

CAMBRIDGE SU TRUSTEE BOARD MINUTES - 26.06.2024

<p>Attendance Voting Members:</p> <ul style="list-style-type: none"> ● Chara Triantafyllidou - CT Student Trustee (PG) ● Caredig ap Tomos - CaT Access, Education and Participation Officer, UG (AEP) ● Fergus Kirman - FK President (UG), (Chair) ● Gemma Donaldson - GD External Trustee ● Luke Patterson - LP Student Trustee (UG) ● Myesha Jemison - MJ Student Trustee (PG) ● Neil Buchanan NB External Trustee ● Simon To - ST External Trustee (Deputy Chair) ● Maroof Rafique - MR BME Officer ● Lewys Thomas - LT External Trustee <p>Observers & Guests:</p> <ul style="list-style-type: none"> ● Christina Kennedy - CK Chief Executive Officer ● Gabbi Foreman - GF Director of Membership Engagement, Deputy CEO - Minute taker ● Sarah Anderson - SA Incoming President (UG) ● Sumouli Bhattacharjee - SB Incoming President (PG) 	<p>Apologies</p> <ul style="list-style-type: none"> ● Oli Gray - OG Director of Enterprise and Services <p>Absent</p> <ul style="list-style-type: none"> ● Vareesh Pratap - VP President (PG)
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Item	Discussion	Actions
1. Apologies	<ul style="list-style-type: none"> ● Oli Gray - OG Director of Enterprise and Services 	
2. Conflicts of Interest	CK is an associate consultant with Coole Insight, however, has played no role in the SU governance review and has not previously taken on any work with Coole Insight.	

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3. Minutes of the previous meeting	The minutes of the last meeting were approved.	
4. Matters arising	<p>a. FK updated on the recent ESMM, during which students had the opportunity to ask questions of Trustees. The Board expressed its gratitude to ST for attending to provide a report on the Board's behalf, and answer questions from Student Members. It was noted that one resolution passed required that the remainder of the Council Free budget be given to charities supporting people in Palestine, and the Board noted that this would need be done in line with Charity Law guidance, including specific operational guidance from the Charity Commission about how Students' Unions can spend their funds in relation to other charitable organisations.</p> <p>b. CK has recently received the auditor's report, and noted that the auditors could be invited to the next Trustee Board meeting to provide commentary on the report to the Trustee Board. LT advised that this may not be necessary in view of the report itself providing most of the information, and the Board agreed that it might be sensible for the auditors to meet with the Finance Sub-committee, at any rate in the first instance. It was noted that, in line with standard audit practice, the SU would only use the current auditors for a maximum of one further year before identifying future auditors.</p> <p>c. CK provided an update on creating the SU trading subsidiary, noting that the financial year ends at the end of the month. CK noted that the SU was currently prioritising recruiting a new Finance Manager and new third-party accountants in the first instance.</p> <p>i. LP noted that this was actioned to be done by the last meeting, and it was confirmed that the delay was due to other finance matters taking priority. CK confirmed that the trading subsidiary was now a priority alongside other changes in finance structures.</p> <p>ii. GD noted that the SU should amend its risk register in line with any changes to finance structures. The Board agreed that the risk register should be noted at each trustee meeting moving forward as a standing item.</p>	<p>CK to bring an update and revised timescale on the trading subsidiary to the next trustee meeting with an update from the solicitors if necessary</p> <p>Chair of the Board to add risk register to future meeting agendas.</p>
5. Business since the previous meeting	Discussed in Matters Arising	
6. Campaigns update from sabbatical officers	CaT provided a brief update about ongoing campaign work by Sabbatical Officers, and reflected on the successful submission of a balanced, critical Student Submission alongside the University's Access and Participation Plan to	

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	<p>the Office for Students. CaT noted the welcome news that the 2024 NSS results would hopefully soon be made available, and that Cambridge had passed the required student participation threshold for the first time in years.</p>	
<p>7. Variance report (to note)</p>	<p>CK noted that this will be the last meeting where the variance report is presented in this format; this report was created at the end of May by our former Finance Manager.</p> <p>The most recent variance report suggests the SU can expect a deficit of c. £35,000.00, in line with what was budgeted for this financial year. However this is provisional and will be reviewed in line with improved reporting processes ahead of a final year end variance report. Once the final year end is complete, this will be shared with the board.</p> <p>It was noted that the SU was resolving an inaccurate corporation tax bill from HMRC with support from the external accountants.</p>	
<p>8. Governance Review (to discuss and approve)</p>	<p>FK introduced the governance review report and list of recommendations. The board worked through each of the recommendations.</p> <p>It was noted that the earliest all recommendations could come into full effect would be the Lent Elections (in terms of roles elected) and the academic year 2025/26.</p> <p>The Board noted the requirement for the SU to have conducted a review of sabbatical roles in 2022-23, and reaffirmed its collective resolve to drive forward the governance review despite having fallen behind schedule.</p> <p>CT left the meeting.</p> <p>Recommendation 1: Elections Management By-Laws (By-Law 8 and By-Law 14) (Non-student Returning Officer).</p> <p>It was agreed this is a good recommendation, however the Board felt that the NUS should not be built into the process, contrary to the review's suggestions. It was agreed that eligibility to be a returning officer should follow the same limitations that are applied to those that apply to be an External Trustee. It was agreed that they should be appointed/nominated by board, and ratified at Student Council. The Board agreed it would be useful to have a deputy returning officer appointed by the same mechanism, to avoid this role falling <i>de facto</i> to a staff member or student.</p> <p>The Board approved this recommendation for final</p>	<p>GF, FK, and SA to take Governance Review work forward to the GCLA Sub-committee, including the final drafting tasks approved by the Board.</p> <p>Presidents and GCLA to progress with consultation about the new sabbatical officer structure as agreed by the Board.</p>

