

Ratified *ex camera* Minutes of
THE ORDINARY MEETING OF THE STANDING COMMITTEE
4th Week Michaelmas Term 2018
Monday 29th October 2018
President's Office, 16:00

Present:

The President (Mr Stephen Horvath, *New College*), **The Librarian** (Ms Genevieve Athis, *Christ Church*), **The Treasurer** (Mr James Lamming, *Exeter College*), **The Secretary** (Mr Nick Brown, *Magdalen College*), **The President-Elect** (Mr Daniel Wilkinson, *Oriel College*), **The Librarian-Elect** (Mr Brendan McGrath, *Oriel College*), **The Treasurer-Elect** (Ms Amy Gregg, *Magdalen College*), **The Elected Member** (Ms Rebecca Collins, *Balliol College*), **The Elected Member** (Ms Sara Dube, *St Hugh's College*), **The Elected Member** (Ms Gemma Timmons, *Magdalen College*), **The Elected Member** (Ms. Anisha Faruk, *The Queen's*), **The Elected Member** (Mr Harry Webster, *Worcester College*), **The Elected Member** (Ms Mahi Joshi, *Trinity College*), **The Elected Member** (Mr Maxim Parr-Reid, *Trinity College*), **The Chair of the Debate Selection Committee** (Mr Lee Chin Wee, *Trinity College*)

Attending:

The Access Officer (Mx. Brian Wong, *Wolfson College*), **The Bursar** (Ms. Lindsey Warne), **The Senior Librarian** (Mr. Sean Power, *Oriel College*), **The Senior Treasurer** (Mr Stephen Dixon, *Downing College, Cambridge*), **The Returning Officer** (Ms. Louise Kandler, *Lady Margaret Hall*), **The Ex-Chair of the Debate Selection Committee** (Mr. Andrew Seow, *Lincoln College*), Mr Joseph Sisson, *St John's College*, Mr Liam Frahm, *Jesus College*, Mr. Ray Williams, *Wadham College*, Mr. Daniel Hayward, *Oriel College*

Apologies:

The Access Officer (Ms. Kirsten Stewart, *Trinity College*)

The President opens the meeting at 16.10

The President moves that Mr. Parr-Reid's unavoidable family commitment be deemed a pressing and extraordinary engagement, and therefore that his absence from the 3rd week Ordinary Meeting of the Standing Committee be deemed to be with good reason
Nem. con.

Ratification of Minutes

The Secretary says that there are four sets of circulated draft minutes to be ratified.

The President says that his understanding is that the 1st week minutes have been amended after suggestions from the President, and that the other sets of minutes have been ratified only this week, but he says that he has no problems with them.

The Secretary moves that TSC ratify the minutes of the 1st week Ordinary Meeting of TSC
Seconded by the President
Nem. con.

The Secretary moves that TSC ratify the minutes of the 2nd week Ordinary Meeting of TSC
Seconded by the President
Nem. con.

The Secretary moves that TSC ratify the minutes of the 3rd week Ordinary Meeting of TSC
Seconded by the President

Nem. con.

The Secretary moves that TSC ratify the minutes of the 3rd week Emergency Meeting of TSC

Seconded by the President

Nem. con.

Business of the President

The President says that Mr. Daniel Hayward is attending TSC today because he is a candidate for Senior Treasurer who has been interviewed by the Senior Treasurer and the President. He says that whilst the formal election through the house still has to occur, he has met with both senior officers, the President and President-Elect.

Mr. Hayward says that he attended Oriel College between 2001 and 2005 and read PPE, and that he is an ex-RO, ex-CCC, ex-Standing Committee of the Union. He says that he moved back to Oxford two years ago and now works for KPMG in Canary Wharf. He says he is interested in helping the Union's committees as an advisor via the Office of Senior Treasurer, and is welcome to any questions.

The President says that he is very grateful to Mr. Hayward to coming, and asks if anyone has any questions.

The Senior Librarian asks Mr. Hayward if he is able to clear up how he will perform this role in relations to his work at KPMG.

Mr. Hayward says that he has discussed time commitments with the Senior Librarian and President, and that he is prepared and available to commit this time to supporting the Union.

The President asks the Senior Treasurer about his timeline for stepping down from the role.

The Senior Treasurer says that he will now follow the process as explained in the rules, including the timelines this entails and the advertisement requirements for the position.

