



MINUTES OF A MEETING OF THE BOARD OF TRUSTEES & JOINT FINANCE COMMITTEE

10.30am Thursday 27th October 2016

Present: Lewis Bretts (LB) (External Trustee), Amy Roberts (AR) (External Trustees), Richard Quayle (RQ) (External Trustees), Simon Turner (ST) (External Trustee), Luke Hale (LH) (Student Trustee), Ellen Taylor (ET) (Student Trustee) – from Item 7, 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) – for Items 8-20, Szczepan Swiatkowski (SS) (Clerk to the Board), David Green (DG) (Finance Manager) – for Items 1-7 and Jane Marshall (JM) (BHP Auditor) – for Items 1 – 5.

1. Welcome and Introduction to New Trustees

LI welcomed all Trustees to the Board Meeting.

2. Apologies for absence

Ellen Taylor (Student Trustee) – lecture until 12:00 noon.

Absent without Apologies

None

3. Declarations of Interest & review of Register of Interests

CB presented paper TB/1617/02/01 – Register of Interests which was reviewed. It was **agreed** that CB's role as an Independent Member on the York City Council Audit & Governance Committee should be added to the register; and that RQ's Magistrate role should also be declared also.

Action: CB

Sabbatical Officers declared a potential conflict of interest with Agenda Item 6.

4. Verification of Trustee Identification by Auditors

CB presented paper TB/1617/02/03 – Verification of Identification. JM verified External Trustees, Student Trustees and Sabbatical Officers. JM asked for scan of ID.

5. To Approve 2015/2016 Year End Accounts

CB presented paper TB/1617/02/03 – Year End Accounts. CB confirmed that the final version of the Year End Accounts is being tabled as minor amends have been made since the Audit Completion meeting on Thursday 20th October 2016.

JM distributed final Year End Accounts and Audit Findings Report and explained the figures to the Trustees; JM confirmed the year end surplus, which was **noted** by the Board.

JM explained the SU's pension deficit situation and new legislation surrounding it. LB questioned payments for SUSS which was explained by ST and JM.

JM also added that reserve targets should be reached by the end of next financial year.

LB questioned p34, note 6 - low income from Bar and Shop, which was explained to him by CB and JM detailing the process of winding up activities ahead of relocating.

ST asked for reforecast of the commercial services; this will be ready for Finance Committee in November and will be distributed to Trustees post Finance Committee.

Action: CB & DG

JM presented the Audit Findings Reports. LB questioned sample testing and what that involves, which was explained by JM.

CB asked JM to send additional information and clarification on what action was required by the SU with respect to new legislation around 'Persons with Significant Control'. CB to follow up with JM.

Action: CB

JM asked ST to sign letter of Representation.

CB thanked JM.

JM left the meeting at 11:30am.

6. To approve 2017/2018 Sabbatical Officer Salary

Sabbatical Officers left the room at 11:35am

AR presented paper TB/1617/02/04 – Sabbatical Officer Salary. CB explained the current process of benchmarking Sabbatical Officers pay with other institutions. This item was discussed by the Board and it was **agreed** that Sabbatical Officers salary will stay at the same level as current for 2017/2018.

AR added that Students' Union should look into including the costs of living in York in next year benchmarking.

Sabbatical Officers entered room at 11:45am

AR explained what was discussed in their absence.

ET joined meeting at 11:45am

7. Revised Delegation of Authority

CB presented paper TB/1617/02/05 – Revised Delegation of Authority. RQ questioned changes in this paper. Trustees asked to remove on page 1 wording "*linked to University*".

This was **agreed** by the Board.

8. Strategic Plan and KPI Progress Report

CB presented paper TB/1617/02/06 – Strategic Plan KPI Progress Report. LB questioned NSS survey and Annual Members survey. It was proposed that Trustees will further review the KPI progress report and link this with future Strategic planning.

9. To receive the minutes of 21st July 2016

Minutes from 21st July 2016 were **agreed and signed**.

10. To consider any matter arising from those minutes

Item 3: Register of Interests – Covered in Agenda Item 3.

Item 4: Induction of Deputy Chair – CB confirmed that the induction of the Deputy Chair took place.

Item 8: Revision of Byelaws – The Sabbaticals explained that the Senate meeting is set for 10th November 2016, at which Senate will be updated on the Byelaw Review.

AR thanked the Sabbatical Officers for great communication with students via website and blogs.

Item 9: Memorandum of Understanding – CB thanked LB for his help and support with this. This Item is in detailed for noting at Agenda Item 15.

LB said that he is still not satisfied with paragraphs 26/27, he added that this should be reviewed further at the next formal review, and kept in balance.

CB suggested that a statement from the Trustee Board could be included in the Presidents paper to the University Board of Governors at the November 2016 meeting on behalf of Trustees.

