

STUDENTS' UNION AT BOURNEMOUTH UNIVERSITY
TRUSTEE BOARD MEETING | [22ND JANUARY 2020]
[12:45PM] | [F308] | [TALBOT CAMPUS]
CONFIRMED MINUTES



STUDENTS' UNION
AT BOURNEMOUTH
UNIVERSITY

PRESENT

Adeyinka Balogun (AB) Chair
Martin James (MJ) External Trustee
Catriona Cannon (CC) External Trustee
Stephanie Njoaguani (SNj) Student Trustee
Louise Facer (LF) – Student Trustee
Abidemi Abiodun (AA) Sabbatical Trustee
Joanna Ann (JA) Sabbatical Trustee
Lea Ediale (LE) Sabbatical Trustee
Lenrick Greaves (LG) Sabbatical Trustee
Sophie Nott (SNo) Staff Trustee

IN ATTENDANCE

Samantha Leahy-Harland (SLH) Chief Executive
Sarah Newland (SN) Accounts Manager
Debbie D'Silva (DD) Minute Taker
Nick Smith – Nick Smith Consulting

PART ATTENDANCE (TO PRESENT THEIR REPORTS)

Lucy Filer – Filer Knapper

APOLOGIES

Jenni Winter (JW) External Trustee
Olu Baptist (OB) External Trustee
Mark Stephenson (MS) Student Trustee
Calvin Mackenzie (CM) Exec Student
Sarah Lawrence (SL) Exec Student

1. FORMAL WELCOME /INTRODUCTION TO NEW TRUSTEES & APOLOGIES

- 1.1 Apologies received from JW, OB, MS, CM, and SL
Formal welcome extended to all new Trustees by Chair.

2. DECLARATIONS OF CONFLICTS OF INTERESTS

- 2.1 None reported

3. CHAIRS ACTIONS

- 3.1 Not applicable

4. MINUTES OF PREVIOUS MEETING FOR APPROVAL – 5TH JUNE 2019

- 4.1 Minutes of the previous meeting were approved by all present.

5. MATTERS ARISING/ ACTION LOG

INCLUDING ITEM 60: ADVICE RESPONSE

- 5.1 AB provided an update for the progress of the outstanding items.
- 5.2 Trustee members who identified an interest in joining ARC committee: LE, JA, AB.

ACTION: DD to update action log and liaise with relevant staff members to complete actions.

TRUSTEE BOARD MEETING | [WEDNESDAY 22ND JANUARY 2020]

CONFIRMED MINUTES

5.3 Formal introduction to Nick Smith – Nick Smith Consulting

6. CHAIR'S REPORT

6.1 AB provided an update the board on the current officer's progress, including the campaigns that are current and other projects, priorities and interesting events of note.

7. UNCONFIRMED MINUTES OF ARC 27TH NOVEMBER 2019

7.1 Minutes Approved by all present.

8. CHIEF EXECUTIVE'S REPORT

8.1 SLH highlighted the projects that she has been working on and identified her own objectives and recommendations. She requested suggestions for the content of future reports.

8.2 CC noted that although clearly setting up personal objectives, there is no current professional development review for the position of CEO. Nor is there a mechanism in place for an annual review in order to provide support.

8.3 SLH suggested that this could be under the remit of the HR subcommittee to review and action. Questioning which of the 2 committees would be most appropriate. It was noted that there could be a potential conflict of interest in the HR Sub Committee.

8.4 NS suggested that small group of trustees would talk through the objectives, complete a formal appraisal with 6 months reviews, in the form of a task & finish Group.

ACTION: SLH /AB to create a proposal of CEO professional development and appraisal for next TBM
--

ACTION: SLH set up T & F group for CEO review, support and appraisal.
--

9. ELECTIONS REPORT

9.1 SLH highlighted that the FT officers positions will be reduced to 4 going forward for the new academic year, identifying the proposed changes to the roles.

9.2 Noted by all present.

10. THE ANNUAL AUDIT & RISK COMMITTEE'S REPORT TO THE TRUSTEE BOARD

10.1 Approved by all present.

11. THE AUDITED ACCOUNTS & TRUSTEES' REPORT 2018/19

11.1 Introduction to LF representing Filer Knapper Auditors.

11.2 LF would went through the accounts highlighting key points and providing definition and background information to clarify.

11.3 Further detail provided regarding the current pension liabilities and how that affects the balance sheet information.

TRUSTEE BOARD MEETING | [WEDNESDAY 22ND JANUARY 2020]

CONFIRMED MINUTES

- 11.4 Capital commitment noted on Page 28 as the ongoing vat issue regarding HMRC dispute, which resulted in a paid liability. She also highlighted that there is a second amount for Feelprime that has been declared.
- 11.5 LE addresses the clubs and societies details which require amending. MJ notes that the detail for the report needs to be illustrative, without being completely accurate. However it was noted that going forward, they will be revised as per the ARC action and the 5* clubs to be identified for next year's report.
- 11.6 Subject to the small revisions, MS recommended that the Audited Accounts are approved.
- 11.7 Approved by all present.

ACTION: LE to provide a list of revisions and SN to forward to Auditors to made the adjustments to accounts / report.

12. THE AUDITOR'S MANAGEMENT LETTER 2018/19

- 12.1 Management letter mostly minor items, LF identified the main recommendation surrounds the purchase orders.
- 12.2 Approved by all present.

13. THE AUDITOR'S LETTER OF REPRESENTATION

- 13.1 Approved by all present.

ACTION: SN Letter of Representation signed and returned to Filer Knapper.