Mr. Hayward leaves the room at 16.17

Press Requests

1. The President says that he received a press request about the silk road panel from Cherwell, and clarified that the Union did not cancel the event, and that the Silk Road society chose to move the event off premises.
2. The President says that he received request from Cherwell about the speaking event of Alice Weidel for the second time, and that he gave exactly the same comment as before. He said that in response to a long list of people who condemned the Union sent by Cherwell, he notified them that local MP Layla Moran had come out in support of the decision to host Ms. Weidel.
3. The President says that he and the President-Elect sent an email to Cherwell in response to their article about the Union being in poor financial health. He said that he referred Cherwell to section 1, subclause 2, of the code of the Independent Press Standards Organisation which refers to accuracy. He says that the Cherwell was sent the minutes of the 3rd week meeting of Standing Committee and the Senior Treasurer's report that the Union is in good financial

health. In response, the Cherwell removed the article from their website entirely, and issued a page 2 correction and clarification.

Business of the Librarian

The Librarian moves that TSC ratify Emilia Harvey as a Junior Member of Library Committee
Nem. con.

Business of the Treasurer

The Treasurer moves that TSC authorise the expenditure of £1579.44 of DSC expenses
Seconded by the President
Nem. con.

Business of the Secretary

The Secretary has no business

Business of Ms. Collins

Ms. Collins reports that discussions were had in Access Committee to create the role of a Socioeconomic Officer on the Access Committee.

The President asks whether there was a consensus that this was a good idea.

Ms. Collins says that there was.

Business of Ms. Dube

Ms. Dube has no business

Business of Ms. Timmons

Ms. Timmons has no business

Business of Ms. Faruk

Ms. Faruk says that she brought a discussion to Access Committee about the potential of hosting election workshops, or general 'how to get involved in the Union' workshops. She says that she will draft a motion to bring to TSC the following week, after getting the views of access committee on Friday.

The President says that these workshops must be handled carefully, to avoid accusations of bias in the workshops. He says that all sides of the Union should be represented, namely debating, the elected committee, the appointed committee, and RO world. He says that it is difficult to make this event politically neutral. He says that one suggestion was that the President and President-Elect should attend to represent elected committee, but that it is also important to show that the committee exhibits diversity.

The Librarian says that no one from the elected committee should be explaining how elections work, and that the RO can do this.

The President says that he thinks someone should be there to explain why being on elected committee is worthwhile.

The Librarian says she thinks such a person will always have a political bias.

The President says he thinks it is necessary to counter-balance political interests.

The Librarian asks how this should be decided.

The President says that this does not need to be codified as a rule, but that we just need to agree on a proposal for one event this term.

The Treasurer asks whether this would occur this term, and says that because of debate nomination speech requirements, it would be too late to host this term to encourage those who have not considered running to run.

The President says that if the workshop is held soon, it could be useful for those considering running in elections next term even if it has no impact on the Michaelmas election.

The Bursar says that election workshops used to occur, and that the RO and Access Officer used to be present.

The President says that he thinks it would be good to have someone there to explain how worthwhile and enjoyable being on elected committee can be.

The Bursar suggests inviting ex-Officers to be at the workshops.

The President says that he thinks that if the President is not present, it might send the message that the Union isn't serious about the event.

The Treasurer-Elect says that she doesn't think the opening of nominations is publicised through emails, and that this should be done.

The Bursar says that appointed positions are advertised in emails, but not elected positions.

The Returning Officer says that it would be very easy to announce the opening of nominations and that she can write something up to go on the weekly email.

The Bursar says that it would be good to send this email in advance so that people have advance warning.

The Librarian-Elect says that a post on the Facebook page should also be used.

Ms. Dube suggests that the President should be the only elected official to attend the election workshop to give it importance.

The Librarian says that in future terms, an email about the opening of nominations should be sent well in advance to give people time to give nominating speeches.

The President-Elect says that it is a good idea to have the President-Elect at election workshops, because they will be in charge of the committee for the following term and so it would be good for them to meet potential members of the next committee. He also says that concerns about bias must be unfounded, because there must be disciplinary procedures relating to abuse of office.

The Bursar says that even if bias is not intended, those attending may feel a certain loyalty to the person telling them information about the election and may support their candidates.

