

Minutes

City St George's Students' Union is a registered charity (charity number 1173858) and a company limited by guarantee registered in England and Wales (company number 10834450).

10 December 2024 | AG01, College Building, Clerkenwell Campus

Members	Initials	Meet-ing 1 17.09.24	Meeting 2 10.12.24	Meeting 3 11.03.25	Meeting 4 03.06.25	Meeting 5 22.07.25
Ayla Hamzayeva (President) (Chair)	AH	✓	✓			
Nasir Mohammed (Deputy President)	NM	✓	✓			
Ashton Shepherd (Deputy President)	AS	✓	✓			
Joseph Kenwright (Deputy President)	JK	✓	✓			
Nick Ratcliffe (Lay Trustee and Deputy Chair)	NR	✓	✓			
Alan Latham (Lay Trustee)	AL	✓	A			
Jas Ahluwalia (Lay Trustee)	JA	✓	✓			
Rachel Brown (Lay Trustee)	RB	✓	✓			
Leila Ratnani (Lay Trustee)	LR	✓	A			
Jeffrey Wiltshire (Lay Trustee)	JW	A	✓			
Eva O'Neill (Student Trustee)	EO	A	X			
Prachi Barache (Student Trustee)	PB	✓	NM			
Dorottya Fricska (Student Trustee)	DF	NM	✓			

Key: "✓" = Present, "A" = Apologies given, "N/M" = Non-member, "P" = Partial attendance, 'X' = Non-attendance

Included in the circulation / In attendance	Initials	Reason and Meeting Section
Eve Harwood	EH	Sabbatical Officer (Deputy President)
Philip Gilks	PG	Chief Executive (Company Secretary)
Hannah Roberts	HR	Deputy Chief Executive
Tim Sice	TS	Chief Operating Officer - Tooting
Jeni Turner	JT	Head of Finance
Chris Moore	CM	Head of Communications and Business Development
Kany Lee	KL	Operations and Projects Manager
Kathy Kingwill	KK	Clerk
Christian James	CJ	Knox Cropper LLP (item 12 only)
Stephen Anderson	SA	Knox Cropper LLP (item 12 only)

Informal

At the start of the meeting the Board received a presentation of the *Report of the Trustees and Financial Statements for the Year Ended 31 July 2024 for City St George's Students'*

Union from Christian James and Stephen Anderson, Knox Cropper LLP, external auditors for the Union. The formal discussion of the Report was minuted, see item 12.

Formal

1. Welcome and Apologies

The Chair (AH) welcomed Jeffrey Wiltshire (JW), Lay Trustee, and Dorottya Fricska (DF), Student Trustee, to their first meeting, and noted apologies from Alan Latham (AL), Leila Ratnani (LR) and Eva O'Neill (EO).

2. Declarations of Interest

(Paper: BT2414)

The Board noted the Conflicts of Interest Register updated on 28 November 2024. New Trustee DF had now provided details for the Register so this would be reported to the next meeting. JA noted that he was a person of significance for a company, however there were no conflicts with any items on the agenda. The Sabbatical Officers declared a conflict of interest for item 24, AOB.

3. Minutes and Actions

3.1 The Board approved the Minutes of the meeting held on 17th September 2024

(Paper: BT2415M)

3.2 The Board noted the Matters Arising (Paper: BT2416A), noting the following:

- The action on Student members of University Senate was no longer required as the Ordinances had changed.
- Action to develop a credit card policy: JT explained that the credit card policy would largely reflect the Financial Regulations and that cross-referencing would take place once capacity allowed, after which the board would be asked to approve the policy.

4. CSGSU Trading Limited Board of Directors Minutes

(Paper BT2417)

The Board **noted** the minutes of the meeting of the Board of Directors of CSGSU Trading Limited held on 28 November 2024. In discussion:

- The first meeting of the Trading Board had gone well with good discussion on strategy, opportunities and risks, along with next steps to be taken over the next few months.
- The Board thanked JA and EH for assuming roles of Chair and Deputy Chair respectively.

