Imperial College Union
Board of Trustees

Minutes of the 2pm Board meeting held on 23 July 2025 in MR3, Beit Building

1. Welcome & Introductions

SR welcomed everyone to the meeting, including incoming trustees as invited observers:

Trustees Present

Stephen Richardson	(SR)	Lay Trustee (and Chair of the Board of Trustees)
Dot Griffiths	(DG)	Lay Trustee
Nick Marley	(NM)	Lay Trustee (and Chair of Finance, Audit & Risk)
Jane Coulson	(JC)	Lay Trustee
Camille Boutrolle	(CB)	Officer Trustee (Union President)
Christian Cooper	(CC)	Officer Trustee (Deputy President Clubs & Societies)
Nico Henry	(NH)	Officer Trustee (Deputy President Welfare)
Stephanie Yeung	(SY)	Officer Trustee (Deputy President Finance & Services)
Emina Hogas	(EH)	Officer Trustee (Deputy President Education)
Amandine Beaugé	(AB)	Student Trustee
Yi Yang	(YY)	Student Trustee
Ed Bird	(EB)	Student Trustee
Monica Jin Yang	(MJY)	Student Trustee
Anthea MacIntosh-LaRocque	(AML)	Union Council Chair

Staff In Attendance

Tom Newman	(TN)	Managing Director
Peter Greaney	(PG)	External Director of Finance
Cat Turhan	(CT)	Director of Membership Services
Rob Pegg	(RP)	Director of Commercial Services
Ashley Cory	(AC)	Director of Support Services
Clem Jones	(CJ)	Governance & Executive Manager

Incoming Trustees In Attendance

Tom Gordon	(TG)	Officer Trustee-elect (Deputy President Activities)
Lilia Evans	(AB)	Student Trustee-designate
Yasmin Baker	(YB)	Student Trustee-designate
Anson To	(AT)	Officer Trustee-elect (Deputy President Welfare)

SR invited incoming trustees to contribute to the meeting's discussions, noting the only restriction to be that they may not vote on any item.

Apologies for Absence

NOTED from Phil Power (PP) and Genevieve Landricombe (GL), noting also that GL had sent in comments in advance which can be fed into discussion. Noted that incoming trustees Basit Khan and Sai Venkateshwaran had also been invited but had sent apologies due to being away from London at this time.

2. Approval of the Draft Minutes of the Previous Meeting of 28 May 2025

APPROVED as an accurate record of proceedings.

3. Matters Arising Not Covered Elsewhere (Action Tracker)

i. SR noted that the Annual Balanced scorecard will be discussed as Item 9 (regarding actions TB23002 and TB23003). SR queried whether this addresses the action to include student survey response rates and to analyse a breakdown of the total number of engaged students by different demographics. TN stated regarding TB23002 that response rates for student surveys are not included in the paper, but he now has a version with these so response rates can be reissued. TN also stated regarding TB23003 that this refers to the fact that it is known how many students are student group members but their demographic backgrounds are not yet known.

Action: TN.

ii. On actions TB24011 and TB24012, NM asked, given that the Union is considering a trading subsidiary, whether it would be worth deferring decision for a couple of years regarding incorporation of the overall charity, noting the advice cost and staff/trustee time associated with this. SR stated he endorsed this suggestion but welcomed any disagreeing views. TN suggested adjusting the action to review at a late Board meeting in AY 25/26. AGREED to defer until a Board meeting in AY 25/26.

Action: TN, CJ.

iii. On action TB24013 (rollout of personalised staff training matrices), AC noted that the completion rate of Union Health & Safety training courses is now at 60.8%. AC noted this would have been 81.9%, but the Union added two new courses within the last few weeks.

iv. On action TB24016 (duty of care of student leaders to be written down in Student Leader training), CT noted student leader training has not yet started but stated that this is being proactively factored into the planning. CC stated that content has already been decided for the training and asked if it could be double checked if this is covered.

