**BOARD OF TRUSTEES**

**Minutes - Open**

**Date 7th October 2021 Time 5pm Venue Teams**

**Circulation:**

Shingai Dzumbira, Isabel Atkins, Nathan Parsons, Jacob Jefferson, Chih-Hsiang Lo, Will Brewer, Charlton Sayer, Charlotte Earl, Edward Hodgson, Toby Kunin, Angella Hill Wilson, Harnaik Dhillon, Abhijay Vemulapalli, Harry Sun, Thom Barnes Wise, Shanice Daeche, Azzees Minott,

Mark Crook, Rob Parkinson, George Dowding, Steve Russell, Fay Shorter.

**In Attendance:**

Daniel Tinkler, Nick Smith (Advance HE)

**Apologies for Absence**

Nathan Parson, Isabelle Atkins

**Declaration of Conflicts of Interest**

Ref agenda item 1.9.1, Jacob Jefferson informed the Board that he was part of the Jewish Society exec prior to the timeline of events detailed in the paper. Toby Kunin informed the Board that he was part of the Jewish Society committee during the incidents. It was noted that Toby should exclude himself for this agenda item, and whilst Jacob could remain in the meeting he should not be part of any related decision making.

**Confirmation Vice Chair**

**HD** confirmed that 3 options are currently being considered: to recruit externally for a vice chair, to make an internal appointment for 3 years or to rotate the chair on a yearly basis. Option 3 is the preferred option; we will come back to the Board with a decision before the next Board meeting.

**1.1 PREVIOUS MINUTES - Open**

That the open minutes of the 28th July 2021, be approved as a true and accurate record of that meeting.

**1.2 MATTERS ARISING – Open**

No further matters arising raised

**1.3 FULL TIME OFFICER REPORT**

The officers are using a new template to provide the Board and other stakeholders with a more structured and detailed periodic update of the work being undertaken by the team. The officers have achieved a lot in a short space of time. A recent survey sent out to students has already had over 2000 responses, enabling our work to be student focussed and data driven rather than driven by personal sentiment, we are being more effective and avoiding mistakes. **AM** congratulated the team on the report, it was really helpful as a lay trustee to be able to see the work being achieved and good to see the links to the SU priorities and mission statement. **AHW** also passed on congratulations and thanks for an excellent start by the officer team. The level of detail provided in the report is something that we have asking for and to have it so early in the year if fantastic – well done. **RP**- echoed the previous sentiments. There is a lot of work detailed on the work programme and the officers should consider the support that they need from the trustees to help achieve this.

* Jacob – working to increase turnout at the Spring Elections – **AM** to share elections and engagement experience
* Chih-Hsiang – improving society exec training to bring up to the standard of sports exec training. CL to work with student activities. **AM** also offered support
* Will – most complex item of work is the charity event. It will be hard pull all of the clubs together to do one event. Finding the most suitable challenge, that is open to all but still challenging enough to raise money. The other item that WB may need support on is the University CCTV item, working to increase the length of time that CCTV footage is kept for. **AM** to talk with Will about this.
* Charlton – main work is the Rate the Landlord scheme as this will involve a lot of co-ordination. Also notable is the work around improving loneliness and mental health. There is a lot or work to do and it doesn’t feel like it is progressing fast enough at the moment.
* Shingai – a major project it the Black Brilliance Campaign which launches on the 26th October. We commence filming on the 18th October to highlight the achievements of BAME academics within the University community. There will be supporting resources and blogs. My other focus is working to improve the SU reputation, how are we communicating our achievements and generally changing the narrative, improving our visibility and value to students.

**AHW** – responded that this is all valuable information, and we should make sure it is shared with staff. **SD** confirmed that this would happen in a number of different ways as will as with wider stakeholders.

**1.4 CEO UPDATE**

**RP** stated that there were no additional updates to the Board paper. He commented on the positive effect on the energy in the SU now that students are back on campus. Welcome Week was a great success and he passed on his thanks to all of the staff involved. For the first time appendices have been included reporting against 7 key KPI’s, with RAG rated performance. Notable are the NSS survey performance and student satisfaction measured through the Pulse survey and the amount of work we have to do to improve the scores here. On a positive note is the financial performance and work done by Mark and the team to move the performance in to the green rating. Moving forward the KPI report will be a separate agenda item for discussion.

