

MEETING MINUTES

Description:	Trustee Board meetings		
Date:	Wednesday 06 April 2020	Time:	17:30 – 19:30
Chair:	Lauren Corelli (President Elect)	Location :	Zoom
Trustees present:	<p>Mona Mounir (Welfare and Liberation Officer) Beth Lowe (Campaigns and Activities Officer) Pradeep Thatai (External Trustee) Emily Collinsbeare (External Trustee) Stephen Norton (External Trustee) Eireann Attridge (External Trustee) Hamza Taouzzale (Student Trustee) Saif Ul Abideen (Student Trustee) Sam Mandi-Ghomi (Student Trustee)</p>		
Staff present:	<p>Ed Nedjari (Interim Chief Executive) Lisa Ronson (Finance Manager) Oliver Roscoe (Head of Commercial) Denisa Turturea (Office Coordinator) (minutes)</p>		
Apologies:	<p>Howard Littler (Student Voice Manager) Joe Leam (President)</p>		

Minutes

Ref.	Item	Summary Points	Action
1	Welcome and Introductions	<p>Three new Trustees were welcomed and introduced to the Board – EA, EC, and SN. A separate meeting was proposed to be organized for Trustees to get to know each other.</p> <p>It was announced that, following a vote prompted by a concluded investigation, a Student Trustee was voted to be removed from their position on the Trustee Board. Their contributions were much appreciated.</p>	<p>Organize casual TB meeting. (AI ref. 1)</p>

2	Declarations and to note any possible conflict of interest	Nothing to note.	
3	Minutes from last meeting and Subcommittees	<p>Minutes from the approved.</p> <p>Action updates were provided:</p> <ol style="list-style-type: none"> 1. It was noted that COVID-19 put the College's Evolving Goldsmiths on the backburner. A brief description of Evolving Goldsmiths was provided for new Trustees – Goldsmiths was £10mil in deficit and had offered a plan to save funds which meant numerous losses such as cuts across the college departments. The COVID-19 situation could allow the College to reflect on its approach to roll it out. It was thought that the next steps for the College would be to organize an internal meeting within the upcoming 3 weeks where the next steps on the project would be determined. 2. Pushed to next meeting. 3. The Chief Executive provided an update stating that it would be difficult to create or update KPIs since not much would be able to be achieved. The COVID-19 situation could provide GSU with the opportunity to focus on its strategy and objectives going into the upcoming year. It was suggested to think about what GSU would look like when onsite working would resume. A timeline was suggested to be created as soon as the COVID-19 situation would slow down. 6. De-prioritized. 	Create GSU strategy review timeline. (AI ref. 2)

		<p>7. Completed.</p> <p>8. Completed</p> <p>9. Incorporation pack previously circulated. EN to circulate again to new Trustees. Incorporation discussed later during the meeting.</p> <p>10. Nursery pack to be shared with the incorporation pack.</p> <p>11. It was noted that a conversation took place regarding the nursery income and taxable monies – some guidance came out of it. Discussed later during the meeting in agenda item 15, ‘Incorporation’.</p> <p>12. It was noted that the President was still off sick and the HR Manager left their position in March 2020. Discussed later in agenda item 12, ‘Interim HR Arrangements’.</p> <p>13. Sent before new Trustees started. EN to share with new Trustees.</p> <p>14. It was noted that the creation of the Liberation policy would commence as soon as possible. The importance of including the Trustee Board’s (TB) perspective and ensuring that the document would get regularly revisited was highlight. Ensuring that GSU was reflective on its practice in being the leading SU for liberation.</p> <p>15. Minutes of the meeting on 05 February 2020 were appropriately updated once the decision over email was made. It was agreed that a full-time</p>	<p>Share incorporation and nursery pack with new Trustees. (AI ref. 3)</p> <p>Share NCVO report. (AI ref. 4)</p>
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		adviser position would be funded until 31 July 2020.	
4	Declarations Any Other Business Items	Nothing to note.	
5	Housekeeping and Calendar of Business	The Chief Executive stated that elements of the Calendar of Business were irrelevant – there was a need to reprioritise items and assess deadlines that would be missed due to the COVID-19 situation. The Chief Executive alongside the Education Officer and the Office Coordinator would look over the Calendar of Business and decide what would be dropped off.	Rethink Calendar of Business. (AI ref. 5)
6	Officer Updates	<p>The Officers stated that they were mainly involved in UCU strikes dealings and Evolving Goldsmiths responses leading up to the COVID-19 situation.</p> <p>For the previous 2 weeks, the Sabbatical Officer Team mobilized and focused their efforts on the COVID-19 situation.</p> <p>GSU was able to be involved in some groups and meetings with the College – although a lot of questions were left unanswered, some were answered.</p> <p>It was noted that a few usual College meetings and boards still happening but the main focus was around COVID-19 and attempting to get answers.</p> <p>The Welfare and Liberation Officer noted that they would sit on the Against Sexual Violence board alongside other virtual meetings. They also attended the NUS virtual Conference with the Chair.</p>	