Action: CT

v. NOTED actions TB24017 and TB24018 (Health & Safety reporting) to be addressed in November 2025 under the Annual Health & Safety Report.

vi. NOTED feedback on trustee mentoring trios (action TB24019) to be discussed later on in the agenda under Item 22.

vii. NOTED an overview of the scheme of delegation (action TB24022) was provided as part of a trustee training session earlier in the week.

viii. NOTED AC has contacted the University Data Protection Officer (who is away until 4 August) to clarify the nature of the gender data received from Banner (action TB24025).

ix. AML also raised that when the new commercial initiatives (e.g. Shared Services & Partnerships Agency) were approved (as part of approval of the Commercial Strategy) in September 2024, it was also agreed that these would return to the Board in nine months' time. NM noted that the next Finance, Audit & Risk meeting August would have a broader discussion about the Commercial Strategy, ahead of September Board.

Action: RP, CJ.

4. Unstarring of Items

NOTED Items 21-24 were starred and would be considered formally received/noted by the Board without discussion unless any member wished to request discussion. CC suggested potentially unstarring Item 22 (OT/ST reflections), if time would allow this. SR agreed. NOTED the trading subsidiary Board of Directors meeting starting at 4.30pm.

5. Declarations of Interest

SR noted for the benefit of new trustees that all trustees are required to declare any conflicts of interests that they may have, noting that all trustees are to return their Annual Declaration of Business and Pecuniary Interests forms for the period 1/8/2024 to 31/7/2025 to CJ as soon as possible. SR recommended 'over-declaring' rather than 'under-declaring' if unsure about whether anything is a conflict or not.

6. Confidential Business Identification

TN advised no confidential items apart from some potential sensitive conversation surrounding trustee appointments and budget approval (noting if approved they will be cascaded/communicated appropriately). Noted the CV under Item 10 would not be published.

SR asked about Item 8 (Trading Subsidiary). NM and TN suggested ensuring the student-facing comms are published before making this section of the minutes public. CJ noted the minutes would not be published until approved at the September 2025 Board meeting anyway.

7. Board Subcommittees Update

TN introduced paper TB/24-25/60, explaining for the benefit of new trustees that the Board has a number of subcommittees to which it delegates work, and this standing Board agenda item is used to update all trustees on the work of those committees since the last Board.

TN noted that RP chaired some meetings whilst TN was on paternity leave, and that the recent focus of some recent meetings has been business planning for the next academic year.

NM noted anything significant arising from Finance, Audit & Risk since the last Board meeting is covered separately by items on the agenda, with nothing further to highlight at this stage.

AML noted the trading subsidiary is mentioned in the paper and asked if it would be worth keeping this confidential until the student-facing comms are released. AGREED to do this

Action: CJ.

NOTED the update.

8. Trading Subsidiary

SR invited NM to give a brief introduction to the Trading Subsidiary work, for the benefit of new trustees. NM explained that there had been discussion earlier in the year around whether ICU as a charity (currently an incorporated association) should incorporate (i.e. become a limited company), in order to address matters such as the legal liability of trustees. NM noted that the Board discussion at the time could not really see the merit of doing so at present, particularly with reference to the costs associated with going through the incorporation process, so this consideration has been paused for the time being, as discussed under Item 3. NM noted that as a charity ICU does not pay corporation tax on its main activity, however, if non primary purpose trading income exceeds the small-scale exemption threshold (£80k), profits on all non-exempt trade would become subject to corporation tax and, based on projections, the charge per year facing the Union could be c£80k. NM therefore noted that the proposal was

made a couple of meetings ago to form a trading subsidiary to house non primary activities. NM noted initial plans were to transfer all commercial activities to the subsidiary but, following analysis, retail will remain in the charity for the time being. NM also noted the transfer of the rest of commercial activity will occur in a few months once a bank account has been opened.

