

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

**MINUTES**

Minutes of the meeting of the Board of Trustees (BoT) held on 25 July 2023 at 9:30am, online via Microsoft Teams.

**PRESENT**

Michael Bryan, Vice President Administration  
Laura Charles, External Trustee  
Richard Dobek, External Trustee  
Margaret Greenaway, President, and Deputy Chair  
Gareth Jones, Deputy President  
Sarah Pickersgill, Student Trustee  
Mark Price, Chair  
Charles Phua, Student Trustee  
Claire Wallace, Student Trustee  
Fanni Zombor, Student Trustee

**IN ATTENDANCE**

Natalie Baker, Observer, Vice President EDI  
Alison Lunn, Associate Director, Finance & Compliance (item 2)  
Beth Metcalf, Chief Executive  
Tom Mitchell, Observer, incoming Project Manager  
Dan Moloney, Director, Engagement  
Lucy Morris, OU Student (item 11)  
Leanne Quainton, Head of Executive Support and Staff Welfare (minutes)  
Verity Robinson, Head of EDI (item 11)  
Amy Undrell, Head of Strategy & Insight (item 1)

**APOLOGIES**

Anca Seaton, Student Trustee

**NON-ATTENDANCE**

Johnathan Doran, Student Trustee

<p><b>BUSINESS ITEMS</b></p>
------------------------------

**A. WELCOME**

A.1 The Chair welcomed Trustees to the July meeting of the Board, giving a special welcome to the two observers in attendance, Natalie Baker, Vice President EDI on

the Student Leadership Team (SLT) and Tom Mitchell from the staff team, who is starting his new role as Project Manager from 1 August.

**B. APOLOGIES FOR ABSENCE**

- B.1 Anca Seaton, Student Trustee  
Jess Smith, Associate Director, Services & Projects

**C. CONFLICTS OF INTEREST**

- C.1 None

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

- D.1 The Minutes (04/23/M) were approved.

**E. OFFICER TRUSTEE UPDATE**

- E.1 The Deputy President reported on the three headline issues faced by the SLT. Capacity and SLT engagement remained the significant problem. The resignation of the FBL Rep and the removal of the International Rep has left the team with five vacancies. There has also been a sustained period of non-engagement from the Scotland Rep. The England Rep continues to support the FBL aspect and other engaged members of the team are stepping up and taking on what is necessary to fill the other absent roles, but this would not be sustainable long term. The introduction of co-option in August, and the review of some of the roles as discussed in item 3, will help to ensure there's adequate representation across the team which will hopefully take the pressure off those individuals. The 360-onboarding review, led by Director, Engagement was highlighted as a vital piece of work that will help with retention. The project will look at recruitment and the election process and how the roles are presented, helping with misconception of roles, and ensuring well-informed students apply.
- E.2 The UCU marking and assessment boycott has been ongoing since April 2023 which has affected over 3,300 students at time of writing. Over 12,000 votes were cast in an informal polling carried out by the Association which was used to support a statement recognising the right to take part in industrial action but against this particular tactic. This did lead to a challenging period of time with the Association's relationship with UCU but eventually did lead to a joint statement calling for a return to negotiations.
- E.3 Lifelong Learning Entitlement - Focus has moved from producing a manifesto on lifelong learning to work on a general wider manifesto ahead of the 2024 General Election. Work to get wider involvement on the issue from other Student Unions has seen nearly 50 signing an open letter from the President which will be publicised in August. The SLT are now looking to get political support.

<p><b>SECTION B: ITEMS FOR DISCUSSION AND POSSIBLE DECISION</b></p>
---

## 1. STRATEGY 2023-28

- 1.1 The Head of Strategy and Insight presented the draft four-year strategy from 2023-24 to 2026-27 for approval. The Strategy Development Group had included representation from the SLT, BoT and Association Staff members and input was sought from the SLT, BoT and wider student body through consultations, surveys (including the Annual Membership Survey) and workshops. The BoT had been kept informed and consulted with throughout the process.
- 1.2 A big steer from the BoT and others, had been for the Association to do less but better, and to ensure that everything the Association does has a clear purpose for students.
- 1.3 The mission remained the same, but the vision and values had been updated as had the four strategic aims: Create a welcoming environment and champion accessibility for all; Increase engagement through evidence-based decision making; Enable students to lead, represent and advocate; Embrace change to ensure we are future facing and sustainable. To meet those strategic aims, objectives had then been set to support and achieve the overall vision.
- 1.4 A question was asked around the success of the last strategy cycle and what the Association had learnt from it. Associate Director, Engagement confirmed that they were keen to not reinvent the wheel of the last strategy and that a lot of good things were still relevant and had been encapsulated and given different emphasis where needed. The areas identified that had been missing in the previous, were EDI and the reach/engagement with different audiences, as well as an emphasis on being a student led organisation, so these aspects were prominent in the new strategy. Working with KPI data differently will also be important and ensuring that we are measuring and homing in on the data that matters to identify where resources should be best focused.
- 1.4 The Head of Strategy and Insight confirmed that this new strategy will be adaptable and not as prescriptive as the previous, and that there is space and budget available for new ideas from the next team of elected student leaders. This allows for a much more flexible strategy, that allows for elected teams to have more impact on their Association.
- 1.5 Digital Infrastructure was raised and ensuring the Association was validating its reach and getting the right feedback from students. It was confirmed that the objective 'Embrace change to ensure we are future facing and sustainable' reflects the desire for that two-way conversation and having the opportunity to assess the KPI's across the board and review the spaces we collect evidence from and how they are used, to ensure data is being utilised.
- 1.6 The next steps will be the communication plan with stakeholders, design structure and launch of the strategy, which will be scheduled for October following approval by OU Council in October. In the meantime, KPI's will be worked up and the activities and projects underpinning the objectives will be identified.
- 1.7 **RESOLUTION:** Trustees approved the Association Strategy 2023/24-2026/27.

