

BOARD OF TRUSTEES

Date: 1st May 2013

Time: 16.30pm

Venue: MR 4/5

(Warwick SUHQ)

Circulation:

Nick Swain, James Entwistle, 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, Jacqui Clements, Tracey Grant, David Dedman

MINUTES

Meeting Quorum: 9

4.1 APOLOGIES FOR ABSENCE

Silkie Cragg, James Entwistle, Philip Kallberg

4.2 DECLARATION OF CONFLICT OF INTEREST

None declared.

4.3 MINUTES OF THE PREVIOUS MEETING AND ANY MATTERS ARISING

Resolved: That the minutes of the meeting of the 13th February 2013 be approved as a true and accurate record of that meeting.

Matters Arising

2.9 Research Working Group

Reported: (By: JC)

'Help us Help you Research' - Redbrick to present findings to the staff on the 10th and 17th May at 11.00am in MR4/5, all trustees welcome to attend presentations.

PDF document will be produced and circulated at a later date for discussion.

Results not yet known with the exception of 'Do you feel the union has contributed positively to your time at University', 82% score, figure required for inclusion in Annual Allocation Bid.

4.4 CHAIRS BUSINESS

Letter of apology from Warwick Finance Society, noted.

Reported: (By: NS)

Election Results

To note AC elected as 'Post Graduate Taught' representative for the National Executive Committee of NUS and DS (former Chair of the Board of Trustees) re-elected as International Students Officer, congratulations to both of them.

Quorum for Trustees Meetings

Reported: (By: JC)

At the last Board of Trustees meeting a question was raised with regards to whether the meeting was quorate given there were no Lay Trustees in attendance.

Legal advice sought from Bates Wells and Braithwaite's solicitors who confirmed that in line with Article 51 of the Articles of Association as follows:

The quorum for Trustees' meetings may be fixed from time to time by a decision of the Trustees, but it must never be less than six. Unless otherwise fixed, the quorum shall be six and such quorum must include at least three Sabbatical Trustees and one External Trustee.

and that at a Board of Trustees meeting in April 2009, quorum minuted as 50% of the membership plus one.

The meeting of the 13th February 2013 confirmed as quorate. Quoracy of all Trustees business in all formal Trustees Meetings confirmed as 50% plus one.

4.5 NOTIFICATION OF ANY OTHER BUSINESS

None

4.6 MANAGEMENT ACCOUNTS

Papers noted.

Reported: (By: TG)

Latest forecast for the year includes £5K depreciation for the PCI – DSS till project, additional £3K spend on the Help Us Help You Survey, professional fees, and the continuation of issues surrounding the Dirty Duck Venue.

Summer Festival likely to impact on this figure, particularly if weather favourable.

Debt Position – in process of installing credit check system in advance of some of the marketing work coming forward, small subscription cost will be incurred.

Transition Events, to note first instalment received.

NSh

Would all clubs/societies be encouraged to use the credit check facility?

Reported: (By: TG)

Clubs/societies quite often negotiate sponsorship agreements without checking with the Finance Department first. The SU will pay a joining fee then by number of uses, if open to all we would have no control; however we would encourage societies/clubs to speak to the Finance Office in the first instance.

JH

Biggest single variance is in overhead/central services what is the movement in there.

Reported: (By: TG)

VAT, and a couple of refunds for banking costs that are in against central overheads, we have also released one of the provisions against a long standing bill against central admin costs and the University, they will not be pursuing us for it.

4.7 FIVE YEAR PLAN

Draft paper noted.

Reported: (By: JC)

To note final budget will be presented to the June Board of Trustees meeting for approval.

Executive summary - current planned surplus for 2013 - 14 should read £54.5K; 2014 - 15 planned surplus should read £45.9K.

Updated Five Year Plan, assumption paper and risk document will be circulated with the budget in June, along with a document setting out the decisions the Board of Trustees will be required to make.

Capital Expenditure Plan will be circulated.

To note no assumptions made in the five year plan with regards to huge build projects, but refresh of outlets, venues, incorporated in this.

Pricing Strategy assumed no price increases for 2013-14 with the exception of price of entry to Pop from £3.00 - £4.00.

JH

Bank interest – I would like to see proposals to improve that over the years.

Reported: (By: TG)

This is part of the contingency, would like to be nearer £60K, treasury management should help with this.

JH

The new finance system to be installed in 2013 – 14, will that appear in the Capital Budget.

Reported: (By: TG)

Yes, there may be some associated costs with regards to a programmer required to look at interfaces, some will be in the Income and Expenditure figures and some the Capital figures.

4.8 ANNUAL ALLOCATION

Papers noted.

Reported: (By: CM)

To note additional capital bid of £1m noted in bid as previously raised in last year, this is a reminder, not raised as separate item. Registrar currently considering future build plans for the University.

Reported: (By: TG)

HLWP

Estates required to charge the SU a reasonable market rate for HLWP; this year has seen 18% increase in the cost of electricity, next year 18% also and 16.7 % this year on gas, 17% next year, these savings recognised in Estates Department budget. University have acknowledged that this is a money moving exercise; this will be explained to the committee as an accounting anomaly at the start of the Annual Allocation meeting.

NSh

Unitemps, how strong are the signs that they may wish to expand?

Reported: (By: JC)

Unitemps currently pay rental of £20K, have been discussing expansion, and currently do not have enough space in the SUHQ building. Have advised University that with potential build changes could accommodate releasing more space, generating additional income if build development goes ahead and not limited in any way. If this does not happen Unitemps may decide they need to vacate the premises resulting in a loss of £20K in rental income, this is incorporated into discussions with regard to payment of £45K in rent for top floor of building that is unusable. University may have client in mind, not aware of anybody.