NM noted a working group of trustees and staff have been meeting for a few months and the key topics of discussion have been:

- Governance – the subsidiary is a separate legal entity, and therefore has to do what is right for that entity, but it is owned by the Union, and therefore the Union has to have decent oversight
- Communications – if poorly explained, there is a risk of this work being misunderstood as the Union doing something for the wrong reasons.

CJ presented paper TB/24-25/61, explaining the approvals required and that, because the overall Union is unincorporated, an individual has to hold the share of the subsidiary, noting that PP has agreed to hold the share; PP will sign a Declaration of Trust to confirm that confirm that the he is bound to act only on behalf of the Union. NM added that PP will sign an undated stock transfer form, which ICU can use if necessary to transfer the share to someone else. NM also noted that the Framework Agreement to be approved outlines the relationship between the charity and the subsidiary, and covers elements such as data protection; NM raised whether categories of data subject whose personal data will be processed mentioned in the document needs to explicitly include 'members of the Union'. NM asked if the working group would be allowed to check this. CJ suggested that any final edits required in relation to this could be made under the resolution to be passed allowing two trustees to make final changes.

Action: CJ.

i. CC recalled some discussion about the use of a loan versus generating working capital and asked if this had been resolved. PG noted that the loan provides working capital for the company (a £50k facility repayable to the charity on demand).
ii. SR asked about reporting back and suggested reporting back in 6 months' time / 12 months' time on how things are going. NM mentioned that the activities that are going to be covered by the trading subsidiary are currently reviewed by Finance, Audit & Risk (via Management Accounts and Commercial Updates); NM noted that Finance, Audit & Risk will continue to exercise scrutiny of the trading subsidiary as part of that. NM also noted that the membership of the trading subsidiary's Board of Directors will not be the same as Finance, Audit & Risk; when a new External Trustee joins Trustee Board and the subsidiary Board of Directors, NM intends to step off the subsidiary Board of Directors, so he avoids any conflict as Finance Audit & Risk Chair. TN added that there will be a reforecasting exercise around January. AGREED to add reporting back to the Board in 6/12 months. **Action**: CJ.
iii. JC asked if information about the trading subsidiary would be included as part of student trustee onboarding. TN noted this should be involved for onboarding of any trustees, including student trustees, and noted that wider comms for disseminating to the student body are also being prepared.
iv. NM thanked MJY for stepping in to join the working group at short notice. DG thanked everyone involved in the regular working group meetings to progress this.

Resolved: *In exercise of the power conferred by section 333 of the Charities Act 2011 we resolve that, for the period of three months after the passing of this resolution, any two of the*

charity trustees of the Charity from time to time be authorised to execute any document to which the charity trustees of the Charity from time to time are a party with the intention that any document executed under this authority will have the same effect as if executed by all of the charity trustees of the Charity.

Resolved: *To approve the transaction as a whole including the list of documents below:*

- *Articles of Association*
- *Deed of Covenant and its arrangements, noting that it is intended for the subsidiary company to enter into this arrangement.*
- *Loan Agreement*
- *Debenture*
- *Framework Agreement*
- *Declaration of Trust [to be signed by PP]*
- *Undated Stock Transfer Form [to be signed by PP]*

Resolved: *The Trustees approve the above documents and authorise their execution by any two trustees pursuant to the s333 resolution above, subject to any final amendments to the above documents as may be approved by those trustees, such approval to be evidenced by their execution of the above documents as amended.*

Resolved: *To approve and execute such further documents or take such further steps as are necessary to give effect to the transaction.*

9. Annual Balanced Scorecard Results

TN presented paper TB/24-25/62, noting that the Balanced Scorecard is intended to be a set of measures to evaluate how the Union is performing against its Strategic Plan. TN noted that the data source for some of the measures have changed i.e. moving from using the Union End of Year Survey to the Student Experience Survey; TN noted this is because there is a strategy across the University to reduce over-surveying students. TN noted that the paper does not contain response rates and stated the paper will be reissued with these included; TN noted that the Union End of Year survey last year had 177 respondents whereas the Student Experience Survey has 3000+. TN noted the results indicate some areas where the Union should focus its energies, particularly around service to students who are utilising key Union services such as student group support, venues and the advice service. TN also noted a refreshed set of measures will be presented to the September Board for 2025/26.

