



## **Students' Union Trustee Board**

**Minutes of the Meeting of the Trustee Board  
Tuesday 8th March 2016 – EE G020**

### **Present:**

Wesley Hudson (President - **Chair**) - WH  
Lewis Arnold (VP Education) - LA  
Hemaka Pathiranage (VP Student Activities) - HP  
Jill Wilson (External Trustee) - JW  
Natalie Hanson (External Trustee) - NH  
Diane Noble (Student Trustee) - DN  
Alice Gentle (Student Trustee) - AG  
Matt Sargent (Student Trustee) - MS

### **In attendance:**

Sophie Williams (SU Chief Executive) - SW  
Rob Cox (SU Finance Manager) - RC  
Samina Fiaz (SU Finance & HR Assistant, also Minuting Secretary) - SF  
Helen Drew (Partner at Crowe Clark Whitehill) - HD

### **1. Attendance and Apologies**

- 1.1** The Chair welcomed Trustees and Officers to the meeting. No apologies noted.

### **2. Minutes of the last meeting**

- 2.1** Minutes of the previous meeting were approved.

### **3. Matters arising**

- 3.1** Commercial in confidence item
- 3.2** NH confirmed that she would not be continuing with her appointment as an External Trustee beyond her term of office.
- 3.3** Commercial in confidence item
- 3.4** Commercial in confidence item
- 3.5** The Officers shared with the Board a diary of their commitments over the year within their respective roles with respect to the proposal for a new position of VP Welfare and Community. The Board agreed that the position would be considered as part of the 16/17 budget process and agreed that it seemed an appropriate response to the needs of the membership. This was discussed further late on in the meeting - see 8.3 below.

#### **4 Declaration or Conflicts of Interest**

**4.1** The Board agreed that they were happy with the revised Declarations of Interest form. All members were asked to complete it and return to SF as soon as possible.

#### **5 External speakers / Freedom of Speech**

**5.1** WH reported that the Officers had received a draft Code of Practice relating to this from UW on which they had made initial comments. He reported that Student Council agreed for Societies to be consulted on the Code. WH to update the Board at the next meeting.

#### **6. Finance Matters**

##### **6.a.1 Final Year End 2014/15 Management Accounts**

HD confirmed that everyone had a copy of the final draft accounts (item 6 a i) which would be filed with the Charity Commission. HD went through the accounts with the Board page by page and answered the Board's questions around restricted and unrestricted funds, the calculations for floor-space, SUSS pensions expenditure, and operating reserves.

This overall picture was a deficit of £153K.

It was confirmed that the accounts had been presented and discussed at the Finance Sub-Committee the week before. It had been discussed there that the significant loss in commercial income from projections had not expected by the trustees at the time and no sense had been given by the previous management to expect this. It was also noted that the board were now trying to approve accounts for a period when most were not present.

It was confirmed that nothing had happened during the accounting year which had not been covered. Changes to the members of the Board during the period were also confirmed.

The Board approved the accounts. WH signed the accounts and letter of representation.

HD distributed the final version of the CCW Audit Findings report.

SW confirmed that the final accounts would be submitted to the Finance and Development Committee at the University in early April, and to the Charity Commission before the deadline at the end of May.  
[HD departed from the meeting]

##### **6 a ii December Management Accounts 15/16**

It was noted that these had been presented and discussed at the Finance Sub-Committee the week before. RC briefly went through these with the Board and stated that they had also been sent to CCW and the University. The VAT return for the last quarter had now been completed and January and February 2015 accounts could now be worked on. The aim going forwards would be to submit monthly accounts, commencing as soon as possible.

