



Minutes of the Meeting of the Trustee Board
Tuesday 29th September 2015 – EEG 020

Present:

Wesley Hudson (President - **Chair**) - WH
Lewis Arnold (VP Education) - LA
Hemaka Pathiranage (VP Student Activities) - HP
Natalie Hanson (External Trustee)- NH
Richard Bishop (External Trustee)- RB
Jill Wilson (External Trustee) - JW
Diane Noble (Student Trustee)- DN
Zac Pritchard (Student Trustee) - ZP
Alice Gentle (Student Trustee) - AG

In attendance:

Sophie Williams (SU Chief Executive) - SW
Helen West (Partner, Crowe Clark Whitehill) - HW
Lucy Robson-Cropper (Minuting Secretary) - LRC

1. Attendance and apologies

- 1.1** The Chair welcomed trustees and Officers to the meeting. Due to full attendance no apologies were noted.

2. Minutes of the last meeting

- 2.1** Minutes of the previous meeting were unavailable. The Chair and trustees thanked LRC from the University's VC's office for providing minuting secretary support for this meeting. It was anticipated that a member of the SU team would be identified to provide future minuting secretary support.

3. Matters arising

- 3.1** No matters arising were noted.

4. Declaration of Conflicts of Interest

- 4.1** No conflicts of interest were noted.

5. Administration Matters

- 5.1** A competitive process had been undertaken to identify and appoint a new External Trustee. The Chair welcomed successful candidate Jill Wilson to the meeting. JW previously worked as Director of Student Services at Aston University until her recent retirement and prior to that worked for many years in a Students' Union. The group formally approved JW's appointment.
- 5.2** Agenda items 10 – 13 (Executive Committee Minutes; Union Council Summary; Board of Governors; Any Other Business) were formally approved as standing agenda items.

- 5.3** A proposed regular agenda item schedule was circulated and approved. (Appendix 1)

6. Finance Matters

- 6.1** Helen Drew, Partner at auditors Crowe Clarke Whitehill, provided the Board with an overview of their report following a financial audit for year ending 31 July 2015.
- 6.1.1** Accounts had been substantially completed by the auditors, but final completion was subject to the resolution of an anomaly with ATM reconciliation currently being investigated, (see item 2.1 Chief Executive Officer's Report, Appendix 2). A number of systems and controls issues were highlighted within the report as significant, and requiring attention.
- 6.1.2** Commercial in Confidence item
- 6.1.3** Commercial in Confidence item
- 6.1.4** It was noted that Yourcash have a contractual agreement with the SU for 5 years. A figure for early termination has also been requested.
- 6.1.5** Commercial in Confidence item
- 6.1.6** It was noted that self-fill cash machines were a security risk and very time-consuming for SU staff to manage and, therefore, other options were being considered.
- 6.1.7** The Board acknowledged and thanked SW for the time and effort she and colleagues had spent to date in trying to resolve the issue.
- 6.1.8** HD drew the Board's attention to other areas where they may wish to focus attention, which the Board duly noted. SW reassured the Board that processes and policies were being put in place to address all outstanding issues.
- 6.1.9** It was suggested that the current Board of Trustees should consider becoming a limited Company. It was suggested contacting the NUS for their advice.
- 6.1.10** The Board gave their approval for HW to report the results of the audit to the University's Audit Committee.
- 6.2** Commercial in Confidence item
- 6.2.1** SW acknowledged the assistance the University had given the Union in terms of staff time to support the implementation of new, robust financial processes.
- 6.2.2** The Union intended to move away from the current level of cash handling and move to using BACS payments wherever possible.
- 6.2.3** Commercial in Confidence item
- 6.2.4** The Board acknowledged progress in reforming financial processes would happen at a slower rate than desired due to other pressing issues which needed to be addressed. Longer term, the Union wanted to prioritise the core areas of student representation and support rather than income generation. A key to success would be to negotiate an increased block grant from the University.
- 6.3** The budget had not been confirmed for 2015/16 at the time of the meeting, but it was anticipated it would be at least equal to the previous year.
- 6.4** An audit had been undertaken by the University's external auditors, Baker Tilly in March 2015. The University had confirmed they were not expecting a

formal report in respect of the recommendations made. The University had subsequently appointed a new team of Auditors to work with the Institution, and the SU Management Team had requested no further audits until mid-2016 to allow time for changes to be implemented.

- 6.5** Month end management accounts for August were not available, but it was anticipated they would be provided from October onwards.

7. Governance Matters

- 7.1** Terms of reference for the Board (Appendix 3) were provided and agreed and were scheduled to be reviewed at the end of academic year, with the new Officer Team.
- 7.2** Val Yates, the University's Director of Access and Inclusion, was formally approved as the Deputy Returning Officer for SU elections in academic year 2015/16. The Returning Officer position would be fulfilled by the NUS.
- 7.3** The AGM was suggested for November and the SU intended to ask the NUS President to address attendees.

8. Officer Priorities

- 8.1** The President reported that this year's Fresher's week had been the most successful yet in terms of student attendance, enthusiasm and engagement. A number of new initiatives had been trialled, including 'SU at Home', where freshers were encouraged to come and chat informally to the SU team.
- 8.2** Commercial in Confidence item
- 8.3** The VP Student Activities reported that the sports and societies fair at Fresher's Week had been very busy and was enthusiastically received. 18 more clubs and societies had been registered than in the previous year.

9. Chief Executive Officer Report

- 9.1** SW provided the Board with a comprehensive report (Appendix 2) which was welcomed. Staff and Officers had agreed 6 core values: Professional; Student-centred; Inspirational; Positive; Accountable; and Entertaining. The Board approved and endorsed these values.

10. Executive Committee Minutes

- 10.1** Minutes for the previous Executive Committee meetings were not available. The Officers agreed that a new more professional approach should be adopted in the future with the Full time and Part-time officers meeting monthly, prior to Student Council. The Committee would act as an intermediary between the Union's members and Student Council and discuss campaigns and emerging student priorities.

11. Union Council Summary

- 11.1** The President reported that at 44 members, Union Council had become unwieldy and it had become very difficult to reach quoracy or agreement on issues. The amendments agreed by the recent Student Council to reduce the Student Council membership whilst retaining wide representation was approved by the Board. The meetings and their outcomes would be publicised to encourage students to attend as observers.

12. Board of Governors

- 12.1** The University's next strategic plan had been discussed at the most recent Board of Governors extraordinary meeting, and would require the SU's input. The Governors had requested an update on the SU Officers financial situation at the next meeting in October.

13. AOB

- 13.1** Further training opportunities and arrangements for the Board were discussed. Trustees were asked to contact WH if they felt they required additional training in order to carry out their role on the Board.
- 13.1.1** It was agreed to look for further information about the Trustee training offered by the Outreach officers from the Charity Commission (CC).
- 13.2** A vacancy existed on the Board for an additional Student Trustee. The position would be advertised via the usual channels, and applicants go through a formal interview process. JW and AG agreed to be on the Appointment Panel.

Meeting Ended Summary of Actions

Action	For	To be completed by
1. Agenda to include item on merits of incorporation for Trustee Board Meeting early 2016; Chair to contact NUS for advice	WH	Early 2016
2. DN to investigate Charity Commission Trustee training	DN	Update on 17th November 2015
3. WH to progress the appointment of a replacement Student Trustee	WH	Update on 17 th November 2015

Date of next meeting: Tuesday 17 November 2015