



BOARD OF TRUSTEES

Date: 24th July 2013

Time: 17.00pm

Venue: MR4/5

Circulation:

Nick Swain, Cosmo March, Anna Chowcat, Silkie Cragg, Natasha Cabral, Ben Sundell, Judy Ryder, James Hunt, Emma Cox, Aled Evans, Nathaniel Shiers, Samuel Hewlings, Amelia Moore, Philip Kallberg, Shadi Brazell, Nyasha Pitt, Graham Parker, Jacqui Clements, Tracey Grant, David Dedman

Erin Davies, Lucy Gill, Cathryn Turhan, Zoe Buckland, Anthony Scott

Meeting Quorum: 9

OPEN MINUTES

APOLOGIES FOR ABSENCE

Aled Evans, Amelia Moore, Nyasha Pitt, Shadi Brazell

Absent without apologies

Philip Kallberg

DECLARATION OF CONFLICT OF INTEREST

None declared.

2.1. O MINUTES OF THE PREVIOUS MEETING – OPEN

Resolved: That the open minutes of the meeting of the 26th June 2013 be approved as a true and accurate record of that meeting.

2.2. O**MATTERS ARISING****1.5.1. O Five Year Plan - Capex****Reported: (By: JC)**

Copper Rooms 2 – Order placed for booth seating, LED lighting order to be placed next week. Copper Rooms 2 refurbishment will be complete in time for the start of term.

Launderette – No specific feedback received with regards to the Launderette operated by the Students' Union in Rootes, however comments received with regards to Circuit and service issues, have addressed issues with Circuit. Change machines regularly out of action on a Sunday, cause established as switching off at the plug, plug socket to be covered to prevent this happening in the future. Requested submitted to Circuit to empty coin machines on a more regular basis.

2.3. O**CHAIRS BUSINESS**

The Chair welcomed the Sabbatical Elect Team to the meeting as observers.

Student Awards**Reported: (By: NC)**

Warwick University Squash Club has been awarded the title of BUCS Club of the Year.

Regulation 23**Reported: (By: NS)**

Warwick SU heavily involved in the redrafting of University Regulation 23 Student Disciplinaries. Originally submitted to Senate than withdrawn as result of complaint made by the Students' Union. Resubmitted to Senate with amendments submitted by the Students' Union, approved. Thank you to all involved particularly AC, SC, DD and the Advice and Welfare Centre staff.

JC

To note the officers of the Students' Union instigated the change, well done to all involved.

Handover**Reported: (By: NS)**

Currently in the process of conducting handover with the incoming Sabbatical Team, going well.

2.4. O**MAY MANAGEMENT ACCOUNTS**

Accounts tabled at the meeting, noted.

Reported: (By: TG)

To note accounts tabled are for the month of May and not June.

Latest figures better than forecast between £130K and £150K surplus, would like to propose that if this surplus achieved we increase the designated building reserve to £.25m.

GP

Have we previously submitted a business case for the designated funds?

Reported: (By: TG)

The designated funds are part of redevelopment of this landscape that is based on obtaining some capital investment from the University; if we are not successful there will still be a requirement to make improvements to the building but on a more modest scale.

Reported: (By: JR)

The decision was taken at a previous Board of Trustees meeting to transfer additional reserves to the building fund.

TG

I would like to increase the fund to £250K minimum, and if additional funds become available would like to obtain delegated authority to increase this further. To confirm exact figure at the next meeting

Resolved: Increase in designated building reserve to £250K minimum **approved**, unanimously.

Reported: (By: TG)

To note a Treasury Management Policy Procedure approved at the last Audit & Risk Committee meeting, small increase in interest payment returns anticipated as a result of this.

Debtors – thank you to EH in the Finance Department for her work with clubs and societies to help reduce the debtors figure.

Fat Jockey Limited – to explore alternative options to recoup the outstanding debt.

Dirty Duck – anticipating cosmetic works currently taking place to external area will help to stabilise the situation, realistic plan in place going forward.

Matters for decision/discussion

2.5. O

STRATEGY DAY

Papers noted.

To note JC/BS to visit potential venue on Friday.

JC to circulate venue information when confirmed.

Apologies for the day received from GP and EC due to other commitments elsewhere.

GP

The building issue, will that come up in discussions next year?