## 2. DRAFT BUDGET 2023-24

- 2.1 Associate Director, Finance & Compliance presented the draft budget for 2023/24. Overall, the plan allowed for an in-year overspend of up to £91,000 because of 2023-24 being a Conference year in which 50% of the cost was funded from the current year's subvention allocation. In addition, the Board had given prior approval to funding from reserves for individual representation and for investment in the development of the Civica election app. These costs funded from reserves were offset by the staff savings identified from the agile working applications approved in April as well as from savings realised by moving governance meetings to hybrid/online. Only £33,000 had been allocated expenditure, leaving £58,000 contingency to allow for that flexibility for more projects aligned with the strategy as the year progresses and activities emerge.
- 2.2 The Association will be carrying over £1.7million in cash reserves from 2023-24 with £1.5million of that currently in fixed term deposits. The Chief Executive thanked the Associate Director Finance & Compliance for implementing the investments and steering the Board through this for the first time, as it has resulted in a substantial one-off income for the Association.
- 2.3 Associate Director Finance & Compliance confirmed that 5.35% inflation had been applied to the payroll costs was in line with the OU's calculation. She assured that staff payroll cost were built on person-by-person basis, considering exact pay awards and pension contributions so were as accurate as could be. Pension contributions may reduce in December so there may be a cost saving on top of any staff members leaving and the inevitable cost saving in the gap of recruiting and a new member starting on a lower point in the salary scale.
- 2.4 The Association's finance accounting package is currently in the process of migrating to a new accounting software that will go live from 2 August for transaction purposes, but budget holders won't be set up until September/October once full training is given.
- 2.5 The shop's annual income was reported as approx. £79,600 but with additional commission due, it is likely to end the year just under £80,000. This was managed by closing the shop early to ensure it didn't go over the threshold. Because of this the same amount had been budgeted for next year however the team are looking at ways to boost turnover significantly beyond the £80,000 necessitating becoming a separate trading company again.
- 2.6 Trustees discussed the balance of maintaining the budget and financial sustainability against using reserves to spend enough to meet objectives. It was confirmed that the Association had been conservative with spend with the uncertainty of the OU's finances and naturally increasing our reserves through the loss of activities during the pandemic, the move to hybrid ways of working, as well as the exam paper replacement income. Trustees agreed that it was worth exploring any one-off expenditures for projects or systems that could help staff and support operations going forward. They agreed that the budget had built in flexibility so ideas that would help deliver the strategy should not be restricted if they come forward.
- 2.7 Associate Director Finance & Compliance suggested that having previously invested on low-risk outcomes, with the significant reserves, longer term deposits could now be explored. A Trustee suggested whether funds could be used to invest into the

shop to assist them to exceed the £80,000 limit and offset the cost of setting up a separate trading company. Revising corporate partnerships could also be looked at.

2.8 **RESOLUTION:** Trustees approved the budget for 2023/24

### 3. GOVERNANCE REVIEW UPDATES

3.1 The Chief Executive highlighted that this report detailed the progress of the governance review work as well as asking the Trustees to discuss potential changes to some of the vacant and over-worked roles to assist the SLT with point G in the report - Implement changes to bring particular expertise into the team and spread workload. As previously heard from the SLT members on the board, there are some roles with too wide a remit to be manageable for volunteers. It was proposed to make changes for a one-year trial, prior to the 2024 student Elections.

3.2 The current vacant VP Student Support role would change to VP Student Welfare and shared, cross-working would be done with VP EDI, who currently has a very wide remit. Discussions had been had with the two other roles with high workload, VP Engagement and VP Education. It was proposed to create a third role that sits between the two that splits academic representation and student voice to allow the SLT the opportunity to go and seek student views, whilst still representing students on committees, changing the three roles to VP Academic Student Voice, VP Student Representation and a VP for Campaigns and External Affairs.