The President-Elect says that despite this, the President-Elect is a useful person to be at the workshop as they will then connect with anyone that becomes a member of committee.

The Treasurer-Elect suggests sending both the President and President-Elect.

The Secretary says that the workshop can be one of two things, and can be either a talk given by the heads of various branches of the Union, or it can be a mingling event with various members of committee representing diverse interests and communities within the Union. He says that in a mingling-style event, it is easier to politically counterbalance the event by inviting more members of committee.

The President says that he thinks the President and President-Elect are a good check on each other, but that he is worried about the event becoming a case of poor freshers in the room being hacked to death by members of committee. He says that the Access Committee might be good people to be at the event to meet and mingle, but that the number of members of committee should be limited.

The Treasurer-Elect says that bias can be avoided by inviting Returning Officers and other officials to check on elected committee, like three branches of government.

The President says that there is only one branch of Government in the Oxford Union, and that it is him.

The Returning Officer asks about when this workshop would be held, if it were to be held.

The President says that during 5th week, just before the opening of nominations, seems sensible to him. He thinks this might boost applications to the appointed committee, and that lots of people often don't know what the appointed committee actually means until the interview.

Ms. Joshi asks what the access committee intends for such workshops in the long term, and how frequently they can occur.

Ms. Faruk says that discussion on this was short, but that they could occur once a term or once a year.

The President says it would be good to see how the first one goes, and move forward from there.

Ms. Collins says that as was discussed in access committee, the workshop could be conducted in conjunction with an information booklet.

Business of Mr. Webster

Mr. Webster has no business

Business of Ms. Joshi

Ms. Joshi has no business

Business of Mr. Parr-Reid

Mr. Parr-Reid has no business

Business of the President-Elect

The President-Elect has no business

Business of the Librarian-Elect

The Librarian-Elect has no business

Business of the Treasurer-Elect

The Treasurer-Elect says that she has amended her Standing Order change from the previous week. She says that the main modification is that directors of OUL would now be the Senior Treasurer, President and President-Elect. She says that carve-outs have been introduced to ensure that obligations to appoint the President or President-Elect should not apply if against the recommendations of the auditors, or if such appointment would be unduly onerous. She says that if such a carve-out applies, the President must explain this to the Standing Committee but that they cannot be obliged to do so, as a director has personal obligations.

The President says that he thought TSC had agreed that the Senior Treasurer and President would be directors, but not that there would be 3 directors including the President-Elect.

The Treasurer-Elect said that she thought we had agreed on the Senior Treasurer for the sake of continuity, but that for the sake of having time to iron issues out in terms of appointment, the President-Elect should be included.

The Senior Treasurer asks whether the Treasurer-Elect has read the articles of incorporation.

The Treasurer-Elect says that the company uses model articles.

The Senior Treasurer says that he believes that at the meeting with lawyers setting up OUL, it was understood that the Bursar, Senior Treasurer, President and President-Elect should be directors. He

said the supremacy of the President and President-Elect was recognised by the ability of the President to cast a deciding vote in a tied vote.

The Treasurer-Elect says that the articles of incorporation on Companies House do not contain the provision for the President to have a deciding vote.

The Senior Treasurer says that he thinks it would be a good idea to also have the Bursar as a long-term continuity director.

The Bursar says that the original intention was that she would be a director.

The Senior Treasurer says that being a director is an onerous task and should not be taken on lightly.

The Senior Treasurer says that the original intention was to give the President a casting vote.

The Treasurer-Elect says that the company uses the model articles and do not include such a provision, and that if this is to be included it would require a vote of the shareholders of the company, which is currently 99% the Union and 1% Mr. Charles Vaughan. She says the articles currently allow for the appointment of a chairman with a casting vote, but that there is no requirement that this be the President.

The Bursar says that the Standing Order contains two errors, firstly an error in the address and secondly a typo in section (e).

The Treasurer-Elect says that she is happy to make friendly amendments in both of these cases.

The Senior Treasurer says that he thinks we should ask our own lawyers about this suggested change to the rules.

The Treasurer-Elect says that this is just a change in the Union's rules, and creates no legal obligations.

The President says that he thinks that this is a good internal mechanism for appointing OUL directors, and that whilst some housekeeping issues with regards to OUL have been raised these are separate to this issue.

The Treasurer-Elect says that she thinks the only remaining issue is whether the Bursar should be included as a director.