Reported: (By: JC)

Building one of the major topics discussed at CEO six month review. We have come to impasse in terms of request for funds from the University, a lot of that as a result of the University setting up a new Campus and Commercial Services Group, they have recruited a number of new senior people, CM involved in that group. One of the major priorities set by the Registrar is to look at the wider campus vision/development, Warwick SU involved in these discussions,

bringing in our views on the SU buildings into that debate. The Registrar is on sick leave until October, not anticipating any decisions taking place until that time. All opportunities to raise the building issue with the University are being taken.

Discussed at review possibility of designated fund increasing if long term plans of the University mean that a new SU building could be ten years away, we may choose to spend funds on this building ourselves, have been tasked with looking into this further.

Will continue to work on that to ensure contingency in place if required.

Resolved: Agenda approved, unanimously.

2.6. O **MEETING PROTOCOL REVIEW**

Paper noted.

Reported: (By: JR)

To note final meeting of the Board Effectiveness Working Group took place today. A couple of minor issues outstanding, a short report will be submitted to the next Board of Trustees meeting.

Resolved: Revised Meetings Protocol **approved**, unanimously.

2.7. O **ELECTION REPORT**

Paper noted.

Reported: (By: SC)

Officer elections

Quality of on line manifestos has improved greatly, feels like the stakes are higher, if candidate does not have access to relevant resources it feels like a cannot win situation, equal opportunities issue, a worry, as standard continues to rise each year gets more intense, potential welfare issue.

Official complaints low, numerous unofficial complaints. Democracy Working Group looking at the issues in advance of next year, difficult to resolve.

Reported: (By: CM)

Advised by Democracy Services Co-ordinator that on the whole in comparison to previous years the process was normal in terms of the number of fines and number of complaints received bar one category.

Candidates – Should read only four part time posts were uncontested.

SC

Every two years there is a chance that the Democracy and Development Officer could rerun, provision required to take this into account.

Also raises broader issues of commercial department's involvement in democracy.

Reported: (By: CM)

I will address this for next year.

Reported: (By: AC)

A change to the timings of the NUS Conference Delegation elections may have contributed to this as members of current Sabbatical Team ran for positions therefore preventing them from helping with the elections.

EC

Was there a percentage change as a result of that time change to NUS Conference delegate elections?

Reported: (By: CM)

There was an increase in turnout from 5883 to 6699.

AS

What kind of things did the commercial team do last year and not this?

Reported: (By: CM)

Mainly with regards to heightening awareness with students.

Reported: (By: JC)

We need to have a core elections working group planning what is required to be done and when. Group should include the Democratic Services Co-ordinator, Marketing Department, Finance Department, and the commercial team. To note Term 2 this year was relentless across all departments in the Union.

BS

The numbers under 2010 individual voters, is that a misprint?

CM

Yes, it is possibly a copy and paste error, will re check and amend.

Matters for information

2.8. O

FIVE YEAR PLAN

Paper noted.

Reported: (By: JC)

Payroll and Pensions – Current Payroll Clerk post redundancy now confirmed Pensions and Payroll Coordinator position to be advertised.

Reported: (By: DD)

Membership Services – formal consultation on going, **Reported: (By: JC)**

Web Designer advert now approved, will be advertised this week.

Education Manager to be advertised next week, along with Academic Coordinator post.

2.9. O

PENSIONS AUTO ENROLMENT PRESENTATION

TG gave background on pension auto enrolment and actions taken to date for those not previously involved in the discussions.

Reported: (By: TG)

Auto enrolment date 1st January 2014, currently in process of preparing communications to staff, three letters prepared, one to existing scheme members advising auto enrol happening and not to worry unless they want to change the level they are on. One letter prepared for monthly staff stating change is coming, we are automatically enrolling you, you have option to opt out Third letter to

casual staff outlining what is a pension, associated triggers to auto enrolment and that they can join if they want to.

Registered with the Pensions Regulator, discussed with AEGON, key is role approved for recruitment; if appointment delayed we have the communications prepared to begin the process.

RTI - have been some issues with regards to roll over of hours that could potentially trigger the threshold we have been monitoring over a three month period, more triggered than we would like, will look at processes around that.

