



MINUTES OF A MEETING OF THE BOARD OF TRUSTEES 10.30am Thursday 30th July 2016

Present: Lewis Bretts (LB) (External Trustee), Amy Roberts (AR) (External Trustees), Richard Quayle (RQ) (External Trustees), Luke Hale (LH) (Student Trustee), Laurie Illingworth (LI) (President), Izzy Tooke (IT) (VP Education), Katie Irving (KI) (VP Welfare and Diversity)

In Attendance: Chris Bateman (CB) (CEO), Louise Aiken (LA) (Membership Engagement Manager), Szczepan Swiatkowski (SS) (Clerk to the Board) and David Green (DG) (Finance Manager)

1. Welcome and Introduction to New Trustees

CB welcomed all Trustees to the Board Meeting

2. Apologies for absence

Simon Turner (External Trustee) and Ellen Taylor (Student Trustee)

Absent without Apologies

None

3. Declarations of Interest

CB presented paper TB/1617/01/01 – Register of Interests which was reviewed. It was **agreed** that AR's employment with a software company should be added as the firm deals in various products in the education sector; and that RQ's directorship with another limited company, The Loose Leaf Tea Company Limited (09074887) should be added to the Register of Interests.

Action: CB

LB added that Sabbatical Trustees should be added to the Register of Interests as they are salaried Trustees, and that Student Trustees should be added as they are members of the Students' Union so direct beneficiaries of its activities.

Action: CB

4. Appointment of Deputy Chair of the Trustee Board

LI presented paper TB/1617/01/02 – Appointment of Deputy Chair. AR put herself forward for Deputy Chair and her appointment was unanimously **approved** by the Board.

AR asked for further induction into the role and CB was tasked to meet with AR to initiate this with the involvement of LI.

Action: CB

5. Election of Trustees for Sub-Committees

LI presented paper TB/1617/01/03 – Election of Trustees to Sub-Committees. LI confirmed those Trustees that had put themselves forward for these roles ahead of the meeting and invited those present to put themselves forward.

Human Resources and Remuneration Committee: LB (External) and LH (Student) nominated themselves to sit on the committee and were unanimously **elected**.

Finance Committee: ST (External) and ET (Student) nominated themselves to sit on the committee and were unanimously **elected**.

Election Committee: LH (Student) nominated himself and was unanimously **elected**. It was **noted** though that LH reaches the end of his term of office on 31st December 2016 so any Elections Committee meetings post 1st January 2017 would require the attendance of another Student Trustee.

CB explained to the Trustee Board that the appointment of a Returning Officer was also sort from the Board to act for the upcoming Chairs of Schools elections in October 2016. CB confirmed that he had invited James Brooks, CEO of Lincoln University Students' Union, to fulfil this role and James Brooks had confirmed his willingness to do so.

James Brooks was **appointed** by the Board to act as Returning Officer for Chair of School Election in October 2016.

The Board **agreed** as special resolution to add the new Sabbatical Trustees (LI, IT & KI) to the HSBC Bank Mandate.

6. To approve the External Auditors

CB presented paper TB/1617/01/04 – Approval of External Auditors. This item was discussed by the Board and the continued appointment of BHP Chartered Accountants as the External Auditors for York St John Students' Union was **approved**.

7. To agree the meeting schedule for the year ahead

CB presented paper TB/1617/01/05 – Agree Meeting Schedule. It was **agreed** by the Board that meeting on October 27th will take place at 10am, with “grand opening” of the new Students' Union building in the early evening. The meeting on January 5th and April 27th will take place in the evening, and a potential strategic planning residential will take place on the night of January 5th.

Meetings for sub-committees were **noted** by the Board.

8. To approve the revision to the Byelaw

CB presented paper TB/1617/01/06 – Revision to Byelaws. CB gave overview of University Restructure and subsequent Students' Union Representative System Restructure.

CB mentioned that usually Trustees will receive this information before the University Governing Body to enable comment and amend, but due to the timescales this has not been possible on this occasion.

The Sabbatical Trustees gave an overview of the zones; the President is taking the lead on the Sports & Society Zone, and the Entertainment Zone; the VPE is leading on the Open Zone and the Education Zone; the VPWD is leading on the Wellbeing & Community Zone and the Equality & Diversity Zone. It was **noted** by the Board that the Vice Chancellor is interested in attending Open Zone meetings.

This item was discussed by the Board, Sabbatical Officers will be putting together and publishing agendas one week before the zone meetings. LB questioned the Board being asked to supersede Senate motions S34 and S40, it was explained by CB that this override was required as Senate motion S34 and S40 would be dysfunctional within this new proposed structure.

The proposed new representative structure (including the migration of Faculty Chairs to Chairs of Schools, and introduction of Zones) was **approved** by the Board. The overriding of Senate motions S34 and S40 was also **approved** by the Board.

LH questioned communication of the restructure to students; Sabbatical Officers will communicate these changes to students appropriately and at the first Senate of the year.

Action: Sabbs

9. To approve the revised Memorandum of Understanding

CB presented paper TB/1617/01/07 – Revision to the Memorandum of Understanding.

LB questioned point 26 bullet points 1 and 3 which is unclear as campaigns beneficial to the Students' Union may be seen as inappropriate by the University. It was agreed that further work needs to be done around points 26 and 27 before the Board will approve the full revisions.