		<p>The Campaigns and Activities Officer discussed interview panels they sat on, their work with providing student leaders the opportunity to offer their activities online as well as facilitate that. They also gathered support for students dealing with rent problems. Additionally, they were receiving lots of queries from students but it proved to be hard to provide answers without all the details from the College and government.</p> <p>The Sabbatical Officers noted that they attempted to follow NUS' demands in dealing with the COVID-19 situation – trying to win as many provisions for students as possible – on the national level as well as local with Goldsmiths.</p>	<p>Circulate NUS COVID-19 demands. (AI ref. 6)</p>
7	<p>Chief Executive Report</p>	<p>Chief Executive noted that the report discussed was a top level overview of the occurrences of the previous period.</p> <p>HR Manager left their role on 17 March 2020.</p> <p>A Student Trustee was removed from their role and a part time Officer was suspended following an investigation around an incident that took place in November 2019.</p> <p>The Chief Executive discussed an email from Warden. It stated that the College were unsure of their financial position going into the following financial year. There were concerns around GSU's grant for the following year and what that would mean for GSU's structure and goals. It was noted that a grant meeting with the College was scheduled for April 2020 – there were uncertainties on whether there would be some room for discussion regarding the grant.</p>	

		<p>The Chief Executive and Chair had previously discussed the creation of a COVID-19 task force – a smaller, more flexible and agile group that could deal with various questions and challenges throughout the COVID-19 situation. It would contain at least one Trustee, the CEO, Finance Manager and a Sabbatical Officer. It would be a more regular meeting, every week or two. There was a suggestion by a Student Trustee to set this up as a weekly 30-minute meeting.</p> <p>External Trustees also expressed their agreement with the establishment of the task force. The Chief Executive and Chair to organize COVID-19 response group and discuss via email.</p> <p>The Chief Executive noted that the staff team and Sabbatical Officers were adjusting to the COVID-19 situation very rapidly and effectively. Congratulations and thanks were sent their way.</p> <p>An External Trustee asked a question about the attendees of the grant meeting in April 2020. The Chief Executive replied that it would be himself, the Finance Manager, and 2 Sabbatical Officers. A reforecast budget and potential budget would have to be presented. External Trustees hadn't generally attended the meetings, however, it was noted that it would be positive to bring an External Trustee along. The Chair was in agreement.</p>	<p>Organize COVID-19 response group. (AI ref. 7)</p>
8	Furloughing Staff	<p>The Finance Manager worked on finding the end of year total. By furloughing all commercial staff including the nursery team, GSU would still be £70k in deficit.</p>	

