

**BOARD OF TRUSTEES**

**Date: 10th May 2017 Time: 16.30pm Venue: MR4/5 SUHQ**

 **Meeting Quorum: 10**

**OPEN MINUTES**

**Circulation:**

Luke Pilot, Hope Worsdale, Becky Gittins, Chloe Wynne, Marissa Beatty, Ted Crowson, Nathaniel Shiers, Sam Fry, Emily Dunford, Sophie Worrall, Dammy Sokale, Jonas Eberhardt, Richard Adetunji, James Hunt, Emma Cox, Nyasha Pitt, Graham Parker, Jacqui Clements, David Dedman, Karen Linnett.

**4.1. O APOLOGIES FOR ABSENCE**

 David Dedman, James Hunt, Emma Cox, Emily Dunford

 **Absent without apologies**

 Richard Adetunji

**4.2. O DECLARATION OF CONFLICT OF INTEREST**

JE, BG, and SW expressed a conflict of interest in 4.8.OStudent Trustee Recruitment.

**4.3. O MINUTES OF THE PREVIOUS MEETING – OPEN**

 **Resolved:** That the open minutes of the 15th February 2017 were approved as a true and accurate record of that meeting.

**4.4. O MATTERS ARISING**

 **3.8. O Governance Report Following Trustees Operational Review.**

**JC** reported that a Board Effectiveness Working Group meeting is scheduled to take place on the 24th May 2017, verbal update to be given at the June Board of Trustees meeting.

**4.5. O CHAIRS BUSINESS**

* **Higher Education and Research Bill 2017** – the Chair noted that the Bill had been passed although some concessions given, overall the Bill was disappointing.
* **General Election –** associated implications noted.
* **NUS National Conference –** taken place, less controversial than last year. Governance Democracy Review was one of the most notable motions passed, and would require considerable work over the coming months
* **The Intervention Initiative** – the Board were informed of the progress of this initiative developed by CW and HW along with colleagues. A review paper was drafted and discussed with the University’s Registrar and Head of People Group, any questions direct to CW and HW.

**4.6. O MANAGEMENT ACCOUNTS** **– March 2017**

 Accounts unavailable at the time of the meeting, March 2017 accounts to be circulated via email as soon as possible.

  **KL** reported in the process of recruiting a Project Manager for a twenty day period between now and the end of the year to assist with outstanding SAGE finance system project work in the Finance Department, to ensure the project timelines could be met and system live date of 1st August achieved.

**JC** reported forecast as at March 2017 £169K surplus at year end, against original budget of just over £24K. Strong performances in the commercial area, some exceptions, Dirty Duck just achieving contribution, income not as strong as would like, some work to be done, Xananas £41K ahead of forecast contribution for year end. The Terrace Bar exceptional performance. Curiositea continues to perform well. Refresh Catering, a further area of concern. Venue ahead of budget, elsewhere in terms of variance, MSL performing well.

Admin costs showing planned overspends, in relation to SAGE upgrade, HR System, employment matters and related IT/Data Security. Excellent cost controls, excellent performances in a number of areas.

To note Five Year Plan consolidation process proving difficult due to systems previously used over the last seven/eight years, and changes in personnel in that area.

**Matters for decision/discussion**

**4.7.O FIVE YEAR PLAN/ ANNUAL ALLOCATION**

 **JC** reported progress update, also see agenda item 4.6.O Management Accounts. To date, 5 year plan indicates that many of the strategic projects the Board wishes to undertake can be funded in the main. Annual Allocation presented for approval.

 **Resolved:** Approved unanimously.

**4.8.O STUDENT TRUSTEE APPOINTMENT PROCESS**

Papers noted.

 **MB** outlined the detail behind the recruitment process, and the reasoning behind the recommendations made. The Board indicated their agreement with the proposals at this stage.

 **JC** reported that ordinarily Student Council would meet before the Board of Trustees however Student Council meeting not scheduled until next week.

 It was noted however that due to conflicts of interest registered the Board of Trustees meeting would not be quorate for this agenda item, email vote required.

 **Resolved:** Conflicts of interest deemed meeting not quorate for this agenda item, email vote to take place after Student Council meeting schedule for 16th May 2017.

**4.9.O LAY TRUSTEE RESIGNATION AND NEXT STEPS**

Paper noted.

 **Resolved:** Implementation of option two to approve the appointment of Jill Finney to the Board of Trustees to take effect from July 2017, subject to the ratification of Student Council who will receive the proposal at their meeting on 16th May 2017, **approved,** unanimously.

**4.10.O STUDENT ACTIVITIES TRANSFORMATION**

 BW in attendance for this agenda item.

 Papers noted.

 **BW** talked through the process and associated timelines.

 **JC** reported number of projects ongoing including SAGE project, Web project, MSL in process of developing a module to allow clubs and societies to produce money request forms and associated requirements on line.

 **BW** reported online system very close to test process, a number of clubs and societies to live test which will take place at some point during Term Three.

The Board thanked BW for his update and welcomed the information on the project stabilisation phase. They indicated they would like to see further update in October 2017.

**4.11.O LICENSED AREA DISIPLINARY REGULATIONS-BY-LAW 12 APPENDICES**

SR in attendance for this agenda item.

 Papers noted.

 **Resolved:** Changes to By - Law 12 Appendices 1 & 2 as set out in the papers recommended unanimously for approval to Student Council.

**4.12.O MSL SHARE ISSUE**

See closed minutes.

**Matters for information**

**4.13.O ACADEMIC REPRESENTATION STRATEGY SESSION**

Presentation received and noted.

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**4.14.O KPI UPDATE**

 **Resolved:** Paper noted any further questions to JC via email.

**4.15.O CHARITY COMMISSION CORRESPONDANCE – FEBRUARY 2017**

 **Resolved:** Paper noted any further questions to JC via email.

**4.16.O ANNUAL RETURN**

KL reported that the Annual Return had been submitted to HMRC.

**4.17.O COMMITTEE CHAIRS FEEDBACK – OPEN**

* **Audit & Risk**

None.

* **Finance & HR**

**BG** reported that the main discussion points at the last meeting were the Annual Allocation Bid, and a Five Year Plan update, presentation received from JB on the PG Working Group proposal, HR Department Report noted, and an update on the Finance Director recruitment received.

**JC r**eported that the PG engagement post had been approved, JE panel taken place, to be advertised within the next two weeks.

* **Search & Nominations**

 None.

**4.18.O ANY OTHER BUSINESS – OPEN**

 **4.18.O.1** IIP

 To note that Warwick SU had been successful in securing IIP accreditation. The Board expressed their congratulations.

**Time and Date of Next Meeting:** Noted.