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	<p>drafting, within these parameters.</p> <p>Recommendation 2: Reduce the number of Sabbatical Officers and all Officers as Trustees</p> <p>The Board agreed that there should be a smaller number of Sabbatical Officers (with five roles, instead of eight, with liberation portfolios being removed, as the review suggested), and acknowledged that this would enable all officers to be Sabbatical Officer Trustees. The Board noted the importance of making it clear both internally and to students why this reduced number is beneficial.</p> <p>The Board reflected on the fact that the current level of University funding - one of the lowest per student in the country - does not allow for sustainably funding eight Sabbatical Officer roles (the largest Sabbatical team in the country). Nonetheless, the Board emphasised that, as the review articulated, there were clear democratic and effectiveness incentives for streamlining the team in this way, and this was not a primarily financial decision.</p> <p>The Board agreed to discuss recommendation 3 at the end of this item.</p> <p>Recommendation 4: Changing Student Council (role, frequency and quorum)</p> <p>It was noted that the current high frequency of Student Council has resulted in low turnout and, therefore, has not facilitated the more popular and engaging areas of council (i.e., motions and debate). It was agreed that Student Council was fundamentally a positive, engaging part of student democracy at Cambridge, but that the review's recommendations to reduce the frequency of meetings and focus its role were sound, especially considering the burden that is currently placed on student volunteers.</p> <p>SA and ST advised that rather than altering quorum, as the review suggested, the SU could simply take care to regularly review which roles were substantially occupied, and calculate quorum on this basis, while not changing the current quorum requirements. GD noted it was important that no representatives become permanently disengaged from Student Council due to a predecessor's lack of engagement; the Board agreed that care should be taken to continue reaching out to those who could fill 'vacant' roles, and FK and SA agreed to consider what operational steps could be taken to continuously evaluate quorum.</p> <p>It was noted that equal representation is built into the quoracy to ensure that SU decision-making remains representative of both undergraduates and postgraduates, and the Board agreed that this should be retained.</p>	

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	<p>The Board therefore approved for final drafting the recommendations that Student Council should be less regular (happening twice a term, rather than four times, as a standard), its role should be altered to transfer officer and campaign scrutiny and reports to other bodies, and to focus Student Council's time on policies and debate. Quorum should remain the same, although with a clearer approach to calculating and maintaining it.</p> <p>Recommendation 5: The Executive Committee's role being enhanced and its membership being reviewed</p> <p>The Board agreed that enhancing the Committee's role would be beneficial, although the renaming suggested by the review appeared superfluous.. CaT suggested that perhaps a review of membership would be opportune, as including School Reps could improve coordination of campaigns relating to their representative work. SB agreed, although noted that the review of remit should be specific and measurable to ensure momentum is maintained.</p> <p>The Board therefore approved for final drafting the changes that the Executive Committee should acquire the executive elements of Democracy Committee's duties (<i>specifically, to 'Devise and implement initiatives to improve engagement, by Student Members, College Common Rooms, and Academic Representatives with the Union, its services and democratic structures'</i>), but its name should remain the same. The membership of the Executive Committee should be reconsidered to evaluate how academic reps could be incorporated more effectively.</p> <p>Recommendation 6: Office Scrutiny Panels and changing elections oversight (Democracy Committee)</p> <p>The Board acknowledged that the review recommended directly that Democracy Committee should be replaced by other structures, and agreed that this would be a finely balanced issue.</p> <p>It was agreed that officer scrutiny panels would be welcomed, as they would provide better opportunities to scrutinise officers' work more closely, as well as ensuring that Student Council is not weighed down by less engaging reports. The Sabbatical Trustees reflected that, in their experience, scrutiny of officers could be more effective and detailed, and that smaller, more focused panel should provide that level of scrutiny.</p> <p>The Board also agreed that, as per Recommendation 1, the elections process should be made more externally led, given</p>	