**AM** – questioned the recruitment update and specifically the recruitment issues for the Academic Voice Co-ordinator – and recommended thinking about the language used in the job title, and what candidates understanding would be particularly around the term ‘Academic’. **FS** responded that any assistance offered regarding the job description would be useful and we are also aware that salary is a contributing factor.

**AHW** – asked regarding stakeholder mapping, why are we waiting until December for this, it feels too long? **GD**, we felt that this was a realistic target, we didn’t want to be overambitious and miss it. We can reassess this. **AHW** – priorities should be clarified, and where we need to reach out to high priorities stakeholders, we should endeavour to get times in diaries now to meet with them in November. **SD** stated that a lot of stakeholder engagement is already taking place and GD and the team have done a lot of work already with the University marketing team. Officers are sharing reports and meeting with key stakeholders at the University, and the officer report will be going to Stuart Croft, we just need to formalise what we are doing. **GD** agreed that a lot of work is happening, but we do need a written report to formalise the process. **TK** shared the opinion that it is hard from a lay trustee position to see these things and a formal report would be really useful. It is important that we don’t repeat the mistakes of the past by waiting until January to continue relationship building. *The action was noted for Directors to pass information and contributions on engagement to GD for inclusion in his paper.*

**1.5 FINANCE UPDATE**

**MC** opened with disappointing news regarding a control failure which resulted in emails appearing to be from 2 officer personal email accounts requesting a change of bank details being taken on trust and actioned. The emails were in fact a scam and have been reported to the National Action Fraud line. The officers were reimbursed, and the SU are taking the loss of £2800. We have changed our internal processes to ensure that this doesn’t happen again and are ensuring that appropriate training is in place for staff.

The financial paper gives a full update on the current situation regarding the challenge from HMRC regarding VAT on the sale of food in SU bars. There are still issues with the HMRC interpretation of what a bar looks like and what a substantial food offering is. Our advisors RSM have been working on this for us and have fortunately kept an email sent from HMRC in 2009 that clearly stated that after a review by their policy team that the sale of meals to students in bars was exempt. We are currently charging VAT on food sales in The Dirty Duck because we are being told to by HMRC. If the wider case is won by the sector, then this will be reviewed. We will consider how this money could be refunded to students.

**SD** asked if we could look at instigating staff training on risks – **RP** confirmed that we have already made a start on this, and we will make sure that training is ongoing.

The statutory audit is being undertaken. At this stage and subject to audit findings, the consolidated financial position for WSU and the Group for activities to 31 July 2021 is a surplus of £99,221. Lockdown resulted in a loss on core activities, but this was mitigated by the job retention scheme and gift aid return from MSL. The focus this year has been on remaining cash solvent, we have low levels of creditors at the end of the year and are in a strong position moving forward.

National Living Wage Foundation: Following a motion submitted and approved by Student Council, aimed at ensuring that WSU becomes a Real Living Wage Foundation (RLWF) rate payer for all staff a meeting was held on 23 September. A sub-group has now been established consisting of three sabbatical officers and a representative of HR, Commercial Outlets and Finance, with the aim of developing the cost/benefit analysis and develop a paper to be discussed at the Board of Trustees at the meeting in November 2021.

**1.6 Commercial Update**

**SR** reported a good start to term. Trading started on 2nd October, with takings predicted to reach £300k by the end of the 2-week period. Copper Rooms has performed well with every Welcome Week event being a sellout. There have been a few IT issues, but these didn’t impact customers. Curiositea is busy and holding up well despite Pret being open. The Bread Oven is facing more of a challenge and is taking more time to build up trade. We have introduced a QR code ordering system which we believe will be our USP. Lectures continuing to take place online and a quieter daytime campus are impacting trade at The Dirty Duck and Terrace Bar. Issues that we are experiencing are consistent with other outlets on campus; the University are also reporting problems with recruiting staff. We are experiencing some supply issues, and expect to be hit by rising food prices, but drinks prices are capped for now.

