



**PRESENT**

Chris Buckley (CB) *External Trustee*  
Daniel Asaya (DA) *Sabbatical Trustee – Chair*  
Geneva Guerrieri (GG) *Student Trustee*  
Graham Briscoe (GB) *External Trustee*  
Ian Catley (IC) *External Trustee*  
Joanna Ann (JA) *Exec Committee Member Trustee*  
Libby Howe (LH) *Student Trustee*  
Robert Garza (RG) *Student Trustee*  
Vaishni Patel (VP) *Student Trustee*

**IN ATTENDANCE**

Alan James (AJ) *General Manager, non-trustee*  
Emma Bonell (EB) *minute taker*  
Sarah Newland (SN) *Finance Manager, non-trustee*

**PART ATTENDANCE (TO PRESENT THEIR REPORTS)**

Jamie Swanson (JS) *SU VP Education*  
Lucy Filer (LF) *External Auditor, Filer Knapper*

**APOLOGIES**

Alexis Drayson (AD) *Staff Trustee*  
Karen Churchill (KC) *Student Trustee*

**NOT PRESENT**

Mark Smith (MS) *Student Trustee*

**1. WELCOME /APOLOGIES**

DA welcomed all present. EB noted that apologies have been received from AD and KC.

**2. CONFLICTS OF INTEREST**

None.

**3. CHAIR'S ACTIONS**

None.

**4. PREVIOUS MINUTES: FROM 3<sup>RD</sup> NOVEMBER 2016**

All present approved the minutes as an accurate record of the meeting.

**5. MATTERS ARISING**

- 5.1. *GB TO SHARE POLICY FROM ANOTHER CHARITY WITH AJ REGARDING LONE TRAVEL AND PERSONAL SAFETY OF STAFF.*

Outstanding; GB noted he will send it.

**CARRIED FORWARD**

- 5.2. *DA TO DISCUSS IDEA OF A LAPTOP LOAN TO PURCHASE SYSTEM WITH JS.*

DA noted JS will be updating the Board on this matter in his report (agenda item 13).

**CLOSED (see item 13)**

- 5.3. *SN TO CHECK WAGES AND GROSS PROFIT FIGURES FOR THE STUDENT CENTRE CAFÉ.*

Outstanding.

**CARRIED FORWARD**

- 5.4. *CB TO PASS ON PRESENTATION REGARDING STORAGE OF STRUCTURED DATA TO AJ.*  
Outstanding; CB noted he will send an updated version of the presentation to AJ.

**CARRIED FORWARD**

GB queried an item on page four of twelve of the previous minutes regarding the noise issue at The Old Fire Station (TOFS). AJ confirmed that the outcome was good for SUBU and that there have been some conditions and actions put on the licence, which are already in place and are progressing. IC queried what the communication has been to the residents, to which AJ confirmed that SUBU engages solely with the council so there has been no communication with the residents since the council took on the issue. CB queried if it will come back as an issue, to which AJ noted that noise never goes away but he believes there is no reason to think it will come back. He confirmed that executive penthouses are being put on top of the building and that he hopes they will have better windows. It was also mentioned that TOFS is closed during the summer months, which is when residents' windows will be open more.

**6. UNCONFIRMED MINUTES OF THE AUDIT AND RISK COMMITTEE ON 25TH NOVEMBER 2016**

GB explained that item 9 will be discussed after 6, 7, 8, 10 and 11.

GB noted the recent ARC minutes. He highlighted the conversations of item five and the scrutiny that the committee made to the documents.

**7. THE AUDITORS MANAGEMENT LETTER 2015/16**

GB introduced the letter and explained it is a description of the work of the organisation; he then introduced LF. LF explained that the letter contains recommendations for improvements, and that the auditors look at last years' recommendations and if they have been done, and then they look at what should be done now. It was confirmed that actions for item one (cash bankings) have been taken since the letter was produced. LF explained that the auditors test the systems, and added that the Trustee Board have responsibility to monitor, too. LF confirmed that nothing was of a serious nature and that the results of the audit were pretty standard for an organisation of SUBU's size.

