

**OPEN UNIVERSITY STUDENTS ASSOCIATION****Central Executive Committee (CEC)**

9-10 October 2021

**GOVERNANCE REVIEW IMPLEMENTATION - PROPOSAL FOR STUDENT LEADERSHIP AND REPRESENTATION STRUCTURES AND AGM FORMAT**

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The CEC is asked to:-

- i) **Read and digest** the proposals
- ii) **Discuss** and provide feedback on the proposals
- iii) **Note** the next steps

**1. Background**

- 1.1 Central Executive Committee members will be aware that the Board of Trustees, at their meeting on 27 July 2021, approved an implementation plan for taking forward the recommendations from the Governance Review. This implementation plan was shared with CEC members and an announcement of the decision to proceed into implementation was made to the wider student body and our University colleagues in August 2021.
- 1.2 The implementation plan features four large programmes of work which aim to further explore, scope and deliver the recommendations from the review. These are Behaviour Governance; Student Leadership and Representation; Board of Trustees; and Annual General Meeting (AGM).
- 1.3 Work is underway across the portfolio of work. There is a separate paper regarding an update on the work being undertaken to progress the Behaviour Governance aspects. The Board of Trustees' changes are also being progressed separately. This paper focuses on the Student Leadership and Representation and Annual General Meeting (AGM) elements.
- 1.4 As per the critical path schedule in the implementation plan, the first task for the Working Group to prepare for implementation was to undertake consultation work over August and September to dig deeper into the detail that would support any implementation of the recommended changes. This was focused on 'how' the recommended changes could best be implemented.
- 1.5 The Governance Review Working Group formed a sub-group to specifically plan, manage and analyse the consultation. This formed quickly and worked at pace

through two meetings in July and August to plan and prepare materials for the consultation process. It was agreed that we would aim to reach as many students as possible with the consultation. Due to the limitations of various methods, the group took a comprehensive approach using a number of different ways to consult and reach students.

1.6 This included the following consultation and engagement activities:

1.6.1 a consultation slot with the University's Student Consultation Panel which ran from 25 August to 8 September. Unfortunately, due to limitations over moderation, this was not able to be open to all students but was open to the representative panel of c.200 students which supports the University's consultative process. Only 9 students took part in the forum discussion.

1.6.2 a survey open to all students, which ran from 23 August to 13 September. Participation was incentivised with a prize draw. 195 current students and 19 other stakeholders took part in the survey.

1.6.3 A series of online focus groups, supported by Association staff and CEC members, which ran from 6 to 11 September. Each session was geared to a different type or demographic of the student body and sessions ran in daytime, evening and weekend slots to try and be available to as many students as possible. 23 students and volunteers took part in the focus groups.

1.6.4 An open email inbox, where students who couldn't or didn't want to engage with any of the above could provide their feedback directly.

1.7 All of the above activities were advertised widely on our website and social media. Due to the time of the year and the pressure on email communications, we were unfortunately not able to make use of an all-student email via the University.

1.8 Participation for all activities was lower than hoped. However, the insights gained make interesting reading and a strong contribution to supporting the thinking and discussion.

1.9 All the insights gained are presented in the appendices: survey feedback (Appendix 2), focus group feedback (Appendix 3) and consultative forum feedback (Appendix 4). We have also included another copy of the Governance Review Report for ease of reference (Appendix 5). Appendix 1 is a list of all of the proposals included in this paper, again for ease of reference.

## **2. Working Group proposals**

2.1 The Governance Review Working Group digested the insights gained (from this point forward, referred to as 'insights') and met on 27 September to agree proposals. This discussion included the members of the Consultation Working Group. From this point forward, the Working Group is simply referred to as 'we'.

2.2 In this paper, we present for discussion and feedback the proposals that have emerged from the Working Group's consideration of the insights gained. We would welcome feedback from CEC members on these proposals, which will be presented to the Board of Trustees at their next meeting on 12 October.

- 2.3 Please note and to save space in repeating it for each of the recommendations, all the proposals here are subject to the approval of the Board of Trustees for submission to student delegates at Conference and to the approval of those Conference delegates.

