

BOARD OF TRUSTEES

Date: 19th February 2020 Time: 16.30pm

Venue: SU HQ MR2

MINUTES – Open

Circulation:

Ben Newsham, Tiana Holgate, Milly Last, Chloe Batten, Luke Mephram, 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 Wilson, Mark Crook, Nirmla Devi, Rob Parkinson

APOLOGIES FOR ABSENCE

Nyasha Pitt, Melanie Chen, Nirmla Devi

In attendance: George Dowding, Marketing and Communications Director

DECLARATION OF CONFLICT OF INTEREST

No conflicts of interest declared

3.1. O MINUTES OF THE PREVIOUS MEETING – OPEN and CLOSED

That the open minutes of the 4th December 2019 be approved as a true and accurate record of that meeting.

3.2. O MATTERS ARISING

Sabbs Pay Review – People and Remuneration are working through the pay review for Sabbatical officers, and will bring recommendations back to the Board for approval once they have completed a review of the Sabbatical officers role descriptions.

EDI Tender Update – Tender has been pushed back three weeks following interested parties/suppliers highlighting the lack of sufficient time to prepare submissions. Interviews scheduled for 12th March 2020.

University Working Group – RP has discussed the formulation of a joint Students' Union and University working group, to enable closer working and collaboration around the future financial relationship and commercial activities.



The VC has proposed 3 people from the University to sit on the group, Chris Twine, Andrew Smith, from the Finance department and Hannah Friend, Director of wellbeing and safeguarding, SU candidates will be discussed later in the meeting.

3.3. O CHAIRS BUSINESS Ben Newsham

Student Council and All student Vote – The Board received the paper regarding proposed changes to Bylaw 8.

Resolved: Bylaw 8, Abide by the working definition of the IHRA on anti-Semitism and all its examples, approved by the SU Trustees Board.

Matters for information

3.4. O MANAGEMENT ACCOUNTS & REPORT (Paper) Mark Crook

MC ran through the management accounts period 5, highlighting the salient points, including:

- A better than forecast position due to MSL being ahead of budget due to ongoing platform improvements work. Also an under spend on Salaries due to vacancies not being filled.

HMRC – Following the decision by HMRC to treat Students Union catering outlets as bars, therefore making them liable for VAT on food, the NUS has instructed a QC to work on behalf of effected Students’ Unions to advocate and challenge this stance.

SUSS Update – **RP** will attend the SUSS AGM, 4th March and will feedback to the Board on possible increases in our payment structure.

3.5. C CEO REPORT (Paper) Rob Parkinson

RP presented the Chief Executive report and invited any questions or comments. **JF** congratulated the team for the work carried out to resolve issues and implement the new biometric/Bert system.

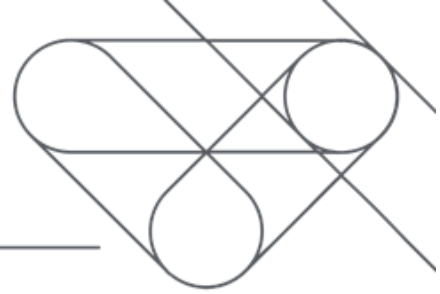
GP requested the CE report formatted into Bullet form.

3.7. O/C COMMITTEE CHAIRS FEEDBACK – (Verbal)

• **Audit & Risk**

Alice Churm

- **Strategic Risk Register** – the committee are working on the Strategic risk register, and following a meeting with **JF and MC** are making progress to provide an improved more concise risk register format.



- **People & Remuneration** **Tiana Holgate**

 - **Sabbatical officers pay review** – following an in-depth discussion regarding the differing work loads for Sabbatical officers, the SABBs will work on updating the individual sabbatical officers Job descriptions, which will inform the continuing Pay structure conversations.
 - **Employee Survey** – has been launched, the survey response is slightly up on last year so far, and will remain open for completion until 26th February

- **Governance & Appointments** **Luke Mepham**

 - **Terms of Reference** – the committee worked through the Sub Committee’s TOR prior to be bringing them to the Board for ratification.
 - **Trustee Recruitment – RP, TH, LM and MCC** to meet with three recruitment agencies to discuss Lay trustee recruitment and will feedback to the Board on the progress.
 - **Student Trustee Recruitment** – G&A will review the Student Trustee recruitment pack at the next meeting, 25th February, prior to being advertised in March.

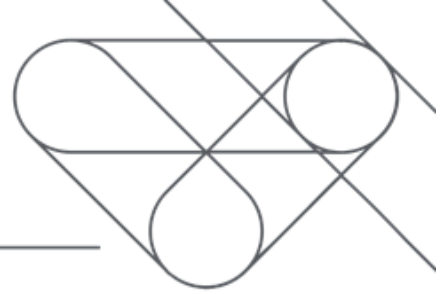
AHW suggested there should be clearer guidelines as to the Lay Trustee role. **TH** to help with the lay trustee scoping document.

3.8.O TERMS OF REFERENCE RATIFICATON **Rob Parkinson**
 The Governance and Appointments committee have reviewed and updated the terms of reference for the Sub committees and requests ratification by the Board of Trustees

Resolved: Board of Trustees approved the ratification of the Terms of Reference for, Governance & Appointments, People & Remuneration and Audit & Risk.

3.9.O ACTION LOG (Paper) – OPEN
MCC ran through the action log and updated completed actions.

3.9.1.O PROJECT PLAN (Paper) **Rob Parkinson**
 Following the occupation, a project plan has been drawn up to monitor and complete a number of agreed actions and deliverables, with an agreement to update the group on a fortnightly basis.



JF suggested that there should be clearer fuller descriptions of what each action is, giving the board a greater understanding of our KPI's for the year.

Decision and Discussion

3.10. O ANNUAL ACCOUNTS REPORT

Mark Crook

MC presented the Annual accounts for approval.

Resolved: the Board of Trustees approved the Annual accounts for signing off by BN and ML prior to submission.

3.11. O LEARNING FROM WARWICK OCCUPY (Paper)

George Dowding

GD prepared a paper regarding the lessons learnt from the 7-week occupation of the Students Union.

AC responded questioning whether the Sabbatical officers should have had greater involvement in the writing of the report, as the officers were directly involved in the resolution of the occupation.

Following a discussion regarding the need for better retrospective learning following an event or incident. **GD, RP** and the Sabbatical officers will work to the report.

Resolved: A revised and improved iteration of the report to be presented to the next Board meeting, 6th May 2020.

3.13. O ANY OTHER BUSINESS – OPEN / CLOSED

- Spring Elections – weekend commencing 24th February
- 30th Annual Varsity – this weekend 21st February onwards

Time and Date of Next Board of Trustees Meeting – 6th May 2020