

## Students' Union Trustee Board

**Minutes of the Meeting of the Trustee Board**  
**Tuesday 13<sup>th</sup> March 2018 – EE G021 @ 6pm**

**Present:**

Jade Haley (Chair) - JH  
Euan Morrison (VP Education) – EM  
Jill Wilson (External Trustee) – JW  
Elaine Spalding (External Trustee) – ES  
Margaret Jolley (External Trustee - MJ  
Ivan Steblyuk (Student Trustee) – IS  
Abigail Toon (Student Trustee) – AT

**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; (for up to and including item 11)

**1. Attendance and Apologies**

Apologies were noted for Sophie Glenny (VP Student Activities - SG) and Paul Kellard (Student Trustee) – PK

**2. Minutes of the last meeting**

- 2.1 Minutes of the previous meeting were approved.
- 2.2 It was agreed that three items would be discussed under AOB:
  - (i) External and Student Trustee recruitment
  - (ii) External review of the Trustee Board and
  - (iii) possible reasonable adjustments to be made for the President Elect.

**3. Matters arising**

- 3.1 The Midland Managers meeting which SW was due to attend had been cancelled due to the Elections period. No new date had yet been set.
- 3.2 Re: second authorised signatories on bank accounts; RC had spoken to Knox Cropper who confirmed that it was standard practice to have one authorised signatory.
- 3.3 JH and EM had met with the Student Engagement Manager to discuss the NUS Governance Code.

**4. Declarations of conflict of interest**

None

**5. Chief Executive Officer Report**

- 5.1 The Board had received the paper on the CE report and no questions were asked in relation to this.

## 6. Visit from NUS (Emily Thompson-Bell)

6.1 SW gave a verbal update to the Board on this visit. Emily Thompson-Bell (ETB), a senior manager in Engagement Services at NUS had attended WSU to discuss various things, including:

- Communication issues and a lack of information from NUS and how to resolve them; which Emily would follow up.  
**Action – SW to chase up ETB regarding agreed ETB would follow up from the meeting.**
- The benefits of NUS membership, which included NUSSL, NUS UK, NUS Charitable Services, NUS Extra and NUS Media Local.
- The affiliation fee which was being changed to a grant. ES had asked NUS to write to the Board to explain the changes and confirm there were no risks or repercussions.
- The cap in the affiliation fee
- The cost of training and conferences, which ETB explained are usually cost neutral or run at a loss to NUS.

SW stated that the initial work on the NUS Cost/Benefit Analysis suggested that it is financially beneficial for the SU to remain affiliated with NUS. More information would be provided at the next Board meeting.

## 7. Update from SUSS Skype Meeting

SW presented to the Board a PowerPoint on the legal issue surrounding SUSS. It was advised that the SU needed to find out when we'll know whether we are affected by the issue.

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**Action: RC to discuss further with the Finance Director of NUS and the SU's auditors.**

**SW and RC would also look at facilitating a potential pre-meeting with other SU's before the SUSS AGM at Birmingham.**

## 8. Draft WSU KPI's

The Board approved the KPI's which would be published on the SU website.

## 9. Monthly Management Accounts – January 2018

9.1 RC took the Board through the key points from the January accounts, which generally painted a positive picture.

9.2 The Board approved the accounts.

## 10. Additional Bank Accounts

10.1 Following on from previous meetings and with all external trustees present, a discussion was had on the issues with setting up additional bank accounts. The lack of additional security with HSBC accounts was considered and whether a risk-based approach was needed in terms of the risk of fraud with only one signatory on a HSBC account versus the risk of collapse of the Co-op Bank. The Board agreed that further advice would be sought from the Auditors and further

information from HSBC around security concerns related to their account. The Board agreed to have the Trading Subsidiary as the third Co-op Account.

**Action: RC and SW to meet separately with HSBC to seek further advice, with AT present if possible.**

**RC to seek advice from Knox Cropper on the risk in their view associated with each option (moving to HSBC versus staying with Co-operative bank).**

- 10.2 The Board agreed that, once a final decision was made, an addendum should be written to the relevant future Trustee Board meeting minutes explaining how and why the decision was made (regarding opting for an additional bank account with a new bank or choosing to stay with the Co-operative), for the information of future Trustees.