### 3. Student Leadership and Representation

- 3.1 There were three elements to the new Student Leadership and Representation structure recommended by the Governance Review report (from this point forward, simply cited as 'the report'). These are the Student Leadership Committee, the Student Representation Forum and the Scrutiny Panel. These would replace the current Central Executive Committee. We will present proposals on each of these in turn.
- 3.2 Student Leadership Committee: This name, recommended by the report, was not included as a specific item for feedback in the insights work. However, the Working Group proposes that this should instead be named **Student Leadership Team** and be composed of **6-8 elected Officer roles** in line with the recommendations in the report (page 18). All members of the Student Leadership Team would be elected to **specific portfolios**, with role descriptions which draw out the required skills profile to be able to undertake each of the remits (see Focus Group feedback, page 2 and Survey feedback pages 5-12). All members of the Student Leadership Team would be elected by the Association's membership for a **two-year term**. We agree with the report that there is no need to change the current status quo on paid and unpaid roles, meaning that the President and Deputy President would remain as the paid roles and the rest of the Student Leadership Team would be unpaid volunteers with role expectations aligned to this. **Term limits** would apply, as per the report's recommendations (page 19): no more than two consecutive two-year terms of office in any one role and no more than three consecutive terms in total before a break of at least two years. The paid roles would still have a two-year maximum for any individual, as per the requirements of the Education Act 1994 which are already in place.
- 3.3 We propose that the name '**Student Leadership Team**' will reduce one of the barriers to engagement that we hear from students around the outdated nomenclature currently in place at the Association. To further support this, we propose that the Association moves away from the use of 'Vice President.....' for the elected Officer roles and simply use '**Officer**'. In addition, we feel that the focus on '**Team**' will be an important and constant reminder of the outlook and approach that we want to foster and support as part of our culture.
- 3.4 As per the report (pages 19 and 20), the Student Leadership Team should be much more **focused on student matters** and much less on the internal operational arrangements and heavy paper cycle which currently dominate CEC discussions. Meetings of the Student Leadership Team should include a joint meeting with the Student Forum and be much more **solution focused and dynamic to the live issues affecting students**. The Student Leadership Team will **design and implement a clear programme of work** at the outset of each two-year term and monitor a rolling log of actions. The Student Leadership Team **will lead on all student engagement with the Open University and the external world** and will need to be **strategic in outlook, focusing on the insights and feedback gleaned from students**. The Student Leadership Team will **own and live our values** as an Association and will need to work as a close-

knit group to achieve their programme of work and **deliver the overall organisational strategy**. The Student Leadership Team will need to combine an **'internal'** (within the Open University community) focus with an **'external'** focus on influencing wider policy affecting our students and on developing new partnerships and alliances with other organisations trying to achieve similar aims. An important part of their work will be to **listen to and engage with the wider student body** (e.g. through surgeries etc), heed the views of the Student Forum and make **clear and action-orientated position statements** on the issues affecting Open University students and distance-learning students in general.

- 3.5 Initially, we propose that the 2022-24 elected Officer roles could number 8 and include the following remits which loosely follow current structures and work and were widely supported by the insights work:

President (paid\*)

Deputy President (paid\*)

Academic Representation Officer

Finance and Administration Officer

Community Officer

Engagement Officer

Student Support Officer

EDI Officer

*Note: the decision on working hours and remuneration rests with the Trustees.*

- 3.6 Additionally, we propose that the **Student Member of Council should cease to be an elected remit**. Instead, we would propose that this role should move to become an appointed capacity handled through the Appointments Committee who are best placed to weigh applications and appoint an appropriate student member for a term potentially more in line with the rest of the University's governing body, the Council. However, we do see an important link/liaison role for this post with the work of the Student Leadership Team and our thoughts were that perhaps this post holder could **attend Student Leadership Team meetings as a non-voting member** to provide valuable insight from their involvement within the University.
- 3.7 The President and Deputy President would remain as **automatic members of the Association's Board of Trustees (Officer Trustees)**. It would seem sensible to retain the same status for the Finance and Administration Officer due to their responsibilities for areas which are directly within the Board's remit. As the number of automatic Officer places on the Board would increase from 3 to 4 in line with the recommendations in the report, this would create a vacancy for one further Officer Trustee. This could be chosen by the Student Leadership Team from among its own members, or it could be a specific postholder. We have not made a proposal on this at this stage and hence feedback would be appreciated.
- 3.8 In line with the recommendations in the report (page 20), the **remits for the Student Leadership Team roles would need to be prepared by an independent body**, but with input from the current Central Executive Committee.

There is much work to do on identifying who might do this and how this work might be achieved and comments on this would be appreciated. Draft Terms of Reference for the Student Leadership Team and Student Forum need to be created and would be agreed by the Board of Trustees.