		<p>It was noted that some decisions would need to be made around furloughing more staff.</p> <p>The Finance Manager was working on the assumption that GSU would be furloughing staff at 80% but then topping them up the additional 20% from the organization.</p> <p>Government would reimburse 80% of their salaries plus 80% pension contributions. 80% capped at £1250 a month.</p> <p>The aim would be to furlough enough staff to get to a number so that GSU was not be in a deficit.</p> <p>Since there would be no income coming in from the commercial outlets, staff from there would be Furloughed: all bar staff, all café staff, all nursery staff (excluding the Nursery Manager and Head of Commercial).</p> <p>Final figures after those furloughs brought GSU to £67k in deficit.</p> <p>Only able to Furlough people on payroll starting February 2020.</p> <p>The Chief Executive noted the importance of thinking about GSU's most vulnerable students and that adequate provisions would be in place for them. Eg furloughing advice team would be almost impossible.</p> <p>The Chief Executive spoke with other SUs and there is a trend of SUs ending up in deficits at the end of the financial</p>	
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		<p>year. He also noted that some SUs also have more support from their College so there were plans to try and get more support from Goldsmiths. However, when taking into consideration the previously discussed email from the warden, there were doubts about this.</p> <p>An External Trustee asked how long staff would be furloughed. The Finance Manager stated that it would be in rounds of 3 weeks so it could be done in rotations. It was noted that the government offered 3 months of support.</p> <p>The Chair had a question surrounding the figures and what it would look like to Furlough at 80%, without GSU's 20% top up. The Finance Manager answered that, with reforecast numbers, would result in an additional £10k. So, costs £10k to top up all Furloughed staff.</p> <p>Staff could not be forced to be Furloughed – their approval was needed.</p> <p>Lots of discussions would need to take place around who would get Furloughed and who wouldn't.</p> <p>No official guidelines were released by the government surrounding Furloughing in charities. There were hopes for more information to be provided after the April holidays.</p> <p>The Chief Executive and Finance Manager would look into furloughing staff and who would get furloughed – a list would be created. Trustee approval would then be needed to move forward.</p>	
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9	<p>Financial Update / Reforecast, Management Accounts</p>	<p>The Finance Manager had asked all managers to feed into a reforecast for the upcoming 4 months. They rushed through the March management accounts to get to the final deficit number.</p> <p>The Finance Manager was working on a cashflow to see where GSU would end up at the end of July 2020. There was a potential to end the year in a deficit,</p>	

		<p>however, it was noted that GSU could not run out of cash.</p> <p>Reforecast stripped out more outgoings – commercial not making any money but not spending money either, apart from salaries.</p> <p>Certain subscriptions (comms) were still being paid, otherwise, no income and very little expenditure.</p> <p>There was money set aside for new Sabbatical Officer training as well as money put aside for the Development and Communities team to continue doing work during the COVID-19 situation.</p> <p>Included in the £67k deficit was also the legal line – culture review, pay framework etc (around £15k). The potential to defer these costs to following year was noted. Therefore, £15-10k could be taken out.</p> <p>It was noted that until GSU know what grant it would be getting from the College, management were unable to plan what functions would be delivered in the following academic year.</p>	
10	Top-Line Overview of current situation	Agenda item not discussed as all details were present in agenda document.	
11	Trustee COVID-19	Agenda item not discussed as all details were present in agenda document.	

12	Interim HR Arrangements	<p>The Chief Executive discussed interim HR support.</p> <p>A part-time HR Manager left in March 2020.</p> <p>It was noted that an Interim HR function was needed to provide support to GSU staff during the COVID-19 situation. External Trustee experience would also be sought.</p> <p>Queen Mary SU stated that they had an HR person who worked with an HR firm that would be happy to help GSU. That staff member was Head of HR and understood HE.. The consultant would not be a running cost since they would be paid only for work done.</p> <p>The Chair asked for more details surrounding the appointment. The Chief Executive answered that they would be on a consultant basis but accessible by all staff. Cost not expected to be more than a part time HR Manager. Ideally, the consultant would start after the April 2020 holidays. There was a general consensus that HR help was needed during the COVID-19 situation.</p>	
13	Commercial Update	<p>The Head of Commercial provided commercial updates.</p> <p>It was noted that commercial lost 6 hires in one month. Contacted suppliers and tried to get a cost reduction where possible. Majority of suppliers were providing reductions. They were about to sign a contract for regular Sunday meetings of £540 a week but had to fall through.</p>	