i. SR noted there is a KPI of 75% of population actively participate in Union events and student groups, but the paper only provides a total number of students who are student group members rather than a percentage. DG also asked if it could also be found out which site these students are at. CC noted he has this information and offered to circulate it. CC agreed to send to DG directly.
ii. AC noted a correction needed to the paper; the percentage of staff who believe the organisation values diversity did not actually see a decrease in 2024/25 and is still at 88%.
iii. CC suggested commentary such as ‘on track’ or ‘at risk’, and an explanation of what needs to be done to make improvements, could supplement the RAG trend rating. JC seconded this suggestion. AML added it might also be helpful to indicate the question wording used in the relevant survey that has been used to gauge the Union’s performance.
iv. CC wondered whether the scorecard should be reviewed by Management Committee prior to Board in future, so that feedback such as that discussed can be incorporated into the version for Board. TN agreed that the scorecard should be

a tool used by Management Committee and reviewed more regularly, notwithstanding that there are some annual measures that need reporting to Board.

NOTED the Union's Balanced Scorecard Results for 2024/25.

10. Lay Trustee Appointment

SR presented paper TB/24-25/63.

APPROVED the proposed appointment of Bulbul Basu as a Lay Trustee, noting that her appointment also requires ratification by Union Council, as per Bye-Law B.

NOTED GL has exited the Board of Trustees as of 23.7.25, as this would have been the last meeting of her three-year trusteeship term had she been present.

11. Subcommittee Appointments

CB presented paper TB/24-25/64, adding the following verbal amendments to the paper:

- LE has agreed to serve as the student trustee on the trading subsidiary Board of Directors.
- In order not to have too much overlap between Finance, Audit & Risk and the trading subsidiary Board of Directors, CB has asked YB to serve as the second student trustee on Finance, Audit & Risk instead of LE, and LE to serve on Governance & Membership.
- Traditionally the DPCS and DPFS role have sat on Finance, Audit & Risk, however, the DPFS role is proposed to be removed from the Union's structures as an outcome of the Democracy Review. It was felt to be important to still have two Deputy Presidents on the committee and so it is proposed that EH be appointed as a second Deputy President on Finance, Audit Risk, noting it need not always be the DPE in future.

NOTED the request to approve JC as the Governance & Membership Chair. AGREED no need to ask JC to leave the room.

APPROVED the appointments outlined in TB/24-25/64, subject to the amendments above.

12. Safeguarding Assurance Report

TN presented paper TB/24-25/65, highlighting that a new safeguarding policy and approach had been approved by the Board in July 2024, including delegating a Code of Practice to Management Committee. TN noted that it was proposed in July 2024 that the policy be reviewed, and an assurance report be presented, in a year's time. TN also highlighted the new method of logging concerns introduced over the last year.

i. SR asked, regarding sec 5.1.5 of the policy which refers to regular testing, whether there is any need to audit the procedures i.e. be tested by an external person. TN noted the assurance report is the predominant way of testing, but noted that ICU could ask the university (the Director of Safeguarding) to audit ICU. SR asked TN to look into this.

Action: TN.

ii. AML asked whether DBS checks should be implemented for the Advice Service team since they meet 1-on-1 (whether in-person or virtual) and deal with students who may be under 18 or vulnerable, and who may be disclosing sensitive information. TN noted that the Union used to undertake DBS checks for advisors but stopped predominantly because the advisors are not really ever working with u18s, although they may be working with adults who are vulnerable; TN stated that

if the Board wishes to manage the risk differently then DBS checks can be introduced for the three advisors. CT noted most advice appointments are held online and suggested that reviewing the departmental risk registers may identify actions required. DG suggested that DBS checks could be done on top of this. AC noted the university has some rigorous rules to check the eligibility for a DBS check, which can be followed up on.

iii. DG asked whether the Prevent Duty should be considered under the heading of safeguarding as well. TN noted Prevent is a separate duty to safeguarding and the Union does not have the same obligations as the university regarding Prevent; however, TN stated that this feedback can be taken on board, as individuals presenting a risk of extremism would very likely be escalated via safeguarding processes, but this should be reflected in the wording of the policy.