The Bursar says that the original documents showing the original intention of including her as a director should be found.

The Senior Treasurer says that Standing Committee minutes should show this.

The Treasurer-Elect says that whilst the Standing Committee of 2015 may have decided on one thing, today's Standing Committee should decide here and now what its priorities are.

The President asks the Bursar whether she would like to discuss her inclusion outside of the meeting, or whether she is happy to be included in the Standing Order now.

The President says that including the Bursar in the Standing Order allows her to make her own decision about whether she should be appointed as a director.

The President-Elect says we should have a discussion based on the merits of the Bursar being appointed as a director.

The President says that he thinks it makes a lot of sense, because the Bursar already handles the administration of appointing individuals.

The Treasurer-Elect says that in a normal company it is the company Secretary that handles these issues, and whilst this person can also be a director it is not necessary that they be one.

The President-Elect says that the problem previously raised has been solved by the amended form of the proposal, and that the inclusion of Bursar is a separate issue to be discussed.

The President says that OUL being formalised should recognise its original intentions, and that it should be recognised that there is no meaningful OUL without Bursar. He says that as time moves on, directors who are President will have less and less knowledge of what it means to be a director and how the directorship should be used, and that the Bursar is the correct continuity figure to be a director, especially given the Senior Treasurer's retirement.

The Librarian-Elect asks whether votes of substance occur amongst the directors.

The President says that there has never been a formal meeting of directors or a vote as far as he is aware. He says that in his time as director, he has signed one contract after getting the consent of the other director and discussion with Bursar. He says that there are no management issues within OUL because it is so inevitably tied to the Society.

The President-Elect says that he thought the Senior Treasurer should be the point of continuity for OUL, and that Presidents can catch up with relevant issues on their short timescale.

The President says that because there is no limit on the number of directors, there is no issue with having the additional directorship of the Bursar.

The Bursar says that if there are three directors, one of the President and President-Elect always loses out if they are against the Senior Treasurer. The intention of four directors was to have a two-on-two check.

The Treasurer-Elect says that she could modify the Standing Order to include appointing the Bursar as company Secretary.

The President says that this is a separate issue, and that having the Bursar as a director ensures balance against the President and President-Elect.

The President-Elect says that he does not think the democratically elected President and President-Elect should be balanced by society staff.

The President says that democratically elected individuals in the society do not have the mandate to change budgetary policies of the Union without the consent of Standing Committee, and in the spirit of that they shouldn't be making financial decisions without the agreement of the Bursar and Senior Treasurer.

The Senior Treasurer says that he thinks it is unwise to have only three directors.

The President suggests that the Senior Librarian could be added as another director.

The Treasurer-Elect says that under current circumstances, the Bursar, Senior Treasurer and President-Elect could in theory appoint someone other than the President to be the Chair of directors, and that to do otherwise would require amending the articles of the company.

The Treasurer-Elect suggests that Standing Committee vote on the amendment to include Bursar, and then the change as a whole.

The Bursar says that it has already passed Standing Committee a few years ago, and that as a matter of principle the office of Bursar should be included because of their financial role in the society.

The President says that the committee is not bound by decisions of past Standing Committees, but that where the committee chose to undertake certain legal and financial action based on the understanding that the Senior Treasurer and Bursar would be directors of OUL.

The Treasurer-Elect says that she thinks it is fair for the Standing Committee to make a new decision, given that it has been three years since the last decision was made.

The Secretary asks whether it would be possible to obtain the minutes from the previous meeting to verify exactly what the Standing Committee agreed to.

The Senior Treasurer says that the previous agreement was at the recommendation of the Union's lawyers.

The Librarian-Elect suggests that the Treasurer-Elect moves an informal vote on the inclusion of Bursar, which should not bind the Treasurer-Elect to proposing a particular version of the Standing Order.

The Treasurer-Elect says that she thinks this vote should be conducted by secret ballot.

The President asks to clarify the two friendly amendments to the proposal, to correct the registered address and the typing error.

The President moves that clauses (a)(ii) and (b)(ii) of the proposed change be replicated in new clauses (a)(iii) and (b)(iii) and that the words 'Senior Treasurer' be replaced with 'the Bursar' in both cases

Seconded by the Treasurer

The motion fails, with five votes for and seven votes against

The President moves that this vote be conducted by secret ballot

Seconded by the Treasurer

Nem. con.