**6 b Block grant 2016/17 submission**

It was noted that a first draft had been presented and discussed at the Finance Sub-Committee the week before. SW circulated an updated planning document to go with the budget. RC confirmed that the move to becoming a CLG, pensions liabilities and establishing a subsidiary limited company were now added into the budget. It was reported that there had been a steady decline in the Shop and Bar takings and there was a need to work on generating Bar Income. The Bar and Commercial Manager would look at identifying alternative income streams which would always be a challenge for SU's. There was a need to establish intuitive budget lines with more funding for legal costs, provision of bad debt and provision for recruitment of new staff. Such items had not previously been covered in the SU budget. A fund for rebranding had also been discussed at the Finance subcommittee meeting. It was accepted that further discussions or amendments may well be needed depending on the agreed block grant.

The proposed budget was approved to go to the University the next day, 9<sup>th</sup> March.

**6 c Move to CLG**

RC updated the Board on information from the NUS Finance Conference he recently attended. He explained that most SU's were moving towards a CLG and that should the SU decide upon this, there support from NUS for implementing this. However, it was a lengthy process of between six and twelve months with the cost of legal fees. This was included in the draft 16/17 budget, with the potential cost of re-branding. The purpose of moving to CLG status was to limit liability on the trustees.

RC had also been investigating setting up a subsidiary limited company for non-charitable income and was awaiting further details from NUS.

RC and SW updated the Board after attending the AGM for SUSS (Students' Union Superannuation Scheme). SUSS have to re-open the scheme to enable SU's to register as a CLG. It was likely that this would happen between 1<sup>st</sup> July and 30<sup>th</sup> Sept. The decision would also be affected by the 2016/17 block grant. It is agreed that the move to incorporation may have to occur in 2017, if it the SU was unable to administer the move in time for the window of opportunity later this year.

**6 d Review of Reserves Policy**

At present the reserves policy is for 6 months and it was agreed at the Finance Subcommittee that RC would gather figures for 3 and 6 months reserves, ready for the next Finance Subcommittee. It was decided that discussions would be deferred to the next TB meeting

when recommendations would be given. Consideration would also be given as to whether reserves should be held in different accounts.  
[RC departs]

## **7. Governance Matters**

### **7 a Student/External trustees**

**7.a.1.** WH confirmed that with Student Elections now over, student trustee recruitment would commence. Regarding the vacant External Trustee positions, the board agreed that a previous applicant who had had a very good interview should be approached and would be offered the role if they were still interested. The board were informed of another possible candidate who had shown interest in becoming an External Trustee. SW had made contact with them already, offering for them to come in to discuss the role.

### **7 b HR & Remuneration Subcommittee**

An update was provided on the first meeting of the HR Subcommittee. The Board was pleased that a good start had been made and thanked the union for ensuring that the sub Committee meetings were held before the TB meeting.

### **7 c Risk Register**

As agreed in November's meeting, the Register had been updated. The Board were happy to approve what was presented. SW updated the board on some of the risks such as cash transactions which would move to 'medium risk' as the ATM's would very soon be managed by the University.

## **8. Officer Reports**

**8.1** HP updated the board on the presentation given to the University Executive committee. Officer job descriptions and the need for a new Welfare Officer were some of the items of discussion during the presentation. HP confirmed that Varsity fixtures were being finalised and that more STARS were now logging their volunteering hours. A brief discussion was had regarding those STARS who don't log their volunteering hours.

LA updated the Board on the STAR forums he had attended, with two more left to attend. There had been a high turnout for Timetabling, Personal Academic Tutors and Assessment and Feedback but a low turnout for Library Services. LA was intending to reshuffle the agenda for forums in the hope of improving attendance.

The Board were informed that officers had delivered some training on the Learning Institute at Cornwall recently. Forty students (UW students based at Cornwall) attended the training which included STARS training and issues on distant learning. The feedback received from these students will enable improvements in future training and LA was liaising with the University regarding funds for training.

LA was also meeting with Institute Reps on a monthly basis. Volunteering week had been a success with a good turnout, the Officers had a very good week attending various volunteering activities.