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	<p>the importance of impartiality and the current risks created by having a process so dependent on a small number of student volunteers. There should still be a substantive role for students to scrutinise the elections process, but this should not be unduly burdensome for the students involved.</p> <p>LP noted that the appointment of the external returning officer should involve maximal student oversight and transparency. The Board agreed that there should still be scope for students to be involved as observers to provide oversight and verification of the processes, for example by attending the count conducted by the Returning Officer.</p> <p>Regarding officer scrutiny panels, the Board approved this recommendation for final drafting, with this body replacing the functions of Student Council relating to officer and campaign scrutiny and reports, with panels being held twice a term as standard, as the review recommended. The Board endorsed the review's suggestion that such panels should be properly empowered to audit and report on the effectiveness and efficiency of officers' and the Executive Committee's campaigning and representative work; the Board also welcomed the suggestions in the review for how the panel's membership be constituted, and emphasised that the panel should be composed of people distinct from those being scrutinised, and - equivalent to how Democracy Committee is populated currently - should ideally allow for the Student Council to play an indirect electing role.</p> <p>The Board also approved the recommendation for final drafting that the Democracy Committee should be removed entirely to reflect the transfer of elections/referenda oversight to external returning and deputy returning officers; its non-elections-related review/scrutiny mandate (e.g., to 'Audit the Union's effectiveness, efficiency, and transparency') should largely be transferred to the Officer Scrutiny Panel, and (as above) its non-elections-related executive duties should be transferred to the Executive Committee.</p> <p>The Board noted more generally the importance of progressing decisions already agreed, such as recruiting a secretary to the Board (which had been unsuccessful during December 2023 due to lack of availability among preferred candidates), as this would streamline the implementation of training for trustees. It was noted that allocation funding for this would need to be reviewed, and the Board agreed that it should aim to introduce a secretary by Michealmas Term.</p> <p>Recommendation 3: Changing officer portfolios</p> <p>It was noted that there are a variety of suggestions</p>	

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	<p>presented in the review, including some specific details that might require an Article change, and others that would not. The board noted that none of three recommendations presented by the review should be adopted exactly as they were presented, given the lack of input from students into what sorts of portfolios they would like, and the lack of awareness of Cambridge context apparent in some of the review's suggestions. FK emphasised that members of the Board alone should not be the ones to determine what officer portfolios the SU adopted going forward, and suggested that JCRs and MCRs should be integral in determining the make-up of the five sabbatical officer roles over the summer.</p> <p>CaT noted that he didn't believe one officer portfolio suggested by the review was even within the charitable objectives of the SU.</p> <p>MR expressed his own preference for a flatter structure, and argued that if the SU had fewer Sabbatical Officers, the Sabbatical Officer remuneration should be higher.</p> <p>The Board agreed that:</p> <ul style="list-style-type: none"> • There should be five Sabbatical Officer roles only • That two of these roles should be Presidents, an UG and PG, as required by the SU's Articles, but their specific responsibilities could be shaped by the consultation • That over the summer there should be a consultation and review with the JCRs and MCRs about what the remaining three officer roles should be, and that the Presidents should lead this consultation in tandem with the new Governance, Compliance & Legal Affairs Sub-committee, once approved by the Board. The Sub-committee should formally lead this work, including approving a structure for the consultation and processing its results to return to Board <p>FK invited members of the Board to contact him immediately after the meeting with any further input or suggestions about how the consultation should be structured to engage JCR and MCRs positively, and indeed any portfolios they feel had been overlooked, but ought to be included in the consultation.</p>	
<p>9. Board Sub-Committees Terms of Reference for 2024-25 (to approve)</p>	<p>The board approved the updated terms of reference for the four sub-committees, including those for a new sub-committee, the Governance, Compliance & Legal Affairs sub-committee. The Chair noted that this Sub-committee's terms of reference include its responsibility for carrying out the final drafting of approved recommendations relating to the Governance Review, as above, in addition to advancing preparation related to Freedom of Speech regulations coming into force on 1st</p>	

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	August 2024.	
10. Internal Policies (tranche 1) (to approve)	<p>The board approved the following policies:</p> <ul style="list-style-type: none"> ● Equality and Diversity Policy ● Safeguarding Adults Policy ● Health and Safety Policy ● Protocol on advice-and-casework-at-Cambridge-SU ● Whistle Blower Policy ● Social Media Policy <p>It was noted that the designated whistleblowing officer would be specified as the CEO with the additional option of the Deputy Chair of the Board, in order to provide an external option for whistleblowers who would prefer that route.</p> <p>The Social Media Policy would be referred to the Remuneration and HR committee for approval, as would any other outstanding policies, and any further additions to the Health and Safety Policy as GD suggested might be necessary.</p>	
11. AOB	<p>ST and the Board noted the Board's thanks and congratulations to the outgoing sabbatical trustees, in particular CaT and MR for their role on the Board, and especially to FK for his leadership through an eventful year.</p> <p>FK expressed his gratitude to the Student Trustees in particular for their work, including MJ and LP, whose final meeting this also would be.</p>	