5. Decisions taken between meetings

The Board noted the agreement by circulation of the appointment of Student Trustee, Dorottya Fricska (DF) appointed for an initial period of up to two years, provided they remain a current student, commencing on 10 December 2024.

6. Items brought forward by the Chair

The Chair noted that an extra paper, Palestine Statement (Paper: BT2435), would be discussed in item 24, AOB.

Section A – Update from the Chief Executive and Strategic Progress

7. Chief Executive Report

(Paper: BT2418)

Phil Gilks (PG) provided an update on activities since the last meeting. He highlighted challenges in staffing as some experienced postholders were leaving, but this was an opportunity to rethink roles and responsibilities. As an example, the Head of Communications and Business Development (CM) was leaving to take up a role in the NHS so the opportunity had been taken to allocate some tasks to other roles and allow the new postholder to fully focus on communications. Some members of staff were moving to higher grades within the University, with the departure of the Advice Manager being particularly

challenging. A degree of churn was an inevitable consequence of the merger and more movement could be expected over the following months but the executive was working through the impact of these changes, and the staff forum held on 2 December had been an opportunity for staff to discuss concerns and provide feedback.

The Board was asked to note the updated officer support structure.

The Union was working on the Freshers Fair 2025 project with the aim to bring it back to campus, working with the University's Director of PAF. Not only would this save the cost of hire for an external venue but would also be an excellent way to introduce new students to campus facilities.

Constructive workshops had taken place with EAB and WonkHE; looking at how to engage students.

The refurbishment of the Rob Lowe Sports Centre in Tooting had become a positive opportunity for the Union as it will be branded as CSGSU space raising profile on campus. In discussion the following points were made:

- There were some opportunities to streamline processes in order to alleviate capacity issues; the union had reviewed student group support for example, but in reality the Union needed more staff.
- New applications for societies had been paused as there was insufficient time to carry out checks and set up finances.
- Demand for services had increased as more students were now on campus, so the Union was going to try to work with the University's Employability Team to see if this could result in more support in the short term.

The Board thanked PG and colleagues for the update.

8. Strategy Update Report (Paper: BT2419)

The Board noted an update report on the implementation of the Strategy. Projects had been consolidated into 30 initiatives, with 59% on track. Projects to update the Staff Handbook, implement a new finance system and to review the hybrid working policy had been completed. A toolkit had been developed to provide an overview of progress. In discussion:

- There were monthly updates from project leads but the progress report was generated in real-time so any changes were immediately visible.
- Groups were collaborating on SharePoint; this was proving to be a more effective way of working for projects than traditional meetings.

9. Merger Update (Paper: BT2420)

The Board received an update on the merger, overseen by the Merger Board with task and finish groups.

A key change was the realignment of the staffing structure, to introduce a matrix management model which aimed to ensure maximum flexibility and to respond to the differing needs of students. The Union was working with the University's HR team on this process as there were some changes to roles and role profiles to better reflect tasks undertaken, but there was no requirement for staff consultation.

The alignment of the advice service was a particular challenge as there were significant differences between Clerkenwell and Tooting. CULSU had achieved AQS accreditation in 2020 and 2022 and was due, as CSGSU, to be re-audited in January 2025, however, for a number of reasons it was considered sensible not to move forward with this until the service was more aligned.

