

BOARD OF TRUSTEES

Date: 4th December 2019

Time: 16.30pm

Venue: SUHQ MR2

MINUTES - OPEN

Circulation:

Ben Newsham, Tiana Holgate, Milly Last, Chloe Batten, Luke Mepham, Charlotte Lloyd, Alice Churm, Max Renna, Alice Dermody Palmer, Lukasz Kolodziej, Amy Jaiteh, Melanie Chen, Lara Onel, Nyasha Pitt, Graham Parker, Jill Finney, Angella Hill Watson, Mark Crook, Nirmla Devi, Rob Parkinson

APOLOGIES FOR ABSENCE

Graham Parker, Andy Ward and Nirmla Devi, Lara Onel

DECLARATION OF CONFLICT OF INTEREST

No conflicts of interest declared

2.1. O MINUTES OF THE PREVIOUS MEETING – OPEN

That the open minutes of the 16th October be approved as a true and accurate record of that meeting

2.2. O MATTERS ARISING

No further matters arising

2.3. O CHAIRS BUSINESS

Ben Newsham

- **BN** informed the board of the resignation of Andy Ward from the Board of Trustees as of 21st November 2019, both Companies House and the Charity Commission have been informed.

2.4.O MANAGEMENT ACCOUNTS

Mark Crook

The surplus position is better than predicted due in part to the delay in a number of large items of expenditure, including the recruitment of the new CEO and the implementation of the EDI work.

Highlighted points



- MSL are trading well in a better position and their contribution was higher than expected, however they are due to start a major piece of work improving the platform.
- Performance within the Outlets is down, although individual ticket prices are up leading to the assumption that the drinking culture is changing.
- We have received the first payment of the block grant

Strategy Day – in preparation for the strategy day, **MC** put some of the financial challenges into context and highlighted the actions we are taking, for example; recruitment, where a vacancy arises which we are recruiting to, we are endeavouring to have a limited cross over and handover period to avoid duplication in salaries, Directors are ensuring decisions within their teams for recruitment are based on a Business critical basis, communicating to the teams the financial position and to be more conscious of the costs and implications.

HMRC Compliance Visit

HMRC highlighted a number PAYE concerns including

- Staff taxis home
- Long service awards
- Food within meetings

VAT

HMRC are questioning whether The Dirty Duck is a bar or a food outlet, Food outlets are exempt from VAT on food, but not within a Bar, We haven't received any further information from HMRC as yet, but if they choose to reassess the previous four years we could receive a large retrospective VAT bill. **MC** will update the Board as soon as he has any additional news.

Budgets

We will reforecast our budgets in Feb 2020 when we commence our five year plan, however there are a number of worst case scenarios, such as SUSS and HMRC, which may have implications for our financial position. **MC** and **RP** will be meeting with the University on Friday 6th December 19 to discuss the SUSS position.

2.5. C SABBATICAL OFFICER PAY REVIEW

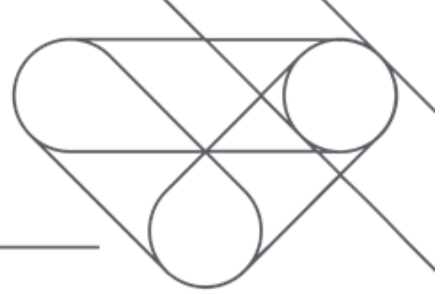
Mark Crook

Sabbatical officer pay is reviewed every three years, **MC** requested volunteers to sit on the review panel to approve the process. **BN** suggested he would sit on the panel.

Resolved - **MC** will carry out Sabbatical officers pay bench marking against other institutions and feedback to the People and Remuneration Committee who will review the pay. Sabbatical officers to review the Job description and role profile to be brought before the People and Remuneration committee.

BN suggested we look at the time line for the pay review and role profiles, in conjunction with the P&R meeting dates.

People and Remuneration will recommend Pay and Job Descriptions to the Board of the Trustees, 19th February 2020, with sign off from the CEO and HR Director.



2.6. O STATUTORY ACCOUNTS – WSU AND GROUP

The Board highlighted a number of minor errors. **MC** advised that the accounts will be taken to the Audit and Risk meeting on Monday 9th December for review, prior to being brought to the Board of Trustees for approval in the February meeting.

Annual Report, could we have chance to look at the document and to review the purpose of the document, prior to the accounts being distributed next year.