The Treasurer-Elect moves that Standing Order C8 be amended according to her proposed change

Seconded by the President-Elect

The motion passes, with 9 votes for (the President-Elect, The Librarian, The Treasurer-Elect, the Secretary, Ms. Collins, Ms. Dube, Ms. Timmons, Ms. Faruk, Ms. Joshi) and 1 vote against (the President)

Business of the Returning Officer

The Returning Officer says that she needs to appoint a new Deputy Returning Officer, and that the capability of this candidate needs to be approved by the Standing Committee. The Returning Officer reads the definition of capability, including that a candidate should be deemed capable if they are capable of fulfilling any one of the duties of a Deputy Returning Officer. She says that under this definition Patrick should be capable.

The President says that he does not think it is appropriate for the Returning Officer to tell member of committee the appropriate way to construct the test of capability.

The Returning Officer says that capability is defined in the rules.

The President says that he accepts this, but that it is not appropriate for the Returning Officer to tell the committee how the definition should apply in any specific case.

The Returning Officer moves that TSC deem Mr. Patrick Cole to be capable to be a Deputy Returning Officer

The motion passes, with 8 votes for and 4 votes against

The President moves that this motion be conducted by secret ballot

The motion passes, with 12 votes for (the President, the President-Elect, the Librarian, the Treasurer, the Secretary, Ms. Collins, Ms. Dube, Ms. Timmons, Ms. Faruk, Mr. Webster, Ms. Joshi, Mr. Parr-Reid and 0 votes against

The Returning Officer says that the Secretary must post a list of approved DROs within 15 minutes of the end of this meeting. She says that Standing Committee may now make a corporate objection to Mr. Cole's appointment.

No member wishes to move a corporate objection

The President says that he forgot to call an emergency meeting of the Standing Committee to hold the election for the Chair of Consultative Committee for Tuesday, and that he will call this after the end of this meeting for Tuesday evening or Wednesday morning.

Business of the Access Officers

The Access Officer (Mx. Wong) moves that TSC ratify Mr. Naren Koratamaddi as an elected member of the Access Committee.

Seconded by the President

Nem. con.

The Access Officer (Mx. Wong) says that Access Committee is currently in the process of preparing a survey to be sent out to all members, and that the President-Elect is drafting this.

The President-Elect says that this survey will be ready by the following week's TSC.

Business of the Chair of Debate Selection Committee

The President moves a motion of thanks to Mr. Andrew Seow, Ex-CDSC, Lincoln College, for serving for three terms

Nem. con.

The President moves that TSC move in camera in accordance with rule 24(g)(iv)(4) at 17.25

Nem. con.

The President moves that TSC invite the Bursar in camera

Nem. con.

The President moves that TSC move ex camera at 17.40

Nem. con.

Changes to the Composition of this Committee

The President notes that Mr. Patrick Cole has resigned as CCC, and says he will call an emergency meeting of TSC to elect the new CCC as soon as this meeting is over.

The President moves that TSC thank Mr. Patrick Cole for his service as CCC

Nem. con.

Any Other Business

The President says that he forgot to say that both the Treasurer-Elect and Mr. Patrick Cole received press requests with regards to Mr. Cole's resignation, and that they did not comment, both asked Cherwell to contact the President, but Cherwell did not contact him.

Ms. Faruk asks when the winning floor speech videos will be uploaded to YouTube.

The Librarian says that these will be uploaded.

The Treasurer-Elect asks about the as-yet unratified appointed officials.

The President says that we are waiting for the Access Officers to set tasks for these officials to demonstrate they are completing before they can be ratified.

The Access Officer (Mx. Wong) says that the task given to the acting International Officer was to organise a larger-scale event than would usually be the case, and that he is preparing to organise a pub quiz.

Mr Adam Watson enters the room at 17.43

The Access Officer (Mx. Wong) says that the acting Women's Officer is working on a project that in their view is indicative of working beyond the minimal expected requirement of someone in that portfolio, and that they think that Chin Wee and Minal are making good progress towards being ratified.

Date of Next Meeting

- Monday of 5th Week, Michaelmas Term 2018 at 16:00 in the President's Office

The President closes the meeting at 17.45

Signed,

Nick Brown
Magdalen College
Secretary