The Union Advice Service Policy Handbook 2023/24 was in need of review so the Board was asked to approve an extension for the remainder of the academic year. The updated Handbook would come to the Board for approval at a later meeting. **[Action]**

The Safeguarding Policy was also in need of amendment. This was being worked through in consultation with the Health and Safety Task and Finish Group, so proposals would come to a future meeting; in the meantime the Board was asked to approve a Lay Trustee as its Safeguarding Lead, in line with new guidance from the Charity Commission, and who would be able to assist HR, the Designated Safeguarding Lead for the Union, in the development of the policy. In discussion:

- The merger of the advice service teams had been slowed by the departure of the Advice Manager.
- HR had asked the advice team for their views on AQS and had advised that whilst it was good to have this accreditation it was not essential and perhaps not the best use of time at the moment. Clerkenwell was compliant with the requirements so standards would be maintained, and used as a template for Tooting; accreditation could be revisited once the new Advice Manager was in post, probably in the summer 2025. The Board endorsed this approach.
- Rachel Brown (RB) volunteered to be the Safeguarding Lead for the Board. HR would liaise with her and provide further information. **[Action]**

Decisions

The Board:

- **approved** the appointment of Lay Trustee Rachel Brown as the Safeguarding Lead for the Board of Trustees and the proposed approach to the management of safeguarding in the Union.
- **agreed** to extend the validity of the *Union Advice Service Policy Handbook 2023/24* for the remainder of the academic year.
- **endorsed** the proposal not to reapply for AQS accreditation in this academic year.
- **noted** the introduction of the matrix management model.

10. Website Tender

(Paper: BT2421)

Chris Moore (CM) provided an update on the progress of the tender for the Union's website and membership management system. Three providers had been invited to pitch with two considered to be credible, MSL, the Union's existing suppliers, and SUMS. The panel's assessment was that SUMS was the preferred provider, subject to further feedback from existing users before making a final decision. The Board was therefore asked to endorse the approach and devolve the final decision on provider to SLT. In discussion:

- Although the cost of the SUMS provision was higher than MSL, there should be savings in staffing costs as processes would be more efficient.
- JA requested more detail on recurring fees and one-off costs.
- JT would be discussing the integration of financial processes with SUMS, noting that they worked with Iplacit, have an EPOS module and were developing an API.
- The Union was also working with the University in order to facilitate Single-Sign-On.
- It was anticipated that should SUMS be selected as the new provider the transition would commence from January 2025 with the aim to launch the website to external users on 1 August.

Decision

The Board **endorsed** the approach to the website tender and **agreed** to devolve to SLT the final decision on provider.

Section B – Finance

11. Management Accounts

(Presentation: BT2422)

The Board received the October Management Accounts and Reforecast. This was the first set of accounts following the combination of the two entities. JT reported that acceptance testing of the new financial software had taken place, and financial procedures were being merged and aligned. As previously advised, the team had reforecast the budget, noting in particular that the outcome of the JNCHES salary negotiation had been lower than anticipated. The summary of income showed separate block grants for Clerkenwell and Tooting, with the total grant for 24/25 being £2,053,663 but in future years this would be a single figure. The salary structure at Tooting would be reviewed and aligned with the Clerkenwell structure. The University was being asked to refund the cost of hiring alternative space whilst the Rob Lowe Sports Centre was undergoing refurbishment. The Balance Sheet now showed fixed assets, namely the bar space at Tooting. JT and team were looking at maximising interest on monies held in accounts; this used to be negligible but was now more meaningful. The team were moving towards data and records being held on One-Drive but there were some issues with legacy data.

- JT noted the downward adjustment in Block Grant to reflect the lower salary increment, however staff savings, in part from delays in appointments, largely offset this.
- The solid financial position of both unions meant that the combined union had had an excellent start, and whilst noting that it was highly likely that unforeseen costs would arise as a result of the merger, the team were considering the level of reserves currently held and the forecast surplus of £100k.
- The Union really needed to invest in more staff capacity, so could allocate some of the forecast surplus to recruitment. PG noted however some of the capacity could be filled via Unitemps as an interim solution, given the current delays in recruitment to permanent positions.
- It would also be helpful to allocate some funds to the refurbishment of the Union's accommodation in Tooting to facilitate the rebranding of the space.
- The Board were supportive of this approach.

The Board noted the report and thanked JT and the team for all their efforts to date.

The following discussion took place at the start of the meeting but is reported here. Christian James (CJ) and Stephen Anderson (SA), Knox Cropper LLP, were in attendance for this item.