JH

This is a modest bid, summary of strategic plan couple of items not able to proceed with, i.e. web development, is it worth incorporating into this.

Reported: (By: JC)

There will be some decisions put forward to the Board of Trustees for approval in June, bids received from staff and departments five areas of work where we have a lack of resources, one element is the web resource, we feel the University would not support these elements and would expect us to cover this, request in the bid we have made would help facilitate spending elsewhere.

Resolved: Annual Allocation Bid approved, unanimously.

4.9 NUSSL SHARES

Papers noted.

Reported: (By: JC)

To note longer term potential for reduction in affiliation fees.

NC

Do we know what the other shareholders are planning to do?

Reported: (By: JC)

No clear indication. A lot of Student Unions not in the same position as have A shares only, few hold big shares.

EC

It's the biggest SU's, small percentage that hold these shares.

AC

I assume we have factored this loss into the accounts.

Reported: (By: JC)

It is factored into this year's accounts; the £15K ahead of budget figure for February includes the potential decision to sell these shares.

AC

Do we know when we would expect to see a return on the reduction in affiliation fee?

Reported: (By: JC)

Potentially two years' time.

AE

Do we know what the figures will be?

Reported: (By: JC)

No, we currently pay just under £50K, this figure held for the last two years, if there is a reduction there is a projected overall cost saving of £250K, would hope see £1 - £2K reduction in the first instance that will cover the loss, outside of that projection is to reduce total affiliation fees, have seen some projections but not seen breakdown per union.

SH

Why did we purchase shares valued at £20 each for £28.71.

Reported: (By: JC)

We have looked at the archives and cannot find any reason for this; it was a long time ago.

Resolved: To accept offer and sell Warwick SU's shareholding in NUSSL to NUS Holdings **approved**, unanimously.

4.10 BOARD EFFECTIVENESS REVIEW

Papers noted.

JC

Looking at the draft agenda based on the new template do you feel the numbering would be better on the right hand side as opposed to the left.

NSw

We are approving the principle of the agenda and not the format of the agenda; we could by trial and error determine the aesthetics.

JR

I would like to see clearly listed 'Matters for Decision' 'Matters for Information' with headings.

JC

Some changes may be required to order dependant on item under discussion. It would be good to receive some feedback at the next meeting.

DD

How would we deal with observers when it comes to closed session items?

JC

We do not ordinarily have observers but constitutionally we could, we perhaps need to look at a policy for this.

EC

Do we have matters for discussion?

JC

We could have 'Matters for discussion and decision'.

JR

The main principle here was to amalgamate to one agenda addressing the most important issues first.

JC

We will make those changes.

JH

Breaking out into small groups? opportunities for breaking out may not be that great.

JR

We recognise that, as a suggestion we didn't want to lose it, not expecting it to happen very often.

Resolved: That the recommendations as listed below are **approved**, unanimously.

1. note the Board Effectiveness Action Plan
2. approve the revised agenda format
3. approve the proposals for Trustees having access to the agenda setting process
4. approve the shelving of considering a better use of sub-committees
5. approve the concept of breaking out into smaller groups during Board meetings for key items

6. approve the review of board/committee meeting protocols
7. approve the approach to board member development
8. approve the proposals for interactions that are less formal between Trustees
9. note that a further report will be presented following appraisal of a move towards “paperless” meetings

4.11 STRATEGIC PLAN UPDATE

Papers noted.

Reported: (By: JC)

Progress to date reflects considerable effort on behalf of officers, volunteers, trustees, and members of staff to help deliver an ambitious plan, a lot has been achieved. Themes where not achieving targets highlights demand/resource requirements for the website in particular.

Some areas deprioritised. Areas around student development where some progress has been made but where targets set too high for first year of new member of staff in post. Incorporated into plan to do some work for mature students, considerable amount done for post graduate students and student parents but mature students a step too far for this year.

EC

With exception of website feel other areas are lower end of the priorities, not vital.

AE

Action 17 – what we do for you, re-evaluation, any provision for this

Reported: (By: JC)

It was set up as the organisation felt it did not communicate successes particularly well, particularly with regards to representation, a lot of that has been focused on officer blogs.

CM

We do bite sized items in The Bubble.

BS

We do still need to work on this.

CM

It may be interesting to revisit what the definition of that KPI actually is?

AC

There are also a lot of University staff who do not know what we do.

Reported: (By: JC)

The Annual Report comes into the discussions around resources, we still have not produced annual report for last year as put on hold as not such a priority, however we need it to show what we have achieved, could then translate into video, visible product to send out to University staff.

Reported: (By: TG)

To note Annual Report submissions required for the Charities Commission are fulfilled and have been filed.

Resolved: Update noted.

4.12 KEY PERFORMANCE INDICATORS UPDATE

Papers noted.

NSh

KPI's 4.4 and 4.9 in relation to societies, this is concerning considering societies doing more than ever before.

Reported: (By: JC)

We have performed well on budget training, and duty of care training we have been changing the mechanisms.

Reported: (By: DD)

Duty of Care training course currently in progress, we have a problem ensuring societies attend training courses. Although the headline figure is lower people have turned up to more individual sessions with the staff than they have the formal training sessions, we are probably reaching more individuals.

Reported: (By: JC)

To note figure for number of students impacted by Inspire 720, more than double last year's figures.

Resolved: Progress on the 2012/13 KPI's noted.

4.13 CLOSED SESSION BUSINESS

See closed session minutes.

4.14 ANY OTHER BUSINESS

None

4.15 FOR INFORMATION

4.15.1 Finance & HR.

Noted.

4.15.2 MSL.

Noted.

4.15.3 Search & Nominations.

Noted.

4.15.4 Audit & Risk.

Noted.

4.16 TIME AND DATE OF NEXT MEETING

Noted.