

Students' Union Trustee Board

Minutes of the Meeting of the Trustee Board
Tuesday 2nd October 2018 – EE G024 @ 6pm

Present:

Lucy Conn (Chair) - LC
Euan Morrison (VP Education) – EM
Harrison Jarrett (VP Student Activities) - HJ
Elaine Spalding (External Trustee) – ES
Margaret Jolley (External Trustee) – MJ
Melanie Brittain (External Trustee) – MB
Robert Hampton (Student Trustee) - RH

In attendance:

Sophie Williams (SU Chief Executive) - SW
Samina Fiaz (SU HR & Admin Coordinator, also Minute Secretary) – SF
Robert Cox (SU Finance and Commercial Manager) – RC
Stephen Anderson (Auditor – Knox Cropper) - SA

1. Attendance and Apologies

No apologies were noted. It was noted that the new Student Trustee recruited before the summer break had decided not to take up the role due to other commitments. Board members introduced themselves and the appointments of the new Trustees, Melanie Brittain and Robert Hampton were approved by the Board. It was also confirmed that all trustees were directors of the new Trading Subsidiary Company. (Item 6 on the agenda, therefore, covered here)

2. Minutes of the last meeting

2.1 Minutes of the previous meeting were approved.

3. Matters arising

- 3.1 There were no actions from the last meeting.
- 3.2 SW will contact Emily Thompson-Bell (at NUS) again regarding the revised guidance note from NUS on the move to from an affiliation fee to a 'grant', which was still called a 'membership contribution' in the communications from NUS regarding the confirmed sum for this year.

4. Declarations or conflicts of interest/ Register of declarations of interest

None.

RH would be submitting his completed paperwork to SF ASAP for the Register.

Action – RH to submit necessary paperwork to SF for the Register of Declarations of Interest.

5. Chief Executive Officer Report

- 5.1 SW informed the Board that she had been called to Jury Service in November (which she had not disclosed in her report), and would be returning to work just

before the next Trustee Board meeting, so apologised that the papers for the meeting might be one or two days late on this occasion. The Board were understanding of this.

- 5.2 EM queried Totum card sales. [Commercial in confidence]

6. Approval of new Trustees and Directors to Trading subsidiary

Approved at the beginning of the meeting.

7. Year end Accounts – 2017/18 and Auditors' Management Letter

- 7.1 SA updated the Board on key points from the year end accounts. The overall surplus was slightly lower than last year but was still above budget. Bar sales had increased and so had the reserves. [Commercial in confidence]
- 7.2 The recent audit had run smoothly with the Auditors reporting good accounting policies and a clean audit.
- 7.3 There were no questions regarding the year end accounts and these were approved by the Board. Hard copies of the accounts would be sent to the SU President for signing on behalf of the Board, as well as the Auditors Management letter.
- SA is thanked for attending and updating the Board and then leaves the meeting.

8. WSU Auditors

- 8.1 The three year contract with the SU auditors, Knox Cropper, is coming to an end and the Board needed to decide on a course of action. The three options were:
- I) Go to tender
 - II) Offer Knox Cropper a two year contract (one year plus one year for the SU to tender in Spring 2020).
 - III) Enter into a new three year contract with Knox Cropper.
- Regulatory advice is that an organisation should not have the same auditors for more than two consecutive 3-year terms. RC and SW informed the Board that there had been no issues with Knox Cropper and that they had often given more time and advice than contracted to e.g. with the migration to SAGE. It was noted that the SU did not want the relationship to get too comfortable though, to ensure sound auditing practices.
- RC proposed a new one year contract with Knox Cropper plus an additional one year when the SU would go out to tender.
- Action** – SW to email Knox Cropper to offer a new contract.

9. SUSS Update- options on way forward re: legal issue

- 9.1 SW and RC would be attending a meeting in Birmingham on 12th October regarding the SUSS Pensions. NUS have proposed some different options, requesting that SU's each consult with their boards on their preferred option by the date of the meeting. SW briefly updated RH on the ongoing issues with the SUSS pension scheme and would provide further detail during his induction training.

9.2 The Board discussed at fair length the pros and cons of the various options and NUS's preferred option. [Commercial in confidence]

9.3 The Board further questioned why SU's couldn't plan for two or three options and why a decision had to be made by January 2019 which was in the near future.

Action – RC to email NUS Director of Finance with all of the Board's questions and report back to the Board, if possible before the 12th, via email for a decision to be made.

10. Ratification of Bank Mandate Signatories

Each academic year, new Officers are added as bank mandate signatories. Bank mandates require two signatories; the Chief Executive plus one Officer so all three Officers are added to ensure one Officer is available when required. The board approved for LC, HJ and EM to be updated as bank signatories in place of the previous Officers. It was agreed that going forward, signatories would be ratified in May board meetings so that enough signatories are available over the summer period.