DA questioned if AJ thought the cash differences should be a concern, to which AJ confirmed that SN and the Commercial Manager, Alan Dove (ADo) were comfortable, but he agrees that action needs to be taken and he will follow it up with ADo. GB added that there was an action from the ARC minutes for the Tills and Back Office systems to be reviewed with a view to replace the current systems. IC recognised that it would entail a significant spend, so queried if there any early indications that the review and new machines would fix the problem. AJ mentioned that he agrees with the ARC that it needs to be looked into it and he has spoken to ADo, who's view is that it isn't just till related.

RG asked if it was known how many times there were differences, to which SN explained that anything over £10 gets looked into, and agrees that the till system needs reviewing. She

added that a lot of students are employed and use the tills, and they have a development phase when they are newly employed, and they can make mistakes during this time.

GB proposed that the Trustees note the Management Letter. **All present noted the letter.**

**8. THE ANNUAL AUDIT & RISK COMMITTEE REPORT TO THE TRUSTEE BOARD 2016**

GB presented the report and explained that it is designed to give comfort to the Board that they are discharging their responsibilities as per the Committee's Terms of Reference. He went on to explain that there is now one internal audit review per year, which was approved by the Committee last year; prior to that there were two reviews per year for three years. GB confirmed that the actions on the Management Letter are also included on the action list within the ARC.

GB explained that the actions from the first annual review of ARC are listed on pages four-five, and went on to note that more actions have stemmed from a similar review this year.

GB commented that through the Task and Finish Group for Trustee Board KPIs he has been reviewing some targets for the Trustee Board with the General Manager, which includes targets on attendance. GB believes that 70-80% is an acceptable target and added that if the General Manager and SN are excluded from the figures, then the ARC attendance percentage is about 60%, and therefore not what he could be expecting. These targets will be reviewed at the next ARC, as agreed at the Task and Finish Group.

GB proposed that the Trustees note the Report. **All present noted the report.**

**9. TASK AND FINISH GROUP: EXTERNAL TRUSTEE RECRUITMENT MEETING MINUTES 30TH JANUARY 2017**

CB explained that although the student trustees were not present at the meeting, the discussions still took place, and he went on to highlight some key points from the minutes. He explained that the recruitment for the current External Trustee vacancy wouldn't focus on any specific skill set, experiences or characteristics, but would reflect the types of interest that the potential candidate may have. He went on to add that the discussion reflected how to reach the potential candidates, and he outlined the recommendations on page three of the minutes.

GB queried the action on page two regarding confirmation from the By-Laws/ Constitution for Observers and additional members of the Trustee Board. AJ added that the By-Laws allow for Observers at the Chair's discretion. DA expressed concern about observers taking part in conversations. It was confirmed that observers do not have voting rights.

IC expressed that with regards to weighting the recruitment towards someone with a disability (as per the minutes) it should mention weighting towards someone with experience of working with disability.

DA asked if weighting could be given towards BME, to which CB mentioned that the recruitment would be for recruiting for the best trustees without an exhaustive list of

characteristics, and that the evaluation criteria would discuss characteristics. DA expressed that he would like BME added to the definitive list of characteristics that recruitment would be weighted towards.

#### **10. THE AUDITED ACCOUNTS & TRUSTEES' REPORT 2015/16**

GB explained that there have been some changes since the version presented to the ARC meeting was approved, and that some further changes have been made from the papers that were sent to the Board members, so version three, detailing the further changes, were tabled.

LF explained that the changes are due to the changes in regulations regarding how figures should be declared, and is due to the nature of the pension liability issue within Students' Unions; these figures now have to be declared. She confirmed that the money and final figures that SUBU has hasn't changed, it has just changed where the ring-fenced and restricted funds are declared. CB queried which figure relates to the pension, to which LF confirmed it was on page 31.

LF explained the figures. GB added that, as Trustees, they are signing off the accounts of a £4.8million organisation.

GB proposed that the revised document for approval, with the tabled changes, is approved for the Chair to sign the documents. He emphasised pages 14, 15 and 16, which highlights trustees' responsibilities. **All present approved the document.**

#### **11. THE AUDITOR'S LETTER OF REPRESENTATION 2016**

LF explained that the letter is for trustees to approve to give back to the auditors and highlights that the trustees own the accounts.

GB proposed that the revised document is approved, for the General Manager and Chair of the Board to sign the document on behalf the Trustees'. SN added that all the information in the Audited Accounts will appear on the Charity Commission website which will be available to the general public.

