

**OPEN UNIVERSITY STUDENTS ASSOCIATION
BOARD OF TRUSTEES (BoT)
23 July 2024**

MINUTES

Minutes of the meeting of the Board of Trustees (BoT) held on 23 July 2024 at 9:30am, online via Microsoft Teams and in Library Seminar Room 1/2 on OU Campus, Milton Keynes.

PRESENT

Michael Bryan, Vice President Administration
Johnathan Doran, Student Trustee
Margaret Greenaway, President, and Deputy Chair
Allan Measures, External Trustee
Fanni Nicoll, Student Trustee
Mark Price, Chair
Charles Phua, Student Trustee (part)
Claire Stibbon, External Trustee
Mark Walker, Deputy President
Claire Wallace, Student Trustee

IN ATTENDANCE

Natalie Baker, President Elect
Kelly Corker, Student Trustee Elect
Lily Joale, Student Trustee Elect (part)
Beth Metcalf, Chief Executive
Dan Moloney, Director, Engagement
Gearoid O'Bravender, Student Trustee Elect
Matt Porterfield, Student Elect
Leanne Quainton, Head of Executive Support and Staff Welfare (minutes)
Adelaide Ribaud, Student Trustee Elect
Jess Smith, Associate Director, Services & Projects
Andrew Wilson, Deputy President Elect

NON-ATTENDANCE

Anca Seaton – Student Trustee

<p>BUSINESS ITEMS</p>

A. WELCOME

A.1 The Chair welcomed Trustees to last meeting of the current term. He welcomed the new incoming Trustees who were in attendance observing the meeting prior to the

2024-26 term commencing on 1 August.

B. APOLOGIES FOR ABSENCE

B.1 None

C. CONFLICTS OF INTEREST

C.1 None

D. MINUTES OF PREVIOUS MEETING AND MATTERS ARISING

D.1 The minutes and confidential minutes (04/24/M) were approved.

E. OFFICER TRUSTEE UPDATE

The President, Deputy President and VP Administration reported on the success of Conference, noting that all resolutions were passed. The outgoing and incoming SLT attended a Handover weekend which included the final SLT meeting and the first SLT awards that recognised student volunteer contributions over the term. In amongst the many awards, Natalie Baker was recognised for her role in EDI and accessibility work, Lou Robinson as both student voice and sustainability champion, Gareth Jones received Student Rep of the Year and Michael Bryan as Unsung Hero. Outgoing SLT members have prepared concise handover documents to aid the incoming team with the induction process. Despite nearing the end of their term, the team remains fully engaged and committed to their responsibilities.

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

1. FINANCE REPORT

- 1.1 The Chief Executive gave an overview of the finance report and budget, stating that the Association is on track with income and is forecasting an underspend of approximately £157,000 this year. The main contributors to the surplus include the reduction in pension contributions, reduced cost of delivering a primarily online Conference, in-year savings as a result of voluntary staff reductions to working hours and budget slack within some individual budgets.
- 1.2 The Chief Executive reported on the performance of the OU Students Shop, noting that over the last two years it had nearly reached the £80k tax-free trading cap, resulting in closing the shop early last year to avoid corporation tax liability. This year, the shop had exceeded the cap, with expected profits of £87,000, promoting discussions with our legal providers regarding the resulting tax liability. It has become clear that the shop's operating model needs to be reviewed and alternative models investigated.
- 1.3 Trustees were asked to approve £8,000 for a comprehensive tax review of the Association. The review would encompass many areas including: examining all sources of income to ensure correct VAT application; review of available tax reliefs; and a review of the costs currently being incurred and expected to be incurred going

forward. Additionally, Trustees were asked to approve staff prioritising a full review of the current trading position. This review would explore all options, including the applicability of the trading cap, ceasing some or all trading, exploration of print on demand, student enterprise pop-up shop models and creation of a trading subsidiary.

1.4 Trustees agreed a review into the shop was necessary. They generally supported the idea of the print on demand model but emphasised the importance of maintaining high customer service standards. Other issues to consider were certain products not being suitable for print on demand, which may necessitate retaining warehouse stock and associated costs. Additionally, the review should explore new revenue streams to maximise profitability.

1.5 **RESOLUTION:** Trustees approved the Tax Review of the Association at £8,000

1.6 **RESOLUTION:** Trustees approved the full review of trading activities.

2. **DRAFT BUDGET 2024 - 25**

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

3. **CONFIDENTIAL ITEM**

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

STANDING ITEMS

4. **CHIEF EXECUTIVE REPORT**

4.1 VP Administration explained the idea of the optional buddy scheme for the incoming trustees. The scheme would pair incoming Trustees with outgoing trustees as part of their induction and would include an opportunity to meet before the next meeting to review and discuss papers and generally answer any queries the new Trustee had.

4.2 **ACTION:** Chief Executive to post further details onto MS Teams and to ask for interest before pairing-up as necessary.

4.3 Associate Director Services and Projects gave a brief update on ongoing situation with the Friends of Palestine Club.

5. **2024-26 BoT Meeting Dates**

5.1 **ACTION:** Discussions to continue online with the incoming Trustees.

6. **EDI & GROUPS REPORT**

8.1 The report was received.

7. **STRATEGY REPORT**

7.1 A request was made to review the format of the schedule, as a Trustee found it exceedingly difficult to read. It was noted that the implementation of Power BI will improve these reports.

7.2 The report was received.

8. STAFFING REPORT

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

UPDATES & DISCUSSION ITEMS

9. WHAT'S COMING UP

9.1 The Chief Executive presented the five primary areas that the incoming Trustees will focus on during the 2024-26 term.

9.2 Rebrand exercise of changing the Association's trading name to OpenSU. Trustees were thrilled of this change that marks a new era for the Association which aims to increase engagement. The Chief Executive confirmed that the consultation is anticipated to run towards the end of the year allowing students to provide input, with the launch planned for early 2025.

9.3 Election for EDI roles. Following students voting to introduce 3-5 new EDI roles, elections will take place in 2025 and tie in with a by-election for any vacant positions.

9.4 Campaigns for Curriculum Protection and Neurodivergent Support. Students voted for the Association to campaign to ensure the OU protects its rich and diverse curriculum and to provide support for neurodivergent students to obtain diagnosis.

9.5 Elections and Conference Review. An evaluation of the new Conference format together with the elections process will be conducted to identify what worked well, with areas for improvement.

9.6 Demonstrating Impact and Value. Continued efforts to demonstrate the Association's impact and value are crucial, especially given the changing landscapes and funding cuts.

10. ANY OTHER BUSINESS

10.1 The Chair thanked the Trustees who were leaving this term, expressing appreciation for their time and effort over the past two years. He encouraged continued involvement and looked forward to working with both the continuing trustees and the incoming team starting in August.

11. DATE OF NEXT MEETING

Tuesday 22 October 2024, 9:30am – Hybrid, on Campus and online via Teams

Action Log		
Item in the Minutes	Action	Action holder
4.2	CEO Report – Buddy Scheme: Chief Executive to post further details onto MS Teams and to ask for interest before pairing-up as necessary.	Beth Metcalf
5.1.	2024-26 BoT Meeting Dates: Continue discussion to confirm dates on MS Teams.	Leanne Quainton / All Trustees