Action – SW to update signatories list and also update the schedule of agenda items for signatories to be ratified in May board meetings in future.

11. Strategic Plan

The Strategic plan was approved by the board.

12. Appointment of Deputy Returning Officer and Returning Officer (elections)

SW stated that the Trustee Board was responsible for approving a Deputy Returning Officer and Returning Officer annually, to oversee the SU's Elections. The current Deputy Returning Officer, Val Yates (Director of Inclusivity) had agreed to continue as DRO again this year. The Returning Officer is NUS. The Board approved these appointments.

13. Appointment of Supervising Trustee for 2018/19

ES was the supervising trustee for 2017-18 and agreed to continue for one more year.

14. Board Sub-committees

EM gave an update from the HR and Remunerations Sub-committee, which included recruitment of core staff, student staff and student trustees as well as SW's objectives, and any staff performance issues [Commercial in confidence]. The Board also approved a modest uplift to RC's remuneration. This followed a paper received by the HR Committee who were minded to approve the modest increase suggested on the basis of merit.

LC updated the board on discussions at the Finance sub-committee which included the end of year accounts, the increase in the PPF levy, income from Welcome Week and student staff salaries. [Commercial in confidence]

15. Officers' Report

15.1 HJ updated the board on key activities over the summer and the start of the academic year, including:

- The SU received a 'highly commended' award at the National Student Fundraising awards.
- 212 students had been trained at committee training.
- 33 volunteers had been trained at SU Crew training.
- 90 staff attended the SU Staff Open day, with the day proving to be a success once again and more staff attending than last year.
- The Early starters fair had gone very well with more students attending than last year due to the SU delivering an early starters fair for the first time. The SU supported early starters and various events were run with a good turn out from students. Events for the International students had also run smoothly and the students had settled in well.
- More than 4000 students had attended the Welcome Week fairs, with 31 external organisations running stalls. There had been slightly fewer students at the Sports and Societies fair this year (less than 2000). This was potentially due to sports 'away days' being held on the same day. This would need to be checked next year to ensure there isn't a clash next time.
- Nominations for the Autumn Elections were currently open. There had been some technical issues with some students not being able to log into the SU website hence they wouldn't be able to vote (or join/pay for memberships). The UW IT department, as well as the website provider, had been contacted to address the issue.
There was a further technical issue whereby students on certain courses could not run in the elections or vote for School Reps as they were not being recognised on the system, following the recent restructure of schools/institutes at UW. This issue could, at worst, result in a delay in the elections. The SU Student Engagement Manager had contacted various senior UW staff so the issue could be addressed and resolved ASAP as a delay in the elections would delay student council and executive committee from forming. The Board encouraged the Officers to continue to press the issue and that of the wider issues of up-to-date data that EM had described.
- Last year EM had worked on the code of practice for academic representation. This had gone to LTSEC for approval and was largely well accepted.
- School representatives had all been recruited with the exception of two.
- The first ever SU Colour Run on National Fitness day had been a huge success with over 200 participants. The Officers were congratulated for a great start to this event, which will hopefully become annual, fundraising for RAG.

16. Executive Committee Minutes

No executive committee had met as there are no students elected in to office yet.

17. Student Council Summary

Student Council will form after the Elections.

EM had called for the existing and remaining members of Student Council, however, to approve a motion for WSU to support the campaign for a People's Vote on the final Brexit deal, which NUS are supporting. Passing the motion would mean that Worcester students would join students from other NUS affiliated unions for the People's Vote March in London in a few weeks. Student Council voted in favour of the motion and NUS were arranging for free transport to London for students at affiliated SU's. The Trustees approved the motion too.

18. Board of Governors summary

A Board of Governors 'Away Day' had taken place earlier on today. Some panel discussions had taken place, with LC involved, and also a guest speaker around the Higher Education structure, value for money and other sector 'hot topics'. The UW Strategic plan was also discussed and the SU Officers were thanked for their input during the day. SW clarified to the Board that EM and LC were Governors but HJ was not but is always invited to attend as an observer.

Meeting ended.

Summary of Actions:

Action	For	To be completed by
RH to submit necessary paperwork to SF for the Register of Declarations of Interest.	SF	RH
SW to email Knox Cropper to offer a new contract.	SW	ASAP
RC to email NUS Director of Finance with all of the Board's questions and report back to the Board, if possible before the 12 th , via email for a decision to be made.	RC	ASAP
SW to update signatories list and also update the schedule of agenda items for signatories to be ratified in May board meetings in future.	SW	ASAP

Date of next meeting: Tuesday 27th November - 18:00, EEG020