- 8.2** LA recently attended the Institute Rep Forum where the process for electing Institute Reps was discussed. At present Reps are selected by interview with the SU/University. However, the title 'Representative' suggests that they should be elected. Being selected also means that they can't sit on Student Council, which places more pressure on the Union to recruit additional Reps from each Institute for that purpose. The Board agreed this was not ideal and discussed the differences in elected and selected reps, the selection process and the involvement of Academics in the process. It was noted that at some other SU's Institute Reps are elected as part of the By-Elections in October. The Board agreed that LA would discuss this matter in his next report and would update the Board at the next meeting.

- 8.3** The Board received an update on the Elections, confirming a total of 1,112 voters. Jade Haley had been elected as President, Hemaka had been re-elected as VP Activities and James Gunther had been elected as VP Education. The new Officers would commence their appointments on 6<sup>th</sup> June.

The potential 4<sup>th</sup> Sabbatical Officer position was discussed, with the job descriptions for all four roles sent with the papers. Currently WH had been undertaking the welfare duties as well as his own job, with LA supporting Wesley whenever possible. Having a fourth Sabbatical Officer would ensure more could be achieved for students as WH and LA have not been able to fully commit to their manifestos.

It was queried whether the VP Activities job description covered the welfare duties. SW confirmed that it was in a very old job description in one-line but had been added to the Presidents' job description this year.

It was added by a member of the Board that the SU was changing from a commercial to welfare orientated focus so it would be a valuable new position with growing importance. It was explained that the University are very concerned about mental health issues and with the University going through a period of growth, the role would be very important.

LA summarised that the University had one Officer for every 3,800 students and that it was now rare for an SU to only have three Officers, most have four or five. The decision would lie with the Trustees and would be dependent on University funding.

It was agreed that the SU should include funding for the fourth Officer within the block grant.

## **9. Chief Executive Officer Report**

- 9.1** The Board approved the Core Strategic Goals drafted by staff. A brief update was given around pensions as it had also been discussed

above. Regarding the VAT issues, it had been discovered that SU's adopt different practices so RC is still investigating this. SW confirmed she would be attending a meeting this week with the University to finalise the draft SU Health and Safety policy.

**9.2** Commercial in confidence item.

**9.3** SW informed the Board that Bar Sales were lower on the previous year but should improve as cost of sales reduced towards the end of the year.

**9.4** SW gave a further elections update, providing various statistics on the voting population, noting that the 2<sup>nd</sup> highest amount of votes (17%) came from the Business School on Campus. It was noted that there was still some way to go in terms of student engagement on campus and that, whilst a very similar number of votes had been cast over 3 days (rather than 5), that the candidates needed to be more active and the promotion more overt.

## **10 Executive Committee Minutes & 11 Student Council Summary**

LA confirmed that the Executive Committee meeting was held before the Student Council meeting and both had a similar agenda. The Executive committee advised that improvements in communication between Officers and Staff at the SU were needed as the Executive Committee had often done a good job but this was not always communicated to SU core staff to promote or follow up. He reported a Woman's Officer had been co-opted onto Student Council and that she seemed very active and keen. Other items discussed by Student Council were the Prevent strategy and external speakers. Maggs Day Centre had also been approved as the SU's third RAG charity.

## **12 Board of Governors**

**12.1** WH updated the group that meeting of the Board of Governors was held on 22<sup>nd</sup> February. The Governors had noted that good progress was being made within the Union after challenging times. The changes to Bye Law 5 had been approved and Prevent strategy had been discussed.

## **13 AOB**

**13.1** Questions were asked around Celebration Week and if the dates and details so far could be placed on the website. Hemaka confirmed they were having to look into alternative venues for the Societies Ball, in consultation with the members.

**Meeting ended**

## Summary of Actions

Action	For	To be completed by
All Board members to return completed Declaration of Interest Form to Samina	All	Asap
Contact candidate with regards to a position as External Trustee.	WH	asap
Website to be updated with current details relating to Celebration Week	Sophie	That week

**Date of next meeting: Tuesday 31st May 2016, 6pm**