- 3.9 We propose that the remits for the Officer roles should also have some **cross-cutting or shared elements and responsibilities**.
- 3.10 The Student Leadership Team would be assisted by the Student Forum and we see value in the student Officer roles potentially having **volunteer 'teams' around them (formed of members of the Student Forum) to support them with their workload**. This would need more work to develop what this could look like and how it could be manageable for everyone, but it builds on previous CEC discussions ([paper 04/20/11](#) for example).
- 3.11 Finally, the Student Leadership Team would be required to be **transparent** with and **accountable** to the student body on their work undertaken on behalf of students. New approaches to **communications**, consistent **reporting back**, and **engagement activities** with students would all feature as part of this approach (see survey feedback, pages 13-14; Focus Group feedback pages 6-7 and Forum feedback pages 5-6). The **Scrutiny Panel** would hold the Student Leadership Team to account, supported by the Board of Trustees.
- 3.12 Student Representation Forum: This name, recommended by the report (page 18), was not included as a specific item for feedback in the insights work. However, we heeded the anecdotal feedback that we received on this that it confused students responding to the insights work. The confusion stems from the inclusion of the word 'representation' which led to conflation of the focus on our internal governance and comments on the student representation work undertaken within the University's academic governance structure. We therefore suggest that this body be named simply '**Student Forum**' which is exactly the function it would perform, supporting the Student Leadership Team as a wider council of students with a diverse array of perspectives. It would offer a possible progression route to the Student Leadership Team, but also an alternative way to be involved in the organisation's representative work. Members of the Student Forum could take on additional duties, working on projects, attending meetings, or being split into smaller 'teams' around a Student Leadership Team postholder's remit. The Student Forum would have blended meetings with the Student Leadership Team, allowing also for the Student Leadership Team to have separate meetings on their own.
- 3.13 The report recommended student places on the forum to number around 20-30 students. We feel that number might be a little low and we see no particular reason not to allow for **30-40 student members**, allowing of course for the administrative burden of recruiting, inducting and supporting this group.
- 3.14 The feedback we received from the insights work was clear that the type of student representative who would best represent students' interest was "*students studying the same subject*", "*students who have the same responsibilities/time pressures*", "*students who live in a similar area/region*" and "*students who have the same responsibilities/protected characteristics*" (see survey feedback, pages 16-18; Focus Group feedback, pages 2-5 and Forum feedback, page 3). We therefore propose that this forum should aim to bring together a much more **representative** body of our students and we would advocate for this

representativeness to be across demographics, type of study, discipline of study, geography and protected characteristics. We propose **one-year terms** of membership to allow for a constant churn of voices and perspectives with an option to extend to two years (and **term limits** as per the report's recommendations as previously detailed above).

- 3.15 To exemplify the point, we would propose the following membership in the initial 2022-23 term:
- ✓ A student representative from every OU School (plus Open and Access);
  - ✓ A Post-Graduate Research (PGR) student;
  - ✓ Nations representatives (4 UK nations and international);
  - ✓ Faculty representative for each of the 4 OU Faculties;
  - ✓ A representative from each of our Student Groups (DSG, Pride and BAME), to be selected by those group members;
  - ✓ A floating number of remaining places, to enable flexibility to ensure that we can be agile to cover under-represented groups and hear from key student demographics (ethnicity, age, gender, disability, full time workers, undergraduate and postgraduate taught study, carers etc etc). Some of these we feel could also be utilised to support emerging priorities/needs as very short-term roles to support for a specific length of time, specific project or a task and finish group for example (which builds on insights work, see Focus Group feedback pages 8-9).
- 3.16 We propose that the Student Forum should have a balance of elected and appointed roles, but with **more appointed than elected** roles to reduce the electoral burden on the wider student body from the current number of elected roles and to open up roles to those students that we appreciate are turned off by the thought of standing for election. For example, the Nations roles could be directly elected by students resident in those areas as at present. Faculty representatives could be elected, or they could be selected by the forum members from among the School reps for that Faculty and we welcome views on this. Group members could be elected by their Group membership. School, PGR and floating places would be appointed.
- 3.17 The function of the Student Forum would be to enable the Student Leadership Team to **hear from a wider body of students in their decision making and representation work**. We propose that the Student Forum's terms of reference and role remits should be **very flexible, much lower in time commitment, and enable agile and dynamic discussions** of the live issues affecting students. We do not foresee the Student Forum being buried in a paper-based decision-making structure. Rather, joint meetings of the Student Leadership Team and Student Forum should allow for discussions, debates, workshops on strategy, policy and position statements and be solution focused with clear actions agreed and logged.
- 3.18 The Student Forum, together with the Student Leadership Team, would utilise a **range of methods to collate and analyse student views and input**. The insights work gathered a number of suggestions on this that we would propose to implement: using social media to gather feedback on key questions; spending time

across these areas and forums to read and take on board student opinion; the ability for students to contact the Student Forum and raise issues; surveys etc.

