistleblowing policy to be in place and the importance of staff understanding how to report unjust actions without ramification.
- 8.10 As the Union's governing documents are of great importance to the governance of the organisation it was suggested that the members of the board who were unable to attend the meeting be given the opportunity to offer comment on the review.
- 8.11 The following were **approved** by the board:
- Amendments to the articles as outlined in appendix 4 of the Governance review report
  - Amendments to the bye-laws as outlined in appendix 5 on the Governance review report
  - Amendments to the approval process as outlined in the Governance review report
  - Delegation of responsibility for Trustee approval of further changes to the Articles or Bye-laws to the Chair of Trustees (or nominee)

8.12 Actions

MMB to send VD the presentation he presented at the Board regarding governance.  
MMB to get clarity from UWL regarding subsidiary students being classified as UWL students.  
MMB to refine the Election Sanctions section of the bye laws.  
MMB to reach out to trustees unable to attend meeting to get their comments on the review.  
MMB to share UWL's No Platforming policy with Trustees  
MMB to send revisions and changes to be JP for delegated approval

## 9 **UWLSU Management Accounts July 2019**

- 9.1 The group **noted** the Management Accounts. The following points were raised:
- 9.2 The financial result at the end of the financial year is £177k which is higher than predicted. This has been due to a focus on streamlining activity and processes which has enabled staff to work more productively. The higher surplus will be used to cover depreciation costs for the café renovation in future years.
- 9.3 Due to the current uncertainty in the economic and political climate it is good to have reserves. The group deliberated whether the current reserve limit of £170k would be enough to cover staff costs if necessary.
- 9.4 There is an opportunity to use some of this surplus to pay for works in the bar which have previously been paused, but would now significantly improve student experience and compliance
- 9.5 The board **approved** the following:
- Funding in principal for up to £15k to improve ventilation in the Union bar, pending the gathering of competitive quotes
  - A resolution to use the 2018-2019 surplus towards the capital costs associated with the café.

9.6 Actions

AE to prepare a short paper on staffing costs liability and recommendation on whether current reserve policy is adequate  
TM and JPe – to send proposals of bar improvements to Trustees

**10 Close of business**

10.1 There being no other business, the chair closed the meeting at 7:25pm. Next meeting on 11 December, 5pm, St Mary's Road, Ealing. There will be a Trustee dinner following the board meeting.