Reported: (By: JC)

To note the individual employee has to approach AEGON and opt out, they have to notify the pension provider direct, requirement to ensure this is clearly communicated to staff.

Any member of staff has the option to join the pension scheme which is a defined contribution scheme.

Reported: (By: TG)

Will update the Board of Trustees as things progress.

2.10. O

TRUSTEES ATTENDANCE RECORD 2012 – 2013

Paper noted.

Reported: (By: JC)

Report submitted as currently only measure of board effectiveness; have drafted thoughts on potential additional mechanism based on Board of Trustees KPI's. Attendance record does not measure trustees contributions outside of meetings, a number of trustees contribute outside of these meetings. There are some anomalies that we are aware of, particularly with regards to the Search & Nominations Committee, we had a vacancy on that committee, JR volunteered to sit on the committee advising at the time that she would not always be available to attend the already scheduled meetings.

CM

What happens if individuals have consistently low attendance?

Reported: (By: JC)

If no valid reason given the Chair of the Board would have a discussion with individual involved.

At the re appointment process it is stated very clearly that if there have been any issues with unexplained attendance you are not eligible to continue in post at the end of your current term in office.

NS

It is worth noting there is quite a distinct difference between notifying apologies and not sending apologies, this gets noted at every meeting.

JC

There are individuals who have not attended meetings due to specific circumstances and others who have not attended meetings regularly, sensible approach required.

2.11. O

TRUSTEES ANNUAL CALENDAR OF BUSINESS - 2013 - 2014

Paper noted.

Reported: (By: JC)

Request received from Board Effectiveness Working Group to submit information on items to be submitted to the Board of Trustees at specific times of the year, document originally produced for administration purposes.

Work in progress document, any specific request for information to be incorporated to notify JC and JK.

Reported: (By: JR)

There was an issue that came out of the consultation with trustees that a number of trustees would like to raise items but were unsure of how to do so; we had a number of proposals including development of a footprint of things that were going to happen at different times of the year, this document came to our attention. It does not just have to be compliance issues there will be an opportunity on an annual basis for members to submit items that they feel need to be addressed at specific times; this will give JC the opportunity to plan them into the calendar.

SC

This time last year we approved the democracy and membership services review, implemented those 12 months ago, it would be worth reviewing the implementation of these things.

GP

Would it be considered appropriate to factor in MSL going forward?

Reported: (By: JC)

MSL will become a standing item agenda over at least the next six months on all of the major committees.

GP

Would it be too specific to express some of the KPI's, if there are milestones should these be shared, or something that needs to be reviewed on a quarterly basis.

JC

I will look at that.

2.12. O**ANNUAL RETURN****Reported: (By: TG)**

As both a charity and company Warwick SU has dual registration, with both Companies House and the Charities Commission.

To note that the Annual Returns have been filed for the company and its subsidiaries, annual report completed and submitted to the Charities Commission.

SH

Have we looked at becoming a Charitable Incorporated Organisation instead?

Reported: (By: TG)

Yes, very little legal case setting around them currently, when first incorporated we did look at it, it wasn't delivered in time, still some doubts about how well the mechanisms and support structures and guidance around them is still being thought through. Reassured at the

time that we incorporated that should we ever wish to become a CIO it would not be difficult to transfer.

Reported: (By: JC)

A charity lawyer recently ran a session for those Student Unions interested in finding out more about CIO's, it would appear most came away still of the opinion we had when we initially discussed incorporation. One of the concerns with this at the time we were discussing incorporation and options was that this was untested, big enough change without testing the waters.

Reported: (By: EC)

It was not the time for SU's to be the early adopters, also some of the thought behind CIO's has not materialised as they have gone through the legislative processes, it is not yet what companies want.

2.13. O MINUTES – OPEN

Noted.

2.14. O ANY OTHER BUSINESS

2.14.1. O Bank Mandates

Resolved: Bank Mandates to be updated with new Sabbatical Officers, **approved**, unanimously.

2.14.2. O Thank you

BS on behalf of the Board of Directors expressed thanks to the outgoing Sabbatical Team and Chair of the Board of Trustees for their contributions over the year.

NS thanked members of the Board of Trustees, the Vice Chair, and all the staff for their contributions to the Board of Trustee meetings during his term as Chair.

Time and Date of Next Meeting: Noted.