### **11. Approve 2018/19 Draft Budget Submission**

- 11.1 The University Finance department were very supportive of the Union and understood the reason for submitting two budgets. [Commercial in Confidence]  
The Board approves the budget submission.

### **12. Review and approve WSU Finance Procedures and Reserves policy**

Approved by the board.

### **13. Annual report of external speakers**

For information. No questions asked by the Board.

### **14. Board Sub-committees**

- 14.1 Key points from the agendas of the Finance subcommittee and HR Subcommittee were reported on. MJ added that the SU Staff team were very busy, with no slack, and were delivering on their objectives.

### **15. Officers' Report**

- 15.1 EM updated the Board on recent events at the SU.  
There were no questions from the Board.

### **16. Executive Committee Minutes**

- 16.1 Executive Committee had met once since the last Trustee Board meeting. JH had updated the committee on what the SU are working on, including key projects and KPI's. Committee members had also been involved in some positive activities including some successful campaigns and events e.g. LGBT+month. It was felt that the current Part-Time Officers are very engaged, accomplishing much more which was very positive for the work of the SU.  
Executive committee will meet again next month.

### **17. Student Council Summary**

- 17.1 Student Council had met once since the last Board meeting. Similar discussions took place to that of Executive Committee. The next meeting would take place next week with a focus on the upcoming NUS Conference.

## 18. Board of Governors Summary

- 18.1 JH updated the Board on the key discussions at the Board of Governors meeting where David Green had congratulated the SU on the record voter numbers in the recent annual SU Elections.  
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## 19. Any Other Business

- 19.1 With regards to Student Trustee Recruitment, it was established that all three Student Trustee positions would need filling for the next Academic year. PK had reached the end of his two-year term. IS and AT would both be on placement years as part of their study courses hence would be resigning from their posts. The Student Trustees queried whether the current bye laws were discriminatory against placement students as they were unable to do two consecutive years on the board and would need to reapply if they wished to return for a second year after placement. **The Board agreed that if IS and AT wished to return for a second year as Student Trustees, they should be allowed to in the 2019/20 academic year, if there were Student Trustee vacancies at that time.** JW had also come to the end of her term as External Trustee and had decided not to do a second term. Recruitment timetables were in place for both Student and External Trustees with Student Trustee interviews scheduled for early May hence the potential for new Student Trustees to be invited to the May Trustee Board meeting. External Trustee interviews would take place in June. An Appointments Panel would need to be agreed. This would need to consist of an Officer, an External Trustee and a Student Trustee.  
**Action: SF to invite the Appointments panel to Trustee shortlisting and interviews.**
- 19.2 An external review of Trustee Boards was being planned by SU's due to the new Charity Code of Governance's requirement for Trustee Boards to be reviewed for effectiveness. SW asked if the Board would like to be part of a pilot and the board agreed.  
**Action: SW to offer to be part of pilot as part of the External review of Trustee Boards.**
- 19.3 SW informed the Board that the President Elect is visually impaired. A meeting had been arranged with her to discuss her needs so reasonable adjustments could be made for when she commences office. The SU will do everything they can to support her and the University had also shown support and a willingness to help wherever possible.
- 19.4 **Action: SF to invite new Officers and new Student Trustees to the next Trustee Board meeting in May.**

Meeting ended.

**Summary of Actions:**

Action	For	To be completed by
Chase up ETB (at NUS) regarding agreed tasks ETB would follow up from the meeting.	SW	Next Board meeting
RC to discuss further re. SUSS with the Finance Director of NUS and the SU's auditors. SW and RC would also look at facilitating a potential pre-meeting with other U's before the SUSS AGM at Birmingham.	RC/SW	ASAP
RC and SW to meet with HSBC to seek further advice, with AT present if possible.	RC	ASAP
RC to seek advice from Knox Cropper on the risk in their view associated with moving to HSBC versus staying with Co-operative bank.	RC	ASAP
Invite the Appointments panel to Trustee shortlisting and interviews.	SF	ASAP
To offer to be part of pilot as part of the External review of Trustee Boards.	SW	ASAP
Invite new Officers and new Student Trustees to the next Trustee Board meeting in May.	SF	April 2018

**Date of next meeting: Tuesday 15<sup>th</sup> May at 6pm.**