3.3 The proposal then went on to introduce a Postgraduate Research Rep as those students have very particular issues that are not currently represented adequately on the SLT to fully understand their requirements. Following discussions with the England Rep, it was proposed to remove that role in the next full elections, due to a lack of remit. The current post holder had advised that much of her role had been spent covering the FBL vacancy due to the lack of responsibility and direction in the England Rep remit. Finally, the proposal set out to potentially remove the Europe rep in the next elections. This role had always been a difficult position to fill due to lack of a call for involvement and most commonly students using their faculty reps for support. The OU also not having any dedicated resource of contact for Europe made the role difficult, often resulting in vacancies or post holders becoming unengaged.

3.4 It was confirmed that these changes would not alter the overall numbers on the SLT and as co-opted for only a year, there would be time to assess the benefits prior to the next elections. It was noted that these would be done at the same time as the main co-option planned to August.

3.5 Trustees agreed that changes seemed logical with the current struggles with retention and the balance of work being disproportionate across some roles.

3.6 **RESOLUTION:** Trustees approved the trial of the co-option of the two new roles.

3.7 **RESOLUTION:** Trustees approved the removal of the England Area Rep role and delegated authority to the SLT and staff team to develop the role descriptions.

3.8 **ACTION:** There were mixed views on the status of the Europe Rep. It was agreed that the two absent Trustees would be approached for views before a decision could be made.

- 3.9 The Chief Executive asked Trustees to consider whether to continue with Governance Review Recommendations L (Limiting Terms to 6 Consecutive years) that had reached a 70.73% vote at Conference and Q (adjusting the Composition of the Board to 4 of each, ex-officio student officer, appointed student trustees and appointed External Trustees).
- 3.10 Trustees all agreed that time and resource was currently best spent elsewhere on other priorities, reiterating the difficulty in retaining SLT members rather than it being an issue of being on the Team for too long. The Chair felt that the current composition of the Board was working very well, also noting how difficult it was to recruit external trustees.
- 3.11 **RESOLUTION:** Trustees approved to discontinue work on these recommendations at this time.

<b>STANDING ITEMS</b>
-----------------------

**4. CHIEF EXECUTIVE REPORT**

- 4.1 This item was of a confidential nature and has therefore been reserved to the confidential section of the minutes.
- 4.2 A comment was raised regarding the impact of staff taking reduced hours given that some teams are struggling with capacity. It was confirmed that only one member of staff had reduced their hours, the rest were due to start after 1 August. It was clarified that none of the teams with capacity issues had staff members reducing their hours.
- 4.3 The report was received.

**5. FINANCE, RESOURCES & RISK COMMITTEE REPORT**

- 5.1 The report was received.

**6. OUSET ANNUAL REPORT**

- 6.1 The report was received.

**7. APPOINTMENTS COMMITTEE REPORT**

- 7.1 The report was received.

**8. STRATEGY PERFORMANCE REPORT**

- 8.1 The Chair queried the reduction in number of Clubs. It was confirmed that a recent review and audit of all the Clubs had taken place as some had become unresponsive. Some of the older clubs were finding the new system and procedures of clubs difficult, therefore decided to drop out. There will be a big promotion of the Clubs as part of Freshers therefore it is hoped that numbers will increase in the autumn.

8.2 The report was received.

## **9. EDI & GROUPS REPORT**

9.1 The report was received.

## **10. STAFFING REPORT**

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

<p style="text-align: center;"><b>UPDATES &amp; DISCUSSION ITEMS</b></p>
--

## **11. LIFE AS AN TRANS OU STUDENTS**

11.1 An OU student who identifies as Trans-female joined the meeting for this item to talk to Trustees regarding recent issues the trans community were facing with certain groups within the OU. This community had recently been feeling let down following pointed conversations on the forums around the Gender Critical argument and not feeling safe as students. On the back of these issues the Association sought legal advice and has since requested them to revisit the advice received and whether we can move on our risk tolerances. A Trans Inclusion Statement and a definition of Transphobia has been drafted that can be published and used when required to call out any unacceptable behaviour. Trustees asked Lucy and the rest of the community to keep the dialogue open and to highlight when things happen as we don't always see them. The Chief Executive and board confirmed that the Association was dedicated to working on this together.

11.2 Lucy left the meeting.

11.3 Trustees agreed that it was powerful to receive this information firsthand and the work that the EDI Team are doing in education, improving the support networks, and managing those expectations is a positive step. The EDI team will update the BoT in due course.

## **12. ANY OTHER BUSINESS**

12.1 Effectiveness Review – The BoT Effectiveness Review will be held over the Summer. The short survey will be posted in the Team space.

## **13. DATE OF NEXT MEETING**

Tuesday 10 October 2023, 9:30am – Hybrid, on Campus and online via Teams

<b>Action Log</b>		
<b>Item in the Minutes</b>	<b>Action</b>	<b>Action holder</b>
3.8	Governance Review – due to a split vote, Anca Seaton and Jonathan Doran to be asked for views on removal of the Europe Rep.	Beth Metcalf/Mark Price