Action: LI

Item 10: President Brexit Statement – LI confirmed he wrote a statement on Brexit which included the Vice Chancellor comments and this was published as a blog on the SU website.

Item 13: Support for clearing students – The Sabbaticals explained that they can't access data because of the confidentiality. Trustees suggested that Sabbaticals draft an email to clearing students and ask the University to distribute to the students.

Action: Sabbaticals

Item 14: SU Relocation – CB gave update on the occupation of the new SU.

Item 15: Risk Register – CB confirmed this would be covered in Agenda Item 13.

Item 16: Buddy System Review – CB confirmed that the Buddy System is in place and asked the Board for feedback on how it was developing. CB encouraged the Board to talk in advance of meetings and confirmed that the agenda for future meetings would include a reflection time at the start to allow Trustees to discuss the meeting and papers with their buddies ahead of the meeting.

Action: CB

Item 26.3 – CB confirmed University email accounts are set for External Trustees.

Item 26.4 – CB confirmed the University Restructure documents were circulated to Trustees.

Item 26.5 – CB confirmed the Delegation of Authority had been reviewed and would be covered in Agenda Item 7.

11. Update on University activity from the President

LI updated Trustees on University Activity. This Item was discussed by the Board.

ST suggested that future Strategic Plan should link to University Activity.

12. Trading Performance Update

CB presented paper TB/16/17/02/08 – Trading Performance Update. This was noted by the Board.

13. To review the Risk Register

CB presented paper TB/1617/02/09 – Risk Register. The Trustee Board questioned major incident protocol; CB explained that the Students' Union adopted the University procedure.

ST added that on p7 pension deficit and PPF levy should be detailed.

Action: CB & ST

14. Review of Byelaws

CB presented paper TB/1617/02/10 – Review of Byelaws. CB stated that a review of Byelaw 3 Sabbatical Trustees and Chair of Schools was underway following Senate Motion S47 to change from Vice Presidents to Presidents. CB further stated that as part of this review the remits of the Sabbatical roles was being considered.

CB asked the Board to note that due to technical challenges, specifically not being supplied with the relevant School data from the University, in the recent Chair of School elections the voting had been cross campus not School specific as detailed in Byelaw 9. This had been approved by the Elections Committee ahead of the elections taking place. This was noted by the Board.

15. To note the revised Memorandum of Understanding

CB presented paper TB/1617/02/11 – Updated version of the Memorandum of Understanding, this was noted by the Board. LI will include a statement from the Trustees in the November 2016 President paper to the Board of Governors.

Action: LI

16. Sabbatical Officers Campaign & Activity Reports

Sabbaticals presented paper TB/1617/02/12 – Sabbatical Activity Reports. This paper was noted by the Board.

17. Update from HR & Remuneration Committee

CB presented paper TB/1617/02/13 – Update from HR & Remuneration Committee. LB added that CEO study time should be added to the update. CB stated that he had not taken any student time to date within working hours to complete his MALIC studies as there was not yet an overarching policy for staff regarding this. CB stated he was in the process of analysing staff personal development time data and would include a recommended percentage of development time within the Learning & Development Policy then pas this through the HR & Remuneration Committee along with an update on his MALIC study time.

Action: CB

This paper was noted by the Board.

18. Update from Finance Committee

CB presented paper TB/1617/02/14 – Update from Finance Committee. This paper was noted by the Board.

19. Update from Health & Safety Committee

CB presented paper TB/1617/02/15 – Update from Health & Safety Committee. This paper was noted by the Board.

20. Update from Elections Committee

LA presented paper TB/1617/02/16 – Update from Election Committee. This paper was **noted** by the Board.

CB thanked LA and PM for the successful Chair of School elections.

Any Other Business and Board Reflection Time

21. Strategic Planning Cycle – CB confirmed that the planning for the new Strategic Plan was underway and membership intelligence data would be made available for discussion at the January 2017 Board meeting. CB confirmed the process of consultation with stakeholders was also underway and this would be included in the January 2017 Board meeting too.

Action: CB

22. Future Board meetings – LB asked for confirmation of the next Board meeting date. CB to update Trustees with Board meeting dates.

Action: CB

23. SUMS Demonstration – CB gave the Board a demonstration of the new SUMS platform. ST enquired regarding data protection regulations around the data the SU holds. CB confirmed the SU is data protection compliant currently, but added that he would be conducting a Privacy Impact Assessment in the New Year ahead of changing legislation, specifically the General Data Protection Regulation (GDPR).

Action: CB

24. Thanks to LH – LI thank LH for his two years as a Student Trustee. CB confirmed that the necessary updates would be made to Charity Commission and Companies House in January 2016 to terminate LH and appoint a new Student Trustee.

Action: CB

Meeting closed at 2.20pm

Signed _____ (Chair)

Date _____