

**OPEN UNIVERSITY STUDENTS ASSOCIATION  
BOARD OF TRUSTEES (BoT)  
25 April 2023**

**MINUTES**

Minutes of the meeting of the Board of Trustees (BoT) held on 25 April 2023 at 9:30am at OU Campus and online via Microsoft Teams.

**PRESENT**

Michael Bryan, Vice President Administration  
Johnathan Doran, Student Trustee  
Margaret Greenaway, President, and Deputy Chair  
Gareth Jones, Deputy President  
Sarah Pickersgill, Student Trustee  
Mark Price, Chair  
Charles Phua, Student Trustee  
Anca Seaton, Student Trustee  
Claire Wallace, Student Trustee  
Fanni Zombor, Student Trustee

**IN ATTENDANCE**

Alison Lunn, Associate Director, Finance & Compliance  
Beth Metcalf, Chief Executive  
Dan Moloney, Director, Engagement  
Leanne Quanton, Head of Executive Support and Staff Welfare (minutes)  
Jess Smith, Associate Director, Services & Projects

<p><b>BUSINESS ITEMS</b></p>
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**A. WELCOME**

A.1 The Acting Chair welcomed Trustees to the April meeting of the Board.

**B. APOLOGIES FOR ABSENCE**

B.1 Laura Charles, External Trustee  
Richard Dobek, External Trustee

**C. CONFLICTS OF INTEREST**

C.1 Fanni Zombor – Item 2 – noted but meeting agreed conflict did not preclude Trustee from participating in the discussion of the item.

**D. MINUTES OF PREVIOUS MEETING AND MATTERS ARISING**

D.1 The Minutes (01/23/M) were approved.

## SECTION B: ITEMS FOR DISCUSSION AND POSSIBLE DECISION

### 1. STRATEGY DEVELOPMENT

- 1.1 The Director of Engagement introduced the paper that explained that strategy planning had begun, and a strategy development group had been created to maintain oversight of the overall delivery of the project. Through various discussions with the Student Leadership Team (SLT) and staff, top line strategic themes were beginning to emerge, and Trustees were asked to discuss their top priorities out of the eight themes.
- 1.2 Trustees split into groups and discussed their priorities areas from: Effective representation and stronger student voice; Sustainability; EDI & Accessibility; Awareness; Student wellbeing; Effective student leadership; Building stronger communities; Communication.
- 1.3 The Director of Engagement confirmed that discussions would be fed back to the Strategy Development Group and highlighted that the anticipated completion date for the new strategy was July 2023.
- 1.4 **ACTION:** The Chair asked that the Board be updated on progress in the forum to ease familiarity with the team's thinking ahead of July presentation.

### 2. SUBVENTION CUTS & THREE-YEAR BUDGET PROJECTIONS

- 2.1 Associate Director, Finance & Compliance outlined the details of the subvention funding received from the OU, is to be reduced by £265k over three years. Through negotiations, the OU have postponed the cuts for the first year, 2023-24 which gives the Association time to plan how and where to make the necessary savings over the next three years.
- 2.2 The 2022-23 budget had been based on pre-pandemic levels of spending therefore savings are already being made through areas such as hybrid meetings and more events being held online. With those savings and the Association's current level of reserves, the Associate Director, Finance & Compliance advised that the organisation could meet the current level of operating costs until July 2026, however, post this date, savings would be necessary. Because of this, the Finance, Resources & Risk Committee (FRRRC) concluded that there was no rush to make any substantial cuts for the first year but instead to seek efficiency and value for money wherever possible and plan for additional savings needed across the second and third years off the back of the Strategy Review. This included any permanent changes to staffing.
- 2.3 The Chief Executive reported that an agile working request window had been open to staff to request a reduction in hours, career breaks or early retirement options to aid savings through existing flexible working opportunities. One member of staff will be taking an eight-month career break, saving £9k on a one-time basis and four members of staff applied to reduce their contracted hours. These were approved on a 6-month trial basis but if they became permanent, would result in ongoing savings

of £33k per annum. There had also been three members of staff leave the Association that had not been automatically replaced through recruitment. The Chief Executive advised that vacancies would not be held for the detriment of the organisation, but rather than replacing like for like, we would be looking at whether roles/responsibilities could be merged or whether there are alternative ways of working in the first instance.

- 2.4 Conference was the Association's biggest expense outside of staffing, and Trustees agreed that savings there were required. A paper had been brought to Trustees in item 3.
- 2.5 Trustees agreed with the FRRC approach that, with the exception of Conference, the phased cuts meant that no radical changes would be needed straight away, and the Association had time to plan and prioritise. Once the new Strategy was in place, the Association's priorities and staffing structure required to support it would be made clearer and then further discussion could be had.

### **3. CONFERENCE 2024 ONWARDS**

- 3.1 Trustees discussed and voted on the three emerging themes for future Conferences.
- 3.2 The discussions had in this item were of a confidential nature and have therefore been reserved to the confidential section of the minutes.

### **4. SKILLS AUDIT**

- 4.1 The Chief Executive reported on the recent skills audit, completed by nine of the twelve Trustees, which focused on the areas of good governance highlighted in the charity governance code. The results showed a good level of confidence across the board, with many voting that they felt 'Very Confident', 'Confident' or 'Somewhat Confident' in most areas. No Trustee voted themselves as 'unconfident' in any area, but there were some areas where more trustees felt they were 'not so confident' or 'somewhat confident' which were discussed by the BoT.
- 4.2 Risk & Financial Oversight of the Organisation: The Associate Director, Finance & Compliance offered one-on-one sessions as required, to give further explanation of the accounts and building confidence in this area. She also advised of general training on Charity Finance which was available to trustees.
- 4.3 **ACTION:** The top five risks from the risk register to be added to the CEO Report. Further discussion will be had in the Teams space around whether it would be beneficial for the FRRC report and CEO report to be taken out of the Standing Items section online and discussed at the meeting.
- 4.4. **ACTION:** Understanding Delegated Authority and Committee Structure: Visuals to be created to help explain this. Will be added to Trustee onboarding and built into resources.
- 4.5 **ACTION:** Understanding Charity Compliance: Further info/checklist to added to the CEO report. Link to be available in Teams where Trustees can check Companies House to ensure all information is correct and up to date.