- 3.19 A number of Student Forum members would also serve on the **Scrutiny Panel**.
- 3.20 We propose **limits on cross-over** between membership of the Board of Trustees, Student Leadership Team, Student Forum and Scrutiny Panel at the very least in line with the recommendations of the report. The aim is to widen our reach and engage new people, offering places to students to get involved with their Students Association rather than having all bodies sharing a high number of members.
- 3.21 Scrutiny Panel: This name, recommended by the report (page 21), was not included as a specific item for feedback in the insights work. We propose that this name is retained. The Scrutiny Panel would hold the Student Leadership Team to account, but it would do so in a constructive and supportive manner.
- 3.22 We received really good feedback on the scrutiny principles and methods (please see in particular pages 22 and 23 of the Survey feedback). The **principles of the Scrutiny Panel** that were most supported were **ensuring transparency; ensuring effective communications; ensuring effective decision making and ensuring delivery of strategic aims and objectives and ensuring delivery of manifesto pledges**. In terms of methods for the Scrutiny Panel's work, there was support for **conducting an annual effectiveness review of the Student Leadership Team; monitoring progress against strategic aims and objectives, appraisals, 360 feedback and development meetings**.
- 3.23 For membership, we identified and agreed upon two considerations. The first is that the Scrutiny Panel should have some **awareness and knowledge of the work of the Student Leadership Team** and the nature of their work, engagement, and remits. The second consideration is that the Scrutiny Panel must have a good degree of **independence**, both in its work and in its membership in order to allow it to be effective and control any conflicts of interest.
- 3.24 We propose that this panel should be composed of around **6-8 members**. It must be the **same size or smaller than the Student Leadership Team**.
- 3.25 The report recommended that this Scrutiny Panel should be drawn from the Student Forum, with other independent or external members as appropriate. Taking this into account, we propose membership as follows:  
**At least two members drawn from the Student Forum** (who we feel will help with both considerations: awareness and independence)

We feel that there are **three options** for how we could potentially achieve strong independence:

3 x other student members who hold no other roles in the Association, potentially selected by fellow students as part of the AGM each year

1 x Lay Trustee (e.g. HR and culture skilled professional)

1 x Open University delegate (nominated by PVC-Students team)

We welcome feedback on these three options: whether one, two or all three of the above would make sense to achieve independence in the group. In the absence of

one, two or all of the above, more members would need to be drawn from the Student Forum to fill out the remaining places.

- 3.26 As the Scrutiny Panel cannot report to the Student Leadership Team, we propose that the Scrutiny Panel should have a **reporting line to the Board of Trustees**, who would be responsible for supporting the Panel and agreeing its **Chair, Membership and Terms of Reference** as well as ensuring that it operates in a fair, balanced and professional manner.
- 3.27 The Scrutiny Panel would have a **one-year term** with the potential of renewal. **Term limits** would apply as per the rest of the Student Leadership and Representation structures.

