



02Board of the Trustees

5-12-18 – Chelmsford Tindal Boardroom 3rd Floor Tindal building

Action

6 ATTENDANCE

6.1 Present

Amanda Campbell-White (Officer trustee), Mary Copsey (Officer trustee), Tanya Curry (Lay trustee), Laura Douds (Officer trustee), Richard Halderthay (Lay trustee), Matt Hayes (Officer trustee), Teresa Jordan (Lay trustee), Fraser Luther-Yarwood (Officer trustee), Lusungu Muwowo (Student trustee), Jason Snowdon (Lay trustee), Nick Worrall (Lay trustee)

In Attendance

Linda Collett (Minute taker), Bethan Dudas (Advocacy & Engagement Director (A&ED)), Jo Harbrow-Harris (Activities & Operations Director (A&OD)),

6.2 Apologies

None

6.3 Absent

None

6.4 Declaration of interest

A&ED and A&OD declared an interest in item 8.2

7 ACCEPTANCE OF PREVIOUS MINUTES

7.1 Accuracy

The previous Minutes were accepted as a true record.

7.2 Matters Arising

21.3 – SUSS pension – This was to be monitored by the Finance & Risk (F&R) sub-committee.

22.2 – Books Plus review – This had now been included on the Risk Register.

3.1 – Two year operational plan – This was included at item 8.1 on the agenda.

3.2 – Trading Company – The Directors' and Officers' insurance document had been circulated. It had been discussed and approved at the F&R meeting on 15 November.

3.3 – Staff and officer engagement action plan – This had been discussed at the HR and Employee Engagement (HR&EE) sub-committee meeting on 7 November.

3.4 – Amendments to bye-laws – A meeting had taken place to discuss the contents of the societies' handbook and a further meeting had been arranged for January 2019.

4.1 – CEO report – GDPR risk – This had been discussed and agreed by the Appointments and Governance (A&G) sub-committee on 16 November.

4.2 – Financial report – A meeting had taken place to discuss the current finance function. The analysis had identified some high and medium risks, including concern about contractual gaps. Further work would be undertaken in the New Year, including meetings

JHH/TJ

JHH/TJ

with key personnel in the University Finance department.

Any other business – Information regarding recent appointments to be added to the website. All other actions had been completed.

8 ITEMS FOR APPROVAL/DISCUSSION

8.1 Developing our strategy

The Board received the proposal outlining the action plan to continue to work towards achieving the goals of the current strategic plan. It was noted that all staff would be included in the evaluation of performance against the current plan and horizon scanning exercises. It was suggested that a presentation of the findings be made at the Board away day in September 2019.

BD

The Board APPROVED the proposal.

8.2 CEO recruitment

The Board received the CEO recruitment proposal (Schedule 3) and the Senior Leadership Team (SLT) proposal (Schedule 3.1). The A&OD and A&ED took questions from the Board on the motivation for and the impact and implementation of the SLT proposal.

The A&OD and A&ED withdrew from the meeting for the remainder of this item.

A reserved discussion took place where it was agreed that the Board did not feel that the proposed SLT model was currently suitable for the challenges faced by the Union in the future and that the Board wished to see a model with the CEO working with a Senior Management Team (SMT).

The discussion moved on to discuss the CEO recruitment proposal. It was agreed that Peridot had a very good reputation in the sector. Concerns were expressed about the possibility of the Union falling below the three month operating costs reserves. The Reserves' policy would be circulated for information, and provided there was nothing in the Articles which prohibited the reserves figure falling below three months operating costs, it was agreed that the recruitment process would be set in motion. If there were further concerns about the reserves figure, an additional Board meeting would be called to decide upon an alternative plan.

LD
LD/TC

The recruitment proposal and the budget contained therein was AGREED, but it was noted that the proposal did not refer to the recruitment fee, which would be 25% of the annual salary. This additional expense was also AGREED.