**All present approved the document.**

#### **12. MANAGEMENT ACCOUNTS**

##### **i) UPDATE FOR 2016/17**

SN explained the breakdown of income streams, and suggested that the figures to focus on are the total income column. She explained that the figures are slightly down compared to this time last year, but that she isn't worried about this and still predicts that commercial services will have contributed £200k by the summer. BU have agreed to give £200k more than last year. She confirmed that there has been a loss across SUBU's commercial services due to other non-SUBU outlets now on Talbot campus. She added

that TOFS has contributed about £50k, which puts the figures ahead of last year. They have had a very good first term, and Friday and Saturday nights have been really strong.

ii) FORECAST FOR REMAINDER OF 2016/17

SN explained the figures and that they are based on December figures, which show an increase of about £40k. She explained that Clubs and Societies have been very busy and there's lots going on, so she's not worried about their use of the budget at the moment. SN confirmed that SUBU is thinking of getting another minibus; GB asked if advertising on the buses could help with costs, to which SN agreed it could be looked into. AJ added that Endsleigh may be an option to look into.

<b>ACTION: SN to look into advertising on the minibuses.</b>
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iii) BUDGET PROJECTION FOR 2017/18

SN explained that the figures highlighted in green are those with a significant increase. IC queried who does the forecasting, to which SN confirmed she works with AJ, she listens to other managers and looks at historical figures.

IC queried the ring-fenced funds for Access All Areas with regards to the bid not yet being finalised. SN confirmed that Caston Matewu (Democracy and Equality Manager) and Joff Cooke (Head of Student Engagement) are working on the bid. AJ mentioned that it is a work in progress, and the final decision hasn't been made, and he confirmed that it relates to 2017/18.

IC also queried who increased the £50k Commercial Contribution; SN clarified that she is projecting that the figure it is likely to be nearer to £250k than £200k.

GB noted that the extra £100k in block grant for 2017/18 would make the level of reserves exceed the level as stated in the Reserves Policy. GB added that we need to ensure the predicted reserves are in line with the Reserves Policy before we approve the budget.

### **13. REPORT FROM SU VP EDUCATION**

JS introduced himself and explained that a key driver for focusing on entrepreneurship has been based on his experience as a student. His other report highlights were that he is working:

- with the Representation Team
- on the laptop loan scheme
- with CEL (Centre for Excellence in Learning at BU)
- on establishing a free printing service to be up and running soon, which is through a company that prints a banner at the bottom of the page.

Further to the Matters Arising item 5.2., JS confirmed that the laptop loan scheme doesn't currently include loans for purchasing laptops, but as the scheme is currently just a trial, he can incorporate the question into the survey when gathering feedback to see if it's something that students would want.

There was a discussion about the lecture recording matter raised in the report; RG was surprised it is on Jamie's agenda as he mentioned that the Education Council voted on it two and a half years ago. JS confirmed that all lecture theatres have the software, but it's about working with the lecturers to get it used in the most effective way. GG suggested that students could request access, rather than lecture videos being widely available. DA queried whether it could go to a Big Student Meeting, to which JS explained it's been voted on before and it's now about working with CEL to enable staff to utilise the technology.

IC expressed interest in JS's entrepreneurship focus and mentioned he would be delighted to attend the next event and get involved. He queried whether *Bare Collective* approached JS and whether it is common for organisations to involve students. JS mentioned that lots of companies want to work with students as there are strong employment prospects. IC checked if decisions about which companies to make links with are being mindfully considered, to which JS confirmed that they are.

GB asked JS whether he has made any contact/links with other universities who have strong entrepreneurship focuses, to which JS confirmed that Warwick have a tremendous scheme, and he is being mentored by them and feeding off their models. He also confirmed that he is working with John Fletcher at BU (Pro Vice Chancellor - Research and Innovation) to bring research and entrepreneurship together.

GG queried if JS has considered the paper wastage from the free printing scheme, to which JS clarified he has, and the scheme wouldn't be to change all the printers in the university, it would just be one in the Student Centre. He added that an app would have to be used and usage would hopefully be limited. GG asked for a report on it, to which JS noted the request. VP queried the impact on assignments of the banner at the bottom of the page, to which JS noted he is aware it needs considering and he would need to work with the university on it.

DA thanked JS for his report.