#### 4. Annual General Meeting

- 4.1 The report recommends replacing the current biennial Conference with a **fully online Annual General Meeting (AGM)**. We propose that this be adopted and implemented.
- 4.2 We consulted on the potential duration of the AGM and received a mixture of opinions on this, with the majority of current students preferring a half day or one day event (see Survey feedback, page 28). We propose that we set a minimum duration, which allows for flexibility around the proposed agenda, sessions, external speakers etc. This would be a **half day at minimum**. It is likely to be longer than this, but it offers flexibility for the programme to be structured around availability and for us to test and learn from this each year. Indeed, it would allow flexibility for the programme to run over several days if necessary and appropriate.
- 4.3 The formal agenda will need to be in line with our duties under Company Law and Charity Law, together with the requirements of Student Unions under the Education Act 1994. We will be taking legal advice on this point, but it will also include an **ongoing role in the approval of any changes to our governing document** (the Articles of Association) on a minimum basis of at least every four years as at present. The Board of Trustees and Student Leadership Team would be required to **report to the AGM** as they do at present, and **answer questions from student members** (see Forum feedback, page 5).
- 4.4 Beyond the formal business agenda that must be conducted to be legally compliant, we propose that the AGM continues to have a focus on **a wider and more detailed programme of activities to engage, consult and involve students** (see insights work, e.g. Focus Group feedback pages 10-12 and Survey feedback pages 26-27). Examples of possible highlights for the programme would include inviting high profile external speakers, OU guest speakers, and non-binding policy debates on key issues affecting OU students that would serve to inform the Student Leadership Team. We do not propose any move back to a motion-based system as this disengages the vast majority of students.
- 4.5 We feel that Conference 2020 demonstrated what could be possible here and we should be able to build upon this to have an offering that will involve and engage students.
- 4.6 The AGM preparation and programme would be led by an **AGM Steering Group**, akin in role and function to the current Conference Steering Committee. We would propose the membership of this to follow similar lines to the current situation:



selected members of the Student Leadership Team, Student Forum and volunteers from among the student membership who are not serving in any Association capacity. Policy issues for debate could be suggested by students in advance and sifted by the AGM Steering Group for relevance and appropriateness. In turn, these could help us with the selection of appropriate external speakers who would be relevant to the topics nominated.

- 4.7 In terms of **quorum**, we propose that we adopt **the minimum level of 50 students**. However, we would propose **removing the cap on maximum attendance** which is currently in place for Conference. This would open the AGM to **all student members to attend and vote** which delivers on the feedback we heard through the insights work (see page 7 of the Forum feedback for example). There would still need to be a pre-registration and verification process to ensure secure and appropriate voting and of course technical limitations would need to be worked around, but the technology is developing at pace in this area and we have access to stable platforms through the Open University and our partners at Civica or other external providers. The ambition here should be openness to all students, akin to the move to One-Member-One-Vote for the electoral system. The current Conference voting system runs contrary to this ambition by limiting voting to only those students who are Conference delegates. We propose dropping such limitations.
- 4.8 We shouldn't overlook that the move to an online AGM will still be resource-intensive: there will be considerable planning and administration for the AGM Steering Group and staff team and we'll be doing it more often than at present. However, there will be savings from the current Conference model which is expensive for a very small number of students who get to benefit. From the insights work, we saw a lot of support for the potential of trying to run **more local/regional events** (see page 29 of the Survey feedback and page 8 of the Forum feedback). We think this has a lot of potential for the Student Leadership Team to delve into, to consult upon with the Student Forum, and to propose new models and ways we can do this: a mix of geographic-based, and study discipline based events would seem to offer new ways of furthering our engagement with students and we propose that this be taken forward as a **new part of our ongoing strategic development work**.

## 5. Next steps

- 5.1 We are asking the CEC to read, digest and discuss the proposals presented here together with the supporting insights we gleaned from the recent consultation and engagement work.
- 5.2 These proposals will be submitted for approval by the Board of Trustees at their meeting on 12 October. Due to the close proximity of the meetings, feedback and ideas from the CEC will be verbally presented to the Board by the members of the Working Group.
- 5.3 The Board of Trustees will make the final decisions on which proposals will move forward into being drafted into resolutions for Conference. They will also be asked via a separate paper to make the go/no-go decision on Conference being held in January 2022. Should the decision be made to proceed, the proposals approved by the Board will be used to generate the draft resolutions for Conference, and the specific wording changes for the Articles. These will come back to CEC and the Board of Trustees at their meetings in December 2021. The final resolutions would

then be sent out to Conference delegates. We are exploring potentially holding a series of debates on the resolutions to enable student delegates to hear different perspectives on the final resolutions before they exercise their vote.

- 5.4 Any changes to the Articles will require approval by Conference delegates, with the quorum being a minimum of 40% of registered delegates as usual.

**Governance Review Working Group (expanded to include members of the Consultation Working Group):**

**Sarah Jones, President**

**Ian Cheyne, Deputy President**

**Matt Porterfield, VP Administration**

**Fanni Zombor, VP Engagement**

**Mark Price, Trustee**

**Rob Avann, Chief Executive**

**Dan Moloney, Director of Engagement**

**Beth Metcalf, Director of Membership Services**

**Sue Maccabe, Strategic Projects and Change Coordinator**

**Pooja Sinha, Research and Information Officer**

**Allan Musinguzi, Head of Volunteering and Representation**