		<p>Furlough was planned for the whole team and come back online when situation changes – there were hopes for a September opening.</p> <p>Generally, commercial had exterior inhibiting factors – strike actions in 2 rounds. 1st round saw decrease in sales of 52% (£34k), 2nd round did not have the finalized figures but assumed it was around the same.</p> <p>Staff sickness, repeat recruitment etc also contributed to the decrease.</p> <p>A burst water pipe resulted in shut down of one week.</p> <p>A commercial manager on long term sickness during so time operational duties had to be cut with Student Staff loss.</p> <p>COVID-19 drastically affected sales – started seeing effect around 16 March 2020.</p> <p>Figures shown in agenda item documents up until March 2020 – correlated with timeline of external inhibiting factors.</p> <p>The team was down 24% on sales from budget.</p> <p>£8k reduction in line with reduction sales.</p> <p>Student Staff increase to cover Food and Beverage Manager cost £4k.</p> <p>Lots of operational changes were noted in the café and lounge – moved away</p>	
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		<p>from purchasing produce and creating more in house.</p> <p>Sales on café down on budget by just over 20%.</p> <p>Department 5 struggled from outset recruitment wise – recruited, trained and then staff left. A significant amount of effort was noted to have been spent on recruitment and training.</p> <p>A closer monitoring of waste was also noted. There was a large wastage of produce due to building closure – £4k wasted produce.</p> <p>Shop down on budgeted income by 14%.</p> <p>Online shop project was pending.</p> <p>The Lounge and Taxi Fares documents were proposed to be discussed at a later Trustee Board since the COVID-19 situation took priority. Their impact could be discussed in more detail then. All agreed.</p> <p>The Head of Commercial presented a proposal for reworking how things were done. Insufficient dry space for events was noted. This proposal would reduce operating costs by around £20k and allow evening time dry stakes on first floor. They suggested it would be useful in avoiding uncertain situations alongside reducing operating costs.</p> <p>There was a general consensus to focus the meeting on agenda items that fit within the context of the COVID-19</p>	
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		situation. Therefore, nothing was approved, only discussed.	
14	College Position Regarding COVID-19	Update on the College's position regarding COVID-19 planned to be provided by the Student Voice Manager via email.	Provide update on College position via email. (AI ref. 10)
15	Incorporation	<p>The Chief Executive stated that GSU aimed to incorporate by 31 July 2019. Incorporation would be a way of mitigating risk for Trustees and changing what the organization's public and private liability would be. GSU was not incorporated at the time of minuting.</p> <p>Considering the COVID-19 situation, the Chief Executive was unsure if that was still a goal to work towards.</p> <p>Wrigley's, GSU's solicitors, advised that incorporation could still go forward with lower costs (from £10k to around £6k). EN to send round Wrigley's advice.</p> <p>Would be ideal for GSU to be done by the end of financial year to not create 2 sets of accounts.</p> <p>When changing from one organization to another (due to incorporating), if staff still furloughed by then, there would be potential that government wouldn't honour furlough since staff would technically not have worked at the organization since February 2020 since it would be technically new.</p> <p>Trustees were asked to think about whether to continue with incorporation or deferred for another year.</p>	Share Wrigley's advice. (AI ref. 11)

		<p>The Chair clarified that the main areas that needed to be thought about when considering whether incorporation should go ahead were: Furloughed staff, relationship with College and financial risk of incorporation taking into account GSU's potential deficit due to COVID-19.</p> <p>An External Trustee suggested to let the College know of GSU's situation in regard to incorporation and the possibility of postponing it during the grant meeting in April 2020. All Trustees agreed with this approach. Chief Executive agreed with this approach and noted that this conversation should happen sooner rather than later. EN to talk to College about GSU's stance on postponing incorporation.</p> <p>Incorporation was suggested to be put at the top of priority list after the COVID-19 situation, not on the backburner for another year.</p> <p>The Finance Manager stated that the reason to wait another year would be to avoid additional audit costs, however, this would be reviewed.</p> <p>The Chief Executive to write draft on incorporation proposal that would be presented to the College in April 2020 and circulate.</p>	<p>Discuss incorporation delay with College. (AI ref. 12)</p> <p>Curate and circulate incorporation proposal draft. (AI ref. 13)</p>
16	Any Other Business	<p>The Chair suggested that moving forward, while the President was off indefinitely, the delegated scheme of authority should be reviewed. It was suggested to identify spaces where the President's input was necessary and</p>	