Action: TN.

iv. CC suggested that in future the nature of each report/actions taken could indicate if there are categories of incidents that might have a particular takeaway action e.g. if multiple reports are about sports club culture, there could be specific takeaway actions for the Activities Team. TN welcomed the suggestion and stated he wishes to link up the safeguarding assurance report with the Risk Register. CT added that the Activities Team are introducing an inclusivity tool for the new year to enable clubs and societies to report any inclusivity issues occurring within clubs and societies. TN also noted that safeguarding has a specific definition (relating to a child or adult at risk), so sometimes reports submitted transpire not to relate to this but agreed that these outcomes need to be reflected in the action taken stated.

RE-APPROVED the Safeguarding Policy. YB left the meeting for another commitment.

13. Freedom of Speech

CJ presented paper TB/24-25/66, highlighting that Management Committee had recently considered the OfS's finalised guidance on how the OfS will implement and monitor the Higher Education (Freedom of Speech) Act 2023. CJ noted that Management Committee had originally intended to propose, as per the paper, to rescind the ICU Freedom of Speech Code of Practice and to approve a new ICU Freedom of Speech Policy Statement instead, however, following feedback received from the university since the paper was circulated, Management Committee would now propose to consider the matter in more detail instead before proposing any changes to the status quo.

i. CC flagged, with the amended timeframes, the need to be conscious of the impact on Activities Team processes, particularly in relation to external speakers. EH asked if this is something that could be addressed by Chair's Action between Board meetings. CC and TN noted that current Activities processes are aligned with the current Code of Practice, so it is only if changes end up being proposed to the Code that ICU would have to ensure that internal processes match the Code.

ii. YY asked whether it was anticipated that there would be further government policy changes in relation to Freedom of Speech and the implementation of the legislation. TN expected that it is unlikely to change further over the next couple of years whilst the current government remains in power.

iii. AT asked whether any changes to the Code of Practice would be related to the OfS's policy on trans+ rights/gender critical ideas, and whether this is the right time to have a conversation with the University about changes made to the trans+

student policy. CT noted the need to look into how the Code of Practice interacts with other University policies.

NOTED and CONSIDERED the Freedom of Speech Update.

14. May Management Accounts Summary

PG presented paper TB/24-25/67, highlighting that the Union is £151k ahead of forecast year-to-date, compared with a midyear forecast suggesting a £39k surplus. PG noted some of this is timing-related. PG also highlighted that in the month of May, overall performance was £72k favourable compared to forecast, due primarily to positive performance in Beit Bars and some vacancies. PG additionally highlighted the new graphs trialled at Finance, Audit & Risk. Trustees welcomed the graphs. PG also provided a verbal update on June – the June accounts suggest the Union is £34k ahead for the month of June.

i. NM noted, for the benefit of new trustees, that Finance, Audit & Risk had considered the full management accounts in more detail.
ii. NM noted that vacancy savings still represent a fair degree of the Union running ahead of forecast, and noted the tension between this positive financial outcome and what the Union has not been able to achieve because of unfilled posts; PG noted that most of the year-to-date vacancies are from the start of the year when additional grant funding was received but the posts could not be filled in time. PG further noted that the more recent vacancy savings were in Finance and Facilities, where vacancies have been addressed either through temp support or by working through a plan to utilise the funding differently next financial year.

NOTED the May Management Accounts.