Peridot would be appointed and the remaining agencies would be declined. The interview process and recruitment panel would be discussed and finalised in the New Year.

NW
TC

8.3 Trading Company

The Board received the paper outlining the next steps in the process to set up the trading company. It was AGREED that a new bank account would be set up for the trading company and that all trustees would be listed as directors for the trading company. It was

AH

further AGREED that the trustee members of the F&R committee, the Deputy Chair of the Board, the A&OD, the A&ED and the HR and People Operations Manager should be signatories for the bank mandate.

It was also noted that the Charity Commission should be provided with the same list of directors.

BD

9 STANDING ITEMS

9.1 SMT update

The Board received and NOTED the SMT update.

It was noted that the A&OD and A&ED had attended the NUS Strategic Conversation conference at which the financial difficulties currently being experienced by NUS had been discussed. These had occurred as a result of an ineffective governance structure, which had no clear oversight of its Boards. Changes to the governance were to be taken to the National Conference in April 2019. NUS is considering how the changes it is making could impact positively on the affiliation fee models: further information about these would be circulated when they became available.

BD

A&OD and A&ED took questions on the progress of the strategic goals.

Some concerns were expressed about the KPIs for the Advice Service, but it was noted that the change in Faculty structure and the high number of new advisers had resulted in a reduction in the number of key contacts throughout the University. It was further noted that other standards were measured and monitored internally and that the level of satisfaction from users was high.

9.2 Financial report

The report had been discussed by the F&R committee on 15 November.

It was noted that, going forward, an executive summary would be brought to the Board, and that management accounts would be made available to all members via DropBox. These would be monitored monthly and any concerns would be flagged to the Board. Anything exceptional from the report to F&R would also be included as an item for the Board agenda.

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Meetings would be arranged in the New Year to define a better process to monitor cash flow.

JHH/AH/TJ

Budget discussions would take place with the University in February and the results would be brought to the Board to identify priorities for 2019-20.

JHH/BD

9.3 To receive minutes of the sub committees

Minutes from the sub committees were received and noted.

9.3.1 Appointments and Governance

9.3.2 Finance and Risk

9.3.3 HR and Employee Engagement

9.4 To receive matters for the Board from the sub committees

Matters from the sub committees were received and noted.

9.4.1 Appointments and Governance

A&G had agreed that the Risk Register should be monitored by F&R and would be a standing item on the agenda. An overall risk statement would be brought to the Board for agreement.

LC
JHH/BD

GDPR would be monitored by both A&G and F&R.

A&G/F&R

Updating the Scheme of Delegated Authority would be the responsibility of the CEO but would be authorised by A&G. It was agreed that scrutiny and due diligence was a role for a clerk to the Board. This would be raised as an item at the next A&G meeting.

JHH/BD
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9.4.2 Finance and Risk

9.4.3 HR and Employee Engagement

10 ITEMS FOR DISCUSSION OR TO NOTE

10.1 To note report from interim Executive meetings

Minutes from interim Executive meetings were received and noted.

Officer trustees gave a brief overview of their top two priority campaigns:

President – Rent and Equality and Diversity

VP AHSS – Best night in, Best night out and Rent

VP B&L – Carers Awareness and faculty-based (Student Empowerment)

VP S&E – Access to specialist facilities and Drug harm reduction

VP HEMS – Part time jobs fair and Peer mentoring

The Board offered their congratulations on these transformational and welfare-based campaigns and requested that similar updates be included at future Board meetings.

10.2 Skills audit

It was noted that a skills audit of Board members would take place during 2019.

ANY OTHER BUSINESS

It was agreed to have the officers present a brief update on their campaigns as a permanent agenda item for future meetings.

LC

It was also agreed to keep the timing of the board meetings to a maximum of three hours as detailed work should be completed at committee level. Everyone was also reminded of process for submitting papers for the board.

LD/LC

DATE AND TIME OF NEXT MEETING

Thursday 7 March 2019 – time and venue to be advised