14. AUDITOR'S ETHICAL CONSIDERATIONS

- 14.1 Approved by all present.
- 14.2 MS extends his thanks as ARC chair to the Auditors for their hard work to prepare the accounts.

15. MANAGEMENT ACCOUNTS:

- 15.1 SN provided an updated version of account to the Board with some minor alterations to figures.
- 15.2 SLH advises that departmental cuts have meant that there are revised budget figures. These figures are for illustration purposes only, as there is a new approach to budget setting, to allow departments to plan and develop plans in line with the new strategic plan.
- 15.3 It was noted that this year's Summer Ball sales and commercial has slumped; LF commented that this could be the impact of exam week, and the fact that exams are offsite, removing students off setting.
- 15.4 SLH added that the "Additional Income" figures increases in year 4/5. SLH had met with key figures in BU including the Chief Operating Officer regarding longer term projections, in the short term the block grant will be static. There will be confirmation in March that she will be able to bring to ARC/ TBM, she will need petition the increase to block grant case to BU in the future.

ACTION: SN to provide more level of detail for the Clubs & Societies breakdowns through ARC

16 .CAPITAL PROPOSALS FOR NEXT YEAR

16.1 SN Explained the rotations of the allocation of funds.

16.2 Noted by all present.

ACTION: SN to update the Capital Expenditure and bring to April TBM with more details.

17. HMRC UPDATE

17.1 Remaining outstanding figure has been invoiced and paid, so completing this dispute process.

17.2 HMRC VAT exemption may be the next potential figure to be added to the reserves in the management accounts, as this has been indicated as an area for further investigation.

18. RISK REGISTER REVIEW - UPDATE

18.1 SLH provided an update on progress following an action in the last ARC meeting. Advising this is ongoing with the senior management team working to bring this to the March ARC meeting and subsequently the TBM; papers will follow regarding the top actions.

ACTION: SLH revised version to be completed and forward to next TBM following its review during March ARC meeting

19. REVIEW OF PENSION LIABILITY AND SUBU'S UNINCORPORATED STATUS

19.1 NS and SLH provided more information on the presented report and its rationale. Ensuring that as trustees they are aware of the full situation with the increase in risk and today's objective to decide whether they are happy to remain the same or make the recommendation to change SUBU's incorporated status.

19.2 NS provided background information and definitions involved.

19.3 He outlines the key process that would be required and the areas that would be affected most including governance processes, a new constitution and set articles required to reflect this change in status. Operationally there would be implications issues such as staffing, HR documentation such as contracts, GPRD, accountancy practices such as invoicing.

19.4 MS stated that paper suggests that there is no downside, after the point of the transition. With SNo adding that this would protect the Union and all future Trustee Boards.

19.5 SLH adds that she has run this proposal in principle with BU and long as there is appropriate legal process they are supportive.

19.6 Approved by those in attendance, to action this for completion this year, pending further recommendations. JW and MS indicated via email that they are happy to support this.

19.7 An Extraordinary Trustee board meeting will be required to progress this and to authorise the budget for the additional legal fees required.

ACTION: DD Doodle dates for an additional TBM in February 2020.

ACTION: SLH/NS to provide a detailed project plan to incorporate in the August 2020 window.

<SNJ LEAVES>

20. SUBU STRATEGIC PLAN UPDATE

- 20.1 SLH notes key points in the revised Strategic plan, highlighting her priorities and recommendations which areas to be progressed.
- 20.2 This remains ongoing for now with SLH to forward a timetable for next steps which will be presented to the Board. It was suggested that SLH to look into whether this in line with BU strategic plan.

ACTION: SLH complete timetable and next steps and present at next TBM

21. COMMERCIAL SERVICES STRATEGY

- 21.1 Brief overview provided. Noted by all present
- 21.2 CC advised that this paper provides a good view of the current situation, but didn't provide the Board with a strategy and a solution moving forward.
- 21.3 AB suggested that work will continue working alongside SUBU's strategy, with implementation over the summer and for this to be revisited later in the year.

ACTION: SLH to provide feedback to AD and to work with senior management to look at alternative income solutions such as grants.

ACTION: AD to continue working on the Strategy, bringing in more in line with SUBU's Strategic plan to be revisited later in year.

22. HUMAN RESOURCES SUB-COMMITTEE – TERMS OF REFERENCE

- 22.1 Terms of Reference presented to the board after the initial meeting held 26th November 2019. Recommendations made to form the committee and appoint a Chair.
- 22.2 CC suggested that the Staff Satisfaction survey should be added as one of the policy items for HR to review.
- 22.3 Trustees who indicated an interest to join the committee: SNj, AA, JA, and LG.
- 22.4 SLH proposed that we move to appoint JW as Chair for this committee.

ACTION: Staff satisfaction survey to be added as policy in the Terms of Reference DD

ACTION: Check back to all TBM members individually to check which if any committees they wish to sit on. DD

ACTION: Contact TBM members offline regarding appointing a Chair DD/ SLH

23. GDPR (GENERAL DATA PROTECTION REGULATIONS) UPDATE

23.1 This has been subject to a period of review, it was suggested that once the recommendations have been completed, it will be revised. This will then be forwarded to as an agenda item for the Board to be updated.

ACTION: SLH Revised GDPR report to be revisited at Sept TBM

24. SUBU IN THE PRESS

24.1 Noted by all present.

25. CALENDAR OF EVENTS

25.1 Noted by all present.

26. DRAFT AGENDA FOR NEXT TBM MEETING 29.04.2020

26.1 Noted by all present.