15. Expected Financial Outturn 2024/25

PG presented paper TB/24-25/68, noting he had presented a version of this paper to Finance, Audit & Risk; that version had suggested a £162k surplus for year end. Since Finance, Audit & Risk, management identified some adjustments, meaning a revised forecast of a £114k surplus for year end. PG noted that the June figures suggest that the final position is more likely to be around £140-150k, because of June's positive performance.

i. NM asked if RP could update Board on some of the drivers behind the negative variance in Retail. RP noted that Retail is growing overall but acknowledged there has been decline in Union Shop compared with last year, expected to be due to the fact that the university rebrand last year generated publicity for products. RP also explained that last year there was only one career staff member in retail for around six months, whereas now vacant roles are filled.
ii. TG asked about the threshold for the small trading tax exemption limit. NM noted that this only applies to non primary purpose trading. PG noted that most of the Union's trading is primary purpose; there is a small element of non primary purpose income but this is below the threshold and therefore does not expose the union to corporation tax.
iii. NM noted regarding CSPs that the Annual Budgeting process turned down 60% by value of the grant applications, whereas the amount granted was only increased by c2.5% on the prior year. NM suggested this might need to be revisited in next year's budget.
iv. NM asked whether increasing costs are due to increased outputs (doing more for members) or due to the union absorbing inflation and NI increases. NM noted this had been discussed at Finance, Audit & Risk and suggested it is probably a

combination of both but suggested that it does need revisiting. TN noted the feedback was taken on board and that new outputs can be demonstrated via the Operating Plans summary presented at September Board.

NOTED the Expected Financial Outturn 2024/25.

16. Budget 2025/26

PG presented paper TB/24-25/69. PG noted that the Union aims to break even on its core activities, as consistent with previous years, presenting a nominal £508 surplus on core activities before depreciation. The charity budget also aims that Retail will produce a £13k surplus. In addition, the activities of the trading subsidiary are budgeted to make a surplus of £37k. PG noted the intention is that the trading subsidiary surplus would be gifted to the charity and therefore add to the charity surplus at the end of the year. PG noted that the trading subsidiary budget would be reviewed and approved by the separate directors meeting, therefore trustee approval is primarily being sought for the charity budget. PG noted minor adjustments since Finance, Audit & Risk were outlined in Appendix B.

APPROVED the 2025/2026 budget.

17. Capital Expenditure Request

PG presented paper TB/24-25/70, highlighting that the request relates to Summer Works and would be funded from the Strategic Investment Fund; there would also be a depreciation charge of c£20k p.a. added to the budget. PG reported that the needs were identified internally via an exercise undertaken by the Commercial and Facilities teams.

A wide-ranging discussion ensued, including the following points:

i. CC asked about the return on investment from a student experience point-of-view, noting that the request is a quarter of the total available funds in the Strategic Investment Fund; CC also asked how this is being balanced with other funding requests from other departments. RP noted wanting to improve user experience in the Union's spaces.TN noted the need to develop an organisational approach to the Strategic Investment Fund in the longer-term, potentially for the next Finance, Audit & Risk meeting.
ii. AML expressed concern that these priorities may have been made in absence of input from students. AML also expressed reservation about the feature wall mural, suggesting students/student groups may appreciate the opportunity to display their work.
iii. NH asked how this fits into the five-year plan. RP noted bigger project works are for the three to five year strategy period, whereas this proposal is about how to immediately make the most from the current space.
iv. AT noted, regarding improved house lighting, that there had been some change to the lighting system in metric which had previous caused some confusion and suggest consultation with tech directors of drama societies. RP noted the Union had moved to an annualised operating contract for lighting as the former system required repairs; RP acknowledged the need for training for lighting users.
v. EB asked about the drivers for cosmetic improvements. RP noted some elements have been identified by student staff but noted the drivers are also increasing indoor seating capacity in colder months, comfort of seating, and flow into Union Bar. EB suggested more detail on the paper would be helpful in future.

vi. NM asked about the timeline for decision. It was noted that consultation would delay being able to do the work in August for the spaces to be ready at the end of Sept. The revised timeline would have to be to request the same in next Summer.
vii. SY noted the need for the Union to make a good first impression on new students when they visit its spaces.
viii. EH asked if it would be possible to approve the funding requested for maintenance works but defer decision on the cosmetic requests.