12. Trustees Annual Report and Audited Accounts

(Paper: BT2423)

The Board considered the Trustees Annual Report and Audited Accounts presented by Knox Cropper LLP. Stephen Anderson (SA) and Christian James (CJ) provided a summary of the findings of the Independent Auditors along with the Letter of Representation. The report findings were that the financial statements gave a true and fair view of the charitable company's affairs as at 31 July 2024 and that they had been properly prepared in accordance with UK accounting practice and the requirements of the Companies Act 2006. CJ noted that the accounts had been prepared with the new name of City St George's Students' Union, although the audit period was to 31 July, therefore before the merger, and the accounts were for CULSU only. He explained that the new name was now registered with Companies House so the previous name would no longer be accepted. He further noted the increase in grants to £1.6M and that the final surplus of £14k was an improvement on the previous year. The Sports Grant was new as the Union had taken over sports management. Club and society income was up by £40k and investment up by £24k. The Balance Sheet showed that net current assets were in a healthy position and that there were unrestricted funds of £500k and restricted funds of £86k. The audit had been smooth with no material adjustments. There had been one immaterial error to annual leave adjustment and one minor issue regarding journal entries so there was a recommendation to have regular

review of this. Finally, the VAT adjustment had been confirmed post audit with a recommendation to include this in the accounts each year. In discussion the following points were noted:

- The Board thanked SA and CJ for their report and JT and the team for producing such an excellent set of accounts.
- The Board asked what should be considered for this financial year as it was the first year of the merged Union. CJ noted that there was good understanding of CULSU's financial position so the aim should be to achieve the same level with the new entity, and then look for cost savings if possible.
- The accounts for this financial year would have no relation to the previous year so comparison would not be possible.
- The accounts would also be consolidated as there was now a trading subsidiary.
- Knox Cropper did provide training and information for students' union boards; the Board suggested that this could be helpful,
- The Board noted that the final audited accounts for St George's Student Union will come to the next meeting.

Decision

The Board **approved** the Report of the Trustees and Financial Statements for the Year Ended 31 July 2024 and noted the Letter of Representation.

Section C – Student Insight

13. Sabbatical Officer Spotlight

(Paper: BT2424)

Sabbatical Officers provided brief updates on their activities, as follows:

- Ayla (AH), supported by Dami and Ashton (AS) delivered Culture Fest as part of Global City Week.
- Nasir (NM) supported three student groups to fundraise for Disaster Relief Month for Lebanon, Bangladesh, and Palestine, raising £20k over the four weeks, although NM noted that a fourth Group, originally proposing to have a fundraising week for Congo, had been a no-show.
- Joe (JK) had supported charity fundraising for Movember in Tooting, raising £1k through bake sales.
- Eve (EH) had continued to focus on welfare and wellbeing.
- Ashton (AS) was working on personal finance, with Finance Friday posts each week.
- Planning was underway for Study Well events in January and working towards the next Assembly.

14. Check-In Report

(Paper: BT2425)

The Board noted the Check-In Report. This initiative to contact first year students was now in its fourth year but took place on both Clerkenwell and Tooting sites for the first time. Issues raised included personal tutoring, access to services and mental health support. Feedback on teaching had been positive.

Section D – Equality, Diversity and Inclusion

15. Student EDI Network Update

(Paper: BT2426)

The Board received an update on the implementation of the new EDI structure. The first meeting of the Student EDI Network took place on 25 November. A co-chair was elected; Gabi Prefit, Assembly member, would work alongside Ashton Shepherd (AS). A meeting of the EDI Committee was arranged for Term 2 and other actions were to finalise the appointments of EDI leads and to update the EDI Policy for the Union. In discussion:

- AS commented that more welfare officers were needed on the ground as students felt that University support could be detached, so the EDI Committee would consider more student training.