#### **14. PRESIDENT'S REPORT**

DA explained some key highlights from his report, which included

- SUBU won an award for the best Freshers' Fair in country;
- The Executive Committee have had a neutral approach regarding the NSS and will simultaneously run an information campaign to educate students on the issue;
- He is working to make BU a guarantor for students who don't have UK guarantors; he added that some other universities have implemented it;
- A motion was passed at the last Big Student Meeting about how BU should be offering support for asylum seekers i.e. those seeking refugee status, so he confirmed that he mentioned this at the recent BU Board Meeting.

#### **15. GENERAL MANAGER'S REPORT**

AJ presented his report and explained that since writing the report he has subsequently found out that student numbers are challenged this year. He added that NHS/HSS (Health

and Social Science) students will be challenging to numbers, and there is already a 20% decrease for 2017/18 due to the cut in NHS bursary.

**16. VISION AND STRATEGIC PLAN UPDATE**

AJ explained the update and that the intention for the upcoming Vision Days would be one day for students, which would be followed by a second day in May for the managers. He added that there was an intention to use *Bare Collective* [who were involved in JS' entrepreneurship programme] to facilitate the session. AJ added that it would be the first time a paid consultant would be used for the Vision Days. IC commented that he knows a facilitator that could be utilised.

GB queried when the next BU strategic plan starts, to which AJ confirmed it would be 2018. GB noted that SUBU's needs developing in 2017/18 ready for 2018, and that early guidance and consultation from BU is needed. AJ added that there is a leaders' conference for it at BU this week; AJ agreed that he should be involved in that.

**17. SUBU ANNUAL TARGETS/KPIS: PROGRESS REPORT**

AJ explained that the report shows the progress on the items that have changed status. He added that students don't tend to get involved in their first year and that our website doesn't allow us to monitor; the students present agreed with AJ. GB wondered if second years who are active could plug SUBU to first years who have links with their hometown. GG added that BU's PAL (Peer Assisted Learning) scheme could encourage SUBU involvement. AJ agreed and added that SUBU is missing a trick with getting involved with PAL.

**18. BUSINESS CRITICAL RISK REGISTER: UPDATE ON ONE ITEM'S LEVEL OF RISK**

AJ explained the one item's change in risk regarding SUBU being a more politically involved Students' Union. He added that BU can feel uncomfortable but they understand. He confirmed that there is no evidence in a cut in the Block Grant, despite a 2% cut across BU budgets, so he expressed confidence that SUBU's budget from BU will be fine.

**19. HEALTH AND SAFETY POLICY**

AJ presented the document. AJ asked for more time to pursue the BU Health and Safety Audit from last year which may have an impact on the policy and may therefore need presenting before the policy's annual review; all approved this. All present approved the current document as it stands.

**ACTION: AJ to revisit the BU Health and Safety Audit from 2015/16, and to make subsequent additions/changes to the SUBU Health and Safety Policy if necessary. If changes are made then the SUBU Health and Safety Policy will be presented at a Trustee Board Meeting earlier than the next annual review.**

**20. HUMAN RESOURCES POLICY**

AJ explained nothing has changed. He added that SUBU is being reviewed by IIP (Investors in People) this year; had IIP since 1997. **All approved the document.**

**21. POLICIES' MEASUREABLE TARGETS**

GB explained that he has been having discussions with AJ and noted that he has a reference document for EB to copy for AJ. He expressed that the budget, KPIs, annual operational plan, and the risk register should be presented together as one package for approval for the following year. He noted that further discussions would be taking place.

**22. ELECTION REPORT: PART-TIME OFFICERS**

AJ confirmed that the elections were held in a fair and democratic way, but he requested that the report for this item is deferred to the next meeting, as he hasn't received it yet.

**ACTION: Item deferred to next meeting.**

**23. GOVERNANCE REVIEW ACTION PLAN UPDATES:**

i) TRUSTEE BOARD MEETING TIMES GOING FORWARD

There was a discussion about timings for Board meetings, and whether they should be held in evening or afternoons or whether they should be Doodled for each time. It was noted that when recruiting for external trustees it might be worth saying we will endeavour for evening meetings.

**It was agreed that the meetings would be Doodled for each time.**

ii) INFORMAL BUDDYING

This item was not discussed.

**24. SUBU IN THE PRESS**

There were no comments regarding this item.

**25. ANY OTHER BUSINESS**

CB mentioned that he is running the London marathon in April for the NSPCC.

DA thanked all for attending.