		<p>ensure that LC was added to those spaces.</p> <p>It was suggested to appoint a second deputy chair if LC unable to attend meetings.</p> <p>The Chair to speak further with the Chief Executive and Office Coordinator about identifying other spaces where the President's input was necessary to have LC attend instead alongside assigning a new deputy chair.</p> <p>All in agreement to go ahead with this.</p>	<p>Discuss input spaces and deputy chair. (AI ref. 14)</p>
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Action Items

Ref.	Action Item	Action / Decision	Action By	Due Date
1	Create GSU strategy review timeline	The COVID-19 situation could provide GSU with the opportunity to focus on its strategy and objectives going into the upcoming year. It was suggested to think about what GSU would look like when onsite working would resume. A timeline was suggested to be created as soon as the COVID-19 situation would slow down.	EN & Sabbs	ASAP
2	Organize casual TB meeting	A separate meeting was proposed just for Trustees to get to know each other. MM to plan.	MM	ASAP
3	Share incorporation and nursery pack with new Trustees	Incorporation pack previously circulated. EN to circulate again to new Trustees alongside nursery pack.	EN	ASAP
4	Rethink Calendar of Business	The Chief Executive stated that elements of the Calendar of Business were irrelevant – need to reprioritise items and assess deadlines that may be missed due to COVID-19 situation. EN, DT and LC to look over it and see what needs to be dropped off.	EN, DT & LC	ASAP
5	Share NCVO report	NCVO report sent around before new Trustees started. EN to share with new Trustees.	EN	ASAP
6	Circulate NUS COVID-19 demands	Attempted to follow NUS' demands in dealing with the COVID-19 – trying to win as many provisions for students as possible – on the national level as well as local with Goldsmiths. Sabbs to circulate NUS demands during COVID-19.	Sabbs	ASAP
7	Organize COVID-19 response group	Chief Executive and Chair had previously discussed COVID-19 task force – smaller, more flexible and agile group that could deal with various questions and challenges	EN & LC	ASAP

		through the COVID-19 situation containing at least one Trustee, CEO, Finance Manager, and a Sabb. The Chief Executive and Chair to organize COVID-19 response group and discuss via email.		
8	Create staff Furlough proposal	EN and LR would look into Furloughing staff and who would get furloughed – list to be created. Trustee approval would then be needed to move forward.	EN & LR	ASAP
9	Look into Funders for London information	Funders for London website contained information supported by DFCS relating to smaller charities that could provide guidance: https://londonfunders.org.uk/ EN and LR to look into this.	EN & LR	ASAP
10	Provide update on College position via email.	Update on the College's position regarding COVID-19 planned to be provided by the Student Voice Manager via email.	HL	ASAP
11	Share Wrigley's advice	Wrigley's, solicitors, advised that incorporation could still go forward with lower costs (from £10k to around £6k). EN to send round Wrigley's advice.	EN	ASAP
12	Discuss incorporation delays with College	External Trustee suggested to let College know of GSU's situation in regard to incorporation and the possibility of postponing it during the grant meeting in April 2020. Chief Executive agreed with this approach and noted that this conversation should happen sooner rather than later. EN to talk to College about GSU's stance on postponing incorporation.	EN	April 2020
13	Curate and circulate incorporation proposal draft	EN to write draft on incorporation proposal that would be presented to the College in April 2020 and circulate.	EN	April 2020

14	Discuss input spaces and deputy Chair	The Chair to speak further with the Chief Executive and Office Coordinator about identifying other spaces where the President's input was necessary alongside assigning a new deputy chair.	LC, EN & DT	ASAP
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