Section E - Starred items for approval

(Starred items for approval. Not discussed unless unstarred by a Board member)

16. ***Sabbatical Officer Salary** (Paper: BT2427)

17. ***Bye-Law Amendments** (Paper: BT2428)

The Board **approved** minor amendments to the following Bye-Laws:

- Bye-Law 3: Elections
- Bye-Law 4: Student Officers
- Bye-Law 5: Trustees of the Union
- Bye-Law 6: Assembly
- Bye-Law 9: Complaints and Disciplinary.

18. ***Sabbatical Officer Term of Office** (Paper: BT2429)

19. ***External Speakers Policy** (Paper: BT2430)

Section F - Starred items for Information

(Starred items for information. Not discussed unless unstarred by a Board member)

20. ***Summary of all Assembly meetings since the last meeting of the Board of Trustees** (Paper: BT2431)

21. ***Health and Safety Annual Report** (Paper: BT2432)

22. ***Welcome 2024 Evaluation** (Paper: BT2433)

23. ***Summary of External Speakers Termly Report** (Paper: BT2434)

Section G - Other

24. **Any Other Business**

As proposers of the following Statement to the Assembly, the Sabbatical Officers declared a conflict of interest for the following item.

Palestine Statement (Paper: BT2435)

The Board was asked to consider next steps in relation to a Statement agreed by the Assembly on 4 December, as, whilst recognising the importance of the topic for many students, the Board was also required to consider whether the publication of the document would lie outside the Charitable Objects set out in the Union's Articles of Association, and therefore subject to review by the Charity Commission. Four possible approaches were suggested; to publish the Statement unchanged, to publish but override the Statement with some actions struck out and with footnotes to explain the Board's position, to not permit publication, or to seek further legal advice. The Board was not asked to approve or amend the wording of the Statement as this had already been approved by the Assembly in accordance with the Bye-Laws. In discussion the following points were made:

- The Board noted the care that had been taken to develop the Statement and that the Assembly had also debated and agreed the final text.
- The Clerkenwell based Jewish Society had not yet been consulted regarding the publication of the Statement. The Tooting Jewish Society had been asked to comment and had noted their stance was unchanged in that such actions could lead to an increase in antisemitism within the University.
- Although there were risks around publication, there was also a risk if the Statement was not published, given that the Assembly had approved it.
- Students had the right to debate such issues but publication of the Statement could only be for educational purposes; the appended actions might not be considered educational.

- The Board noted that the Union existed to support all students and there were concerns that some student groups might not feel able to speak out against the Statement, for fear of retribution.
- JW noted that other unions issuing similar statements had been investigated by the Charity Commission as its guidance was quite specific on unions only being permitted to campaign for issues impacting their own students' studies.
- The Charity Commission could be asked for specific advice, but this was not advised as it could take months and delay publication.
- The legal advice received in 2022 was likely to still be valid as guidance had not changed since it was issued.
- The Charity Commission would be likely to ask what steps had been taken to counter any antisemitism which might arise as a result of publication. There was a University working group set up to support Jewish students and address concerns; the Union was a member of this group.
- NM explained that the Statement was intended to speak out against the violation of human rights, which the Assembly was permitted to debate. The Board suggested that this might be added as a note to the Statement.
- The Board suggested its preferred approach would be to override the statement and to strike out some of the actions and add footnotes to explain that the Union was not permitted to allocate any resource to support the Statement. This approach had been taken in 2022, in accordance with legal advice received from Bates Wells, and had satisfied the Charity Commission.
- Two of the actions appended to the Statement could be construed as resource; the Board suggested therefore that these could be struck out.

Decision

The Board **agreed** that the Statement agreed by the Assembly was overridden but should be published with additional notes and actions which committed resource to be struck out. PG would circulate the revised document for comment from Trustees prior to publication.

[Action] The Clerkenwell Jewish Society should also be consulted prior to publication.

AOB

PG would circulate an update on a disciplinary panel. **[Action]**

Date of next meeting: 11 March 2025