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| **Trustee Board** Date: **Tuesday 26 October 2011**  Time: **5pm**  Number: **6** Venue: **Boardroom, Scottish Borders Campus, Galashiels** |

In the Chair: Stefan Kay, Trustee (SGK)

Also Present: Mike Ross, President (MR)

Brian Hay, Trustee (BH)

Apologies: Susan Kirkman, Trustee (SK)

Olga Kozlova, Trustee (OK)

Lara Rivans, Trustee (LR)

Absent Alistair Grant, University Financial Controller (AG)

In Attendance: Gail Edwards, Chief Executive Officer (GE)

Katie Barr, Vice-President (SBC) (KB)

Georgiana Dunne, Administrator (Minute Taker)

**ACTION**

**GE Send Finance Advisor job description to BH**

**BH Provide feedback on salary for Finance Advisor to GE**

**SK/BH Email comments on the draft Constitution to MR**

**MR Circulate final draft Constitution for email ratification**

**NOTE**

1. **WELCOME**

1.1 The Chairman welcomed the attendees to the 6th Trustee Board meeting and thanked Katie Barr for showing round the Scottish Borders Campus. Apologies were noted from Susan Kirkman, Olga Kozlova and Lara Rivans.

1. **MATTERS ARISING**

2.1 The Chairman asked if there was any progress on the Student Trustees issue. The President replied that he still had to meet with Olga Kozlova to discuss the description of for the Student Trustee role. MR would propose: Sarah Ingram and Aiden McDonagh.

**3. MINUTES OF 5TH MEETING**

* 1. The Minutes were duly passed.

**4. UPDATE FROM EXECUTIVE**

4.1 **Communication within the Union**: The President has had a meeting with liberation groups and now Officers are being encouraged to attend and observe Executive Committee meetings. This is proving to be productive. Communications with students is via blogs and links which help in creating transparency The President is also looking at communicating with students via a Newsletter.

4.1.1. The website has also been refreshed with Jamie Nutter holding responsibility for it. Jamie Nutter was thanked by the Trustees for the work carried out as there had been significant improvements over the recent months.4.2 **By-Election**: A new Women’s Officer and an International Officer have been elected.

4.3 **Senate Motion**: secular activities at Graduation have been discussed and the Union will be consulting the students. No position will be taken.

4.4 **Campaigns**: these have been stalled due to Freshers’ Week but are starting to get back on track again.

4.5 **Election of Senior Vice President**: BH asked if a new SVP will be elected. The President said that this issue will be discussed at the next Executive. There are at the moment two options: either appoint an individual now or wait till the next election in February and the individual elected will be asked to start earlier. In the meanwhile KB is sitting on Senate and the Executive is taking more responsibility.

KB will also be going to Edinburgh once a week to take off some of the workload from the President.

**5. MANAGEMENT ACCOUNTS**

5.1 The CEO presented the accounts. These seem to be on track with some overspend.

5.2 The final bill for the refurbishment of the Union building at Riccarton has not arrived yet. The CEO reported that it was hard to anticipate the final costs because there were some overruns and other planned works that did not take place. The Union has missed the VAT quarter deadline so if the bill arrives soon we will not be able to reclaim the VAT for several weeks.

5.3 The CEO stressed how difficult it has been to get this set of accounts, which has taken two days. This has been in some part to the restructure of the accounts to match the new budget layout, next month should be easier.

5.3.1 The CEO has agreed a contract with Sandra Howells to remain on as an advisor during the finance system implementation. Sandra is working full time elsewhere now but will give time in the evening to advise the CEO directly. She will submit invoices as and when there is sufficient hours built up to merit it.

5.4 Jean Macnab has resigned (1 month notice). The CEO had discussed other options to keep Jean on but Jean’s other work commitments makes this option difficult.

5.4.1 The CEO proposed recruiting a Finance Advisor on a fixed term part time contract to support the Union through the finance system implementation.

5..4.2 The CEO has created a Job Description for this position and will be circulated to the Trustees. It will require an individual 14 hours a week, with a CA/CAA qualification. BH has offered to find out about hourly rates.

5.6 BH asked if there were other cost issues to worry about such as the Priority Campaign. The President said that this was not a concern as the campaigns planned will be in budget.

5.7 SGK asked more questions relating to the refurbishment such as the amount sitting in the bank account and the performance of the various points. The Bar is doing well. Catering is not great in Libertys and a marketing review will be required. The Pizza outlet will be open extended hours allowing Libertys to open for shorter hours thus keeping costs down.

5.7.1 MR informed the Trustees that a Services Committee is in the process of being set up.

5.8 BH wanted to know the reason why there was a delay in posting invoices. The CEO explained that there had been a problem in the shop due to staffing issues but that this was in the process of being resolved and that all the outstanding invoices are now processed and back on track.

5.9 The Auditors are not moving from their stance regarding the S75 pension liability. The Union has written to ACAS who have proved to be sympathetic but stated the issue was up to the Auditors.

5.9.1 It was agreed that a note from the Trustee Board will be sent to Baker Tilly to attach to the accounts.

All should now be put in place for 2010/11 account and the CEO was aiming for the Auditors to come in on 28November 2011. The next set of draft accounts should be ready for February 2012.

**6. FINANCE REVIEW**

6.1 SK, MR and GE met with the University Principal, Secretary and Deputy Secretary to discuss the outcome of the Finance Review. The University has offered to support the Union finances on their own systems. The Trustee Board has agreed to this option via email and this decision was noted. with an agreement by email – IT and HR support on a day to day basis.

6.2 The CEO reported that the Union needs to upgrade its IT infrastructure urgently and that Jamie Nutter was in discussions with the University about this. The University has suggested that all the network ports and switches need to be replaced at a cost of approximately £250 each. The Union would be hosted on the University server but that there are still some negotiations regarding day to day support of the Union IT infrastructure thereafter.

6.3 The CEO has been receiving support from University HR during the implementation of the current staffing restructure. Going forward there will need to be University HR involvement in the finance system implementation because there will be an impact on the Union finance staff. The CEO asked the Trustees advice on how to deal with the Finance Staff should there be a need to reduce support in the department.

6.3.1 SK asked if there was scope within the Union and BH suggested paying Legal fees. The CEO has re-run the costs implications if there was a straightforward redundancy consideration and these came below the figures suggested in the Finance Review.

6.3.2 The CEO explained her calculations stressing that legal costs were not included but that the costs were calculated on the same higher than statutory calculations agreed for the Graphic Designer post.6.4GE met with the University’s Finance Director and ORACLE Consultant to discuss the initial system needs for the Union.

6.3.3 A further meeting is scheduled with the ORACLE Consultant and the Union Managers to discuss specific system requirements.

**7. CONSTITUTION**

7.1 The Executive met to discuss this and BH will email his queries to the Trustees/MR to seek clarification of some minor points. SK has committed to reply this week. The CEO suggested that a final draft incorporating these comments would be ratified by email. This was agreed.

**8. ACTION PLAN**

8.1 The CEO gave an update to the Action Plan and explained that the Union is now on track with the next deadline. There were no concerns to report and although there is a significant amount of high priority work, these were manageable.

8.1.1 The CEO explained the various coding used and pointed out that the finance review actions were coded to match the referencing in the Finance Review report.

8.1.2 BH asked if this was going to be provided to the University. The CEO said that MR and she meet regularly with Kathy Patterson and that she will be given an updated copy each month.

**9. AOCB**

9.1 It was agreed to hold a meeting at the Scottish Borders Campus once a year.

9.2 BH informally asked if it would be worth it for KB to become a Trustee instead of being “In Attendance”. The CEO suggested that she could be “floating”. BH agreed to leave the issue pending for the time being.

**10. DATE OF NEXT MEETING**

10.1 The next meeting will take place in Edinburgh on 15/12/2011. Other dates for meetings are 7/2/2012 and 3/4/2012. At the next meeting, other dates will be agreed.

10.2 The meeting ended at 18.25.