Action: CB & LB

RQ commented on point 32 raising concern around potential implication that the Union was obliged to take action under Prevent legislation when legally it was not. This was noted by the Board but other Board members were comfortable with the wording.

It was **noted** that the paragraph number sequence to include the paragraph at the top of the page 9 between point 27 and 28 currently, needed to become paragraph 28.

This paper was **rejected** by all Trustees.

Action: CB

10. Horizon Scanning and Sector Hot Topics

CB gave an overview on horizon scanning and sector hot topics. Trustees **agreed** that the Brexit topic should be put forward to students taking part in the Open Zone, and that the Students' Union President should provide a statement on YSJSU website in relation to Brexit.

Action: LI

Changes to legislation around Higher Education and Research Bill Teaching were **noted** by the Board.

11. Strategic Plan and KPI Progress Report

CB presented paper TB/1617/01/08 – Strategic Plan KPI Progress Report. This item was discussed by the Board.

12. To receive the minutes of 7th April 2016

Minutes from 7th April 2016 were **agreed and signed**.

13. To consider any matter arising from those minutes

Item 5: 2016/2017 Budget – CB gave a verbal update on 2016/2017 Budget which was approved by previous Trustees. The Board asked for copies of the 2016/2017 Budget.

Item 7: Meeting Schedule for the Year Ahead – Covered in Agenda Item 7.

Item 10: Support for clearing students – Sabbs will be working alongside University on clearing. AM and RQ suggested “Quick Starter Pack” for students.

Action: Sabbs

Item 12: Students' Union Relocation – Covered in Agenda Item 14.

Item 13: Graduate Intern Roles for Sabbatical – This Item was discussed and there is **no further action**.

Item 15: Risk Register – CB gave update on Risk Register, further detail covered in Agenda Item 15.

Item 16: Appointments Committee – CB gave a verbal update on Trustee Board Skills Audit and Appointments Committee process.

Item 20: Pension Deficit discount rate – CB gave update on pension deficit, and that BHP are unable to provide information on discount rate. CB will contact ST in relation to discount rate and discuss the matter further at Finance Committee.

Action: CB

Item 25.2: IIP 18 month intervention – CB gave a verbal update on IIP intervention which will take place in August.

Item 25.3: Staff attendance at Board meeting – This Item was discussed by the Board and it was **agreed** that staff are able to present their own papers to the Board.

14. Update on the Students' Union Relocation

CB gave a verbal update on the SU Relocation, including the potential 'Plan B' in the building is not ready for Arrivals Weekend. CB will provide the Board with an action plan after meetings with Estates week commencing 25th July 2016.

Action: CB

15. To review the Risk Register

CB presented paper TB/1617/01/08 – Risk Register. LB questioned point 1 on page 10 – it was clarified that SU do not operate an advice center. This was **noted** by the Board.

LB also questioned legal liabilities and the mitigation/escalation of these matters; further work will be considered in this area and potentially reflected in the Delegation of Authority.

Action: CB

Other comments and amends by the Board were:

- Page 11 and page 17: change from CRB check to DBS check
- Page 12: word 'staff' needs adding at the end of the sentence
- Page 14: change from Senate to University policy
- LB suggested adding wording around the recent referendum to leave the EU and the impacts this may have going forward
- Risks associated with building delay have been **noted** by the Board

Action: CB

16. To discuss the Observers Report from April

CB presented paper TB/1617/01/11 – Observers Report. CB recommended establishing Buddy System between External and Student/ Sabbatical Trustees. CB and SS will provide support with skills assessment. Buddy System progress will be reviewed at the October Trustee Board Meeting.

Action: CB & SS

17. To note the Update from the Finance Committee

DG presented paper TB/1617/01/12 – Update from Finance Committee. This paper was **noted** by the Board.

18. To note the Update from HR & Remuneration Committee

CB presented paper TB/1617/01/13 – Update from HR & Remuneration Committee. This paper was **noted** by the Board.

19. To note the Update from Health & Safety Committee

CB presented paper TB/1617/01/14 – Update from Health & Safety Committee. This paper was **noted** by the Board.

20. To note the Report from Senate

LA presented paper TB/1617/01/15 – Senate Report. This paper was **noted** by the Board.

21. To note the Constitution and Articles

CB presented paper TB/1617/01/16 – Students Union Constitution and Articles. This paper was **noted** by the Board.

22. To note Annual Reports on External Speakers

CB presented paper TB/1617/01/17 – Annual Report on External Speakers. This paper was **noted** by the Board.

23. To note the Annual report on Legal Compliance

CB presented paper TB/1617/01/18 – Annual Report on Legal Compliance. This paper was **noted** by the Board.

24. To note the Schedule of Business

CB presented paper TB/1617/01/19 – Schedule of Business. This paper was **noted** by the Board.

25. To note the CEO Appraisal

CB presented paper TB/1617/01/20 – CEO Appraisal Report. This paper was **noted** by the Board.

Any Other Business and Board Reflection Time

26.1 – LB thanked CB for excellent paper for Trustee Board Meeting.

26.2 – It was agreed that Board will have 1/2h time before the meeting to discuss papers.

26.3 – CB was asked to set University email accounts for new Trustees.

Action: CB

26.4 – CB will forward University restructure paper to External Trustees.

Action: CB

26.5 – CB to conduct full review of Delegation of Authority ahead of October Board meeting.

Action: CB

Meeting closed at 4pm

Signed _____ (Chair)

Date _____