4.6 Use of Teams: Training links on Microsoft Teams were added in the paper and Trustees can approach the Head of Executive Support & Welfare for any assistance required. Staff will make standard practice to email Trustees for approval items as well as put in the Teams space.

4.7 **ACTION:** Trustees to speak to the CEO or Chair about any further needs and if they are struggling with giving enough time to the trustee role.

## 5. EQUALITY, DIVERSITY & INCLUSION

5.1 Ashling Akosa, an Equity Diversity and Inclusion consultant and former OU Masters student joined the meeting to guide a discussion around representation on the Board and throughout the organisation, looking at how things work in the Association and to consider new useful ways to incorporate the diverse views of underrepresented students.

5.2 Trustees discussed the current initiatives used to capture student voice and their effectiveness, as well as the barriers to reaching those underrepresented students. Recognition was given to the improvements required around increasing participation in our elections and insuring inclusion through language and ensuring we are providing the right spaces for wider representation.

5.3 The next steps were to widen discussions with the SLT in making that strong commitment to EDI and accessibility and to think about our elections and how they are advertised and in the right spaces using the right language to attract diverse candidates. Ashling offered further support in building cultural sensitivity, using inclusive language, and giving that initial confidence building around how the Association embeds inclusivity.

5.4 Trustees thanked Ashling for attending.

<b>STANDING ITEMS</b>
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## 6. CHIEF EXECUTIVE REPORT

6.1 The report was received.

## 7. GOVERNANCE REVIEW UPDATES & SUGGESTIONS

7.1 The report was received.

## 8. FINANCE, RESOURCES & RISK COMMITTEE REPORT

8.1 The report was received

8.2 **RESOLUTION:** Trustees approved the FRRC'S approach to charitable trading.

## 9. SOCIAL MEDIA POLICY

9.1 **RESOLUTION:** The revised policy was approved.

## **10. APPOINTMENTS COMMITTEE REPORT**

10.1 The report was received.

## **11. STRATEGY PERFORMANCE REPORT**

11.1 The report was received

## **12. EDI & GROUPS REPORT**

12.1 The report was received

## **13. STAFFING REPORT**

13.1 This item was of a confidential nature and has therefore been reserved to the confidential section of the minutes.

**13.2 ACTION:** Trustees raised the high amount of annual leave remaining of some staff members. The Head of Executive Support & Staff Welfare to follow up with those staff members.

<b>UPDATES &amp; DISCUSSION ITEMS</b>
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## **14. OFFICER TRUSTEE UPDATE**

14.1 The President, Deputy President and VP Administration gave an update on the last quarter within the Student Leadership Team (SLT). There remain ongoing issues around SLT engagement, with two members still not engaging at all, although there was good news that the Scotland and Ireland rep had both returned from a break and attended the SLT weekend.

14.2 The Marking & Assessment boycott took effect from 20 April, and the President and Deputy President were in conversations with both sides to mitigate. There had been a more adverse reaction from students this time and where the Association had previously always taken a neutral approach, there had been a rise in sentiment that we may need a stronger view. The SLT will be polling members in due course to ensure that we are representing the student viewpoint.

14.3 The Issues Reporting Tool launched in March 2023 which allows students to report issues, comment on other issues inputted and vote up/down on importance. Each quarter the top 2-3 issues will be discussed at the SLT. Response had so far been very positive.

14.4 The OU made the decision to have online tutorials as default from September 2023 onwards which was made with limited consultation with the Association and is causing concern amongst some students. It has been raised with the OU although because of their financial situation, looked like there would not be any movement on this. Conversations continue.

## 15. ANY OTHER BUSINESS

- 15.1 Civica App – The BoT voted in the forum in favour of proceeding with the investment of the Civica Elections App. Director, Engagement will be meeting with Civica to discuss further details and confirmation on timings and investment.
- 15.2 HLM – The Deputy President awarded Student Trustee, Fanni Zombor with an Honorary Life Membership Award.

## 16. DATE OF NEXT MEETING

Tuesday 25 July 2023, 9:30am – online via Teams

<b>Action Log</b>		
<b>Item in the Minutes</b>	<b>Action</b>	<b>Action holder</b>
1.4	Strategy Development – BoT to be updated on strategy progress in the forum to ease familiarity with the team's thinking ahead of July presentation	Amy Undrell/Dan Moloney
4.3	Skills Audit - The top five risks to be added to the CEO Report. Further discussion in Teams around whether some standing items (namely CEO report/FRRC report) should be brought back to the meeting rather than solely discussed online.	Beth Metcalf/Leanne Quainton
4.4	Skills Audit – Create delegated authority and committee structure visual to aid Trustee understanding. Added to Trustee onboarding.	Beth Metcalf/Dan Moloney
4.5	Skills Audit – Further info around charity compliance to be added to CEO report and on Teams.	Beth Metcalf/Alison Lunn
4.7	Skills Audit – Trustees to speak to the CEO around any concerns around skills required or workload required of a Trustee.	All BoT
13.2	Staffing Report: Remind staff members with excessive amounts of annual leave remaining to make sure it is booked and taken before the end July.	Leanne Quainton