Summarising and noting the lack of complete satisfaction, SR sought views on approving the proposal but also suggested asking the team to ensure a different approach next year. Noted for the minutes that AML objected to the proposal passing. DG suggested approving the proposal as the venue décor does need improvement. TN suggested that there can be more scrutiny from Management Committee on any of the more controversial items, noting that there are not many venues that would choose not to invest into their spaces every year.

AML asked about the mechanism(s) for managers/senior managers being empowered to bring forward proposals similar to this, noting that Union Council has not had a working projector this year and therefore moved Council from its historic venue, whereas funding could have perhaps been requested for this.

AML also asked about tender being required for the works. RP noted that Board approval would be subject to going out to tender for the works; RP noted this would be required for items over £30k.

APPROVED the Capital Expenditure Request.

18. Activities-related Designated Funds for 2025/26

CC presented paper TB/24-25/71. NM noted that the proposals (and the following paper) had been reviewed at Finance, Audit & Risk and are recommended to the Board.

APPROVED the proposed funds designations as outlined in paper TB/24-25/71.

19. CSP Annual Budgeting

CC presented paper TB/24-25/72. NM repeated the earlier observation regarding the difference between the total amount requested by groups and the total amount awarded. NM also noted Finance, Audit & Risk discussed that there are number of groups not receiving any grant at all and the question is then how does the Union support them. CC noted that groups are supported through governance processes, elections, rooms and access to team members.

APPROVED the per-CSP funding allocations as determined through the CSP Annual Budgeting Process.

20. Democracy Review / Governing Documents Updates

CT and CJ presented paper TB/24-25/70, highlighting that two Democracy Review recommendations have resource implications for which trustee approval is sought:

- resource to support postgraduate community and representatives via additional staff support e.g. a Postgraduate Coordinator (most likely fixed-term role in the first instance)
- a funding pot for volunteers to use to deliver community organising initiatives and events

i. NM checked that the above were factored into the budget. This was confirmed.

ii. NM also asked if the review of associate members could include life members.

ACCEPTED the recommendations of the Democracy Review as endorsed by Union Council.

APPROVED the updates to Bye-Laws A and F.

APPROVED the updates to the Scheme of Delegation.

21. MD Update

RECEIVED paper TB/24-25/71 as a starred item and NOTED the update.

22. OT/ST Reflections

RECEIVED paper TB/24-25/72 as a starred item and NOTED the feedback/recommend actions.

CB shared feedback on the mentoring trios – the overwhelming feedback is that student and officer trustees appreciate the opportunity to go through the Board papers with their mentors. CB suggested there is advantage in mentors offering the mentoring as best works for their mentees. AB expressed appreciating the opportunity to discuss papers and any potential questions on them with mentors in advance of meetings.

23. Union Council Chair Update

RECEIVED paper TB/24-25/73 as a starred item and NOTED the update.

24. Annual Calendars of Business

TN presented paper TB/24-25/74, noting that the paper contains the proposed calendar of business for the next two academic years. SR asked if the dates could be sent to Bulbul Basu.

Action: CJ

APPROVED the Annual Calendars of Business 2025-2026 and 2026-2027.

25. Any Other Business

SR reminded trustees to return their Annual Declarations of Interests form to CJ.

SR noted it was CT's last meeting prior to maternity leave. WISHED CT all the best for her leave.

SR also noted this was the last meeting for GL (in absentia), CB, CC, SY, MJY, AB, EB and YY. THANKED retiring trustees for their service. CB thanked Board members for their help and support on behalf of all retiring trustees.

26. Trustee Discussion without Staff

There was a trustee discussion without staff.

ENDS.