Matters for decision/discussion

2.7. O EDI UPDATE

Chris Luck

RP discussed the final draft of the Equality, Diversity & Inclusion, (EDI) scoping document and tender for approval.

Two options to be reviewed:

1. Recruit One consultant to carry out the review across all protected characteristic categories.
or
2. Individual consultants for each protected characteristic.

RP highlighted two areas which haven't been included in the report, **a)** Student Staff relations, the relationship between Students and Staff. **b)** a clear strategy for remunerating university staff engaged as experts to support the EDI project.

Governance & Appointments have reviewed the tendering document, with the suggestion that in the early stages a fee would not be advertised on the document.

The Board discussed the EDI process, and how the Students Union bring EDI into its culture.

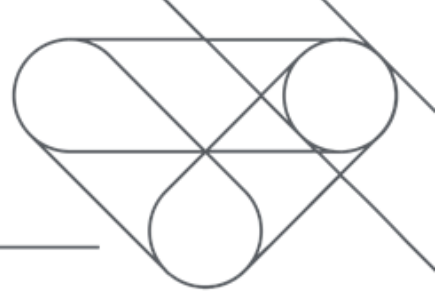
Resolved: The Board agreed to approve Option 1, **RP** will update and tighten up the tender and scoping document and redistribute it to the Board prior to going to Tender.

RP to forward to the Board the previous working document, with a group formed to work through the EDI consultant phase, from recruitment to presentation, to report back to Board on a regular basis

A number of Board members will be included in the Tender process and decisions, including
Rob Parkinson
Ben Newsham
Lay Trustee
Sabbatical Officer

2.5.O COMMERCIAL SERVICES UPDATE

Steve Russell



SR attended the meeting to update the Board on the current Commercial position, the following points raised:

- The building projects on the central Campus are having a major detrimental effect on the Commercial outlets, both Students Union and University outlets are suffering.
- The number of outdoor markets have increased, with stalls being placed in direct competition with Curiosity and the Bread Oven.
- Big events are still trading well.
- Canopy – following the refurbishment Canopy hasn't traded to expectations, the evening trade is slow. The look of the restaurant is good, however the menu needs to be reassessed, Tesni Hill is available to carry out research into the Canopy offering.
- The Board questioned whether the POP ticket increase had had a detrimental effect, **SR** felt there was no downturn in the sale of POP tickets, with the event regularly sold out, however income from drink sales have been down.

Resolved: **SR** to contact Tesni Hill regarding research work.

2.8.0 POST GRADUATE PAPER Alice Churm

AC in conjunction with Ellie King (former Post Graduate officer), provided the Board with a Report on the Post Graduate position and the Students Union Challenges.

AC proposed to form a working group to look into how we better engage with a range of students we are not reaching or providing relevant activities for,

BN pointed out that this is one of our Officer Objectives, and mirrors the Universities concerns, and may have a bearing on the Strategic approach at the Strategy day tomorrow.

NP suggested that the SU have previously completed a substantial piece of funded work, which should be picked up alongside this report. **NP** highlighted an ongoing problem, each year we fund and support pieces of work which are then not picked up and utilised by the changing group of Officers, work needs to be embedded into the Student Union approach. **AC** will pick up the research work but will focus on how we implement and embed this into a long term Student Union Strategy and approach.

BN suggested that going forward we need to have a better process for passing on work and although Sabbatical officers have their own priorities, we need to continue and support previous priorities.

Matters for information

2.9. 0 KPI'S

Rob Parkinson

Following the last meeting where it was agreed we would reduce the number of KPI's and focus on those that are ragged as RED.



The Board agreed to discuss the KPI's during the Strategy day. 5th December 19.

2.10. O COMMITTEE CHAIRS FEEDBACK – OPEN (Verbal)

- **Audit & Risk**

The Audit and Risk meeting was postponed

Alice Churm

- **People & Remuneration Tiana Holgate**

Gender Pay Gap – The committee recommended undertaking a similar piece of work focusing on the ethnicity pay gap.

Colleague Opinion Survey

Governance and Appointments to be feedback at future meetings

2.11. O ACTION LOG (Paper) - OPEN Chris Luck

The Board ran through the Board action log, which will be updated.

Time and Date of Next Board of Trustees Meeting – 19th February 2019