

**BOARD OF TRUSTEES**

**Date: 21st June 2017 Time: 16.30pm Venue: MR4/5 SUHQ**

**Meeting Quorum: 10**

**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.

**5.1. O APOLOGIES FOR ABSENCE**

Sophie Worrall, Dammy Sokale, David Dedman

**Absent without apologies**

Richard Adetunji

**5.2. O DECLARATION OF CONFLICT OF INTEREST**

None declared.

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

**Resolved:** That the open minutes of the 10th May 2017 were approved as a true and accurate record of that meeting.

**5.4. O MATTERS ARISING**

**4.8.O Student Trustee Appointment Process**

To note email vote taken place BH, RB, and MGI duly elected to the Board of Trustees.

**4.9.O Lay Trustee Resignation and next steps.**

Appointment of JF to the Board of Trustees ratified at the Student Council meeting that took place on the 16th May 2017.

**5.5. O CHAIRS BUSINESS**

* Brand awareness session taken place, thanks to JB and to all those in attendance. Power point slide presentation available from JB.
* TEF outcomes to be published tomorrow.
* Resignation – SF resignation received to take effect after the last meeting of the academic year, LP thanked SF on behalf of the Board of Trustees for his contribution in the role of student trustee and wished him every success for the future.
* Strategy Day – to note this will take place on 14th September 2017.
* Sports Ball – took place last night, Society Awards took place on Saturday, PG Ball taking place next week, Warwick Fringe Festival taking place on Friday.
* Celebrating Volunteers Week – took place week commencing the 1st June 2017, belated thank you to all those involved.

**5.6. O MANAGEMENT ACCOUNTS** **– April 2017**

Accounts noted.

KL reported that a full set of management accounts would be submitted to the Board of Trustees meetings going forward incorporating cash data details.

**KL** to produce cash flow for April accounts and subsequent management accounts

**Matters for decision/discussion**

**5.7.O FIVE YEAR PLAN - OPEN**

Papers noted. Presentation received (see closed session minutes).

**5.8.O WARWICK SPORT MOU**

Paper noted.

**Resolved:** Warwick Sport MOU **approved**, unanimously.

**5.9.O GOVERNANCE ADMINISTRATION**

Paper noted.

Audit & Risk Committee Terms of Reference – **JH** reported that the Audit & Risk Committee to review arrangements for internal audits going forward.

It was noted that amendment required to point 1.10 ‘he or she’ to remove gender pronouns.

**Resolved:** Audit & Risk Terms of Reference, Search & Nominations Terms of Reference and the Trustees Code of Conduct, **approved**, unanimously.

**5.10.0 BOARD OF TRUSTEES MEETING CALENDAR**

Paper noted.

**Resolved:** Board of Trustees Meeting Calendar **approved**, unanimously.

**5.11.O BOARD EFFECTIVENESS REVIEW**

Paper noted.Presentation received.

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Short survey circulated and completed by the individual board members – outcome:

* Would you be prepared to give up more time to have more strategy days **– ‘yes’ majority response.**
* Would you prefer more frequent shorter board meetings or fewer longer board meetings **– more frequent shorter meetings – majority response.**
* Would you prepared to take part in online telephone working groups **– yes majority response**
* Should the board give more power for operational decisions to the Executive **- yes majority response.**
* Should there be fewer or more sub committees **–to remain the same - majority response.**
* Buddying Scheme, would you participate **– majority response yes.**

The Board of Trustees discussed the report and feedback. The following specific points were raised:

* Point 4 - ‘Encouraging Trustees to shape the agenda’, this should be extended to the student trustees also.
* Point 6 – external observers /transparency - Access to Governing Body Policy in existence, to be uplifted to the website.
* Should more autonomy be given to the sub committees with regards to decision making to reduce the number of times the same paper is viewed by trustees. Delegation of Authority?
* Accessibility to papers as discussed by the previous Board Effectiveness Group – software now available, ‘Google Guard’, to be addressed as a more immediate issue.
* JC to conduct analysis of board papers submitted over the last two years to assist with a review of the Delegation of Authority.
* Action Plan to be written.

**HW and KL left the meeting at this point.**

**Resolved:** Recommendations of the Review Group considered, Action Plan to be written.

**5.12.O RISK REGISTER**

Paper noted.

The current staffing situation in the Finance Department was discussed.

JC reported that given the current situation in the Finance Department the Audit & Risk Committee held the view that with regards to S1 it was deemed that the risk was currently higher with regards to the loss of the CEO.

**Resolved:** Risk Register reviewed and noted.

**Matters for information**

**5.13.O DEMOCRACY UPDATE**

**Resolved:** Paper noted.

**5.14.O PSC REGISTER**

**Resolved:** Paper noted.

**5.15.O COMMITTEE CHAIRS FEEDBACK – OPEN (Verbal)**

* **Audit & Risk**

**NSH** reported Audit Plan received, external audit to take place earlier in the year than in previous years.

Update on GDPR and the IT Project Plan received.

* **Finance & HR**

BG reported Five Year Plan discussed. IIP report discussed. Lost property – to be auctioned on EBay.

**5.16.O ANY OTHER BUSINESS - OPEN**

None.

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