**TK** – a lot of people don’t know The Bread Oven is there, can we do something to improve this? **SR**- we are considering a hard marketing campaign to improve this. All the commercial staff are operational at the moment, so we are quite limited with what we can achieve in the time available. **TBW** – can we promote societies using The Dirty Duck for socials? **SR** responded that outside of Welcome Week and week 1 we could use the back end of the Terrace Bar. **HS** asked if there would be more capacity for circling following reports that some societies couldn’t book tables. SR replied that there has always been more demand for circling than we can accommodate, but his has been made worse due to Fusion not hosting circling. We are currently utilising every available space bar the DD which is being kept as an option for students who do not want to attend circling. Canopy has been rebranded as The Green Room, a dwell space/study area for students. Once staff have been recruited there will be a provision to purchase refreshments and toasted sandwiches. **AM** asked if the Bread Oven could be used for socials/society meetings, **SR** said he would take this away for consideration.

**1.8 Governance Regeneration Project**

Dan Tinkler made introductions to his team working on the project, and an update to the current status against the projected timeline. They will continue to meet with key stakeholders over the coming weeks and report back to the Board at the December meeting.

**AHW** asked for clarity of where student engagement outputs would be represented as this was a key part of the project. **DT** confirmed that this would take the form of interviews and focus groups, and we are currently working to arrange this now that students have returned to campus. **WB** asked that with such a low survey take up, how could the outputs be viable. It agreed that the response was disappointing, but we can still use the data gathered to inform further discussions, so from that aspect it is still valuable. **JJ** observed that the survey was long and wordy so might have put people off responding. **AM** asked if some of the people not responding were ex Board members, how can we work to improve relationships with people as they leave the Board. An action was taken to look at this further during stakeholder mapping.

**1.9 Governance and Influence Report**

**FS** presented highlights from the Board paper. This was the first report from the new team, so the focus was on introducing the team and giving a summary of the objectives and plans to implement the strategic report. It was noted that the Advice Centre had now become part of the team and was looking forward to developing this working relationship and work towards a charter mark. Recruitment remains an ongoing issue this year particularly within the Academic Representation team. It was noted that job titles, descriptions and pay scales may be an issue. **AM** offered assistance with drafting a new job description.

**AM** noted with thanks the work done by **FS** to support the Board with many of the issues that it has had to respond to, going above and beyond to aid the Trustees in their understanding of complex issues. Would it be possible to have an organogram that represents the breadth of work now being undertaken by Fay and her department? **FS** agreed that it was important for the Trustees to know who the G&I team are and their role within the organisation and to increase the team profile and would provide updates where appropriate between Board meetings. **TK** echoed the previous comments on the support given by FS. It hasn’t been the best 12 months for governance, and it is important to start celebrating the good times and wins as we get them and recognise that the G&I team isn’t just somewhere we go to with problems. **HD** and **AM** agreed that informal ongoing updates would be useful, particularly if linked to the SU priorities, vision and mission, along with a more detailed update quarterly on projects and campaigns.

**1.9.1 G&I Complaints Report**

*TK left to the meeting due to a potential conflict of interest.*

FS gave a verbal update of the full report and appendix provided in the Board papers. She has spoken with Wrigley’s Solicitors and a meeting has been arranged with them for Thursday 14th October. An acknowledgement has been sent to the complainant advising that we are taking legal advice. The SAR request has not given information on whose behalf this is, we will not action this until we have relevant information and evidence of identity. An update will be made to the Board on receipt of legal advice

AM stated that it would be helpful to have a complaints process flowchart, giving advice on what routes we could take. FS to action this.

*TK rejoined the meeting.*

**1.10 Budget**

Paper presented for information and approval without discussion

**1.11 Risk Register**

AHW, requested that the risk of not having a People Report and EDI review be added to the register. RP agreed that this should be added and also be an agenda item at the next meeting.

**1.12 AOB**

None to report