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| **Trustee Board** Date: **Wednesday 5 December 2012**  Time: **5pm**  Number: **12**  Venue: **Committee Room 1, Student Union, Riccarton** |

In the Chair: Stefan Kay, Trustee (SGK)

Also Present : Brian Hay, Trustee (BH)

Lara Rivans, Trustee (LR)

Susan Kirkman, Trustee (SK)

Laura Gregson, Vice President LG)

Vicky Ingram (VI)

Apologies: Olga Kozlova, Trustee (OK)

Mike Ross, President (MR)

Katie Barr, President (SBC) (KB)

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

Jamie Nutter, Head of Corporate Services and Deputy CEO (JN)

Fiona Hall, Finance Advisor (FH)

Gillian Fortune, Executive Assistant (Minute Taker)

**ACTION**

**2.1.2 Audit to be put to Tender Finance Manager**

**5.1 Correct Minutes for SK surname Executive Assistant**

**6.1 Circulate Executive Update to Trustee Board President**

**10.2.2 Investigate Trustee Assessment methods CEO and SGK**

**POINTS TO NOTE**

**3.2 Accounts signed off by Trustee Board**

**4.5 SGK elected as Chair of Trustee Board for further year**

**9.7 Agreement by Trustee Board on All HR Policies in Place**

1. **WELCOME**

1.1 SGK welcomed everyone to the 12th meeting of the Trustee Board. He congratulated Fiona Hall and thanked her for accepting the post of Finance Manager starting in January 2013.

1. **UPDATE**

2.1 The Trustees had met with the Auditors and SGK reported back that everything was OK. The VAT Review and the Audit were adequate.

2.1.1 FH gave a verbal report on the Audit.

2.1.2 It was agreed that in future the Audit should be put out to tender.

2.2 FH reported to the Trustee Board on the progress of the installation of the new finance system. All continuing to go well most of the work would be done by the Christmas vacation. The work was definitely on track for a changeover on 4th February.

2.2.1 FH thanked GF and JN for their help with the input work needed for the invoicing to continue. She informed the Trustee Board that while they were experiencing difficult time and everything in Finance was full on, she expected it to be better once the new finance system was in place and the new procedures could be adopted.

2.2.2 FH would continue to circulate Management Accounts for each month up to the changeover to keep everyone informed of the finances.

2.3 FH was thanked for her time and hard work.

1. **BAKER TILLY REPORT ON AUDIT**
   1. As previously mentioned the Trustee Board had met with the Auditors before the meeting. A draft report had been circulated and the Trustees had been given a clean audit report from Baker Tilly.
   2. The Accounts were duly signed.
2. **ELECTION OF CHAIR**

4.1 SGK handed over the Chair to the CEO.

4.2 The CEO thanked SGK for all his support and hard work as Chair of the Trustee Board, since its inception.

4.3 BH proposed that SGK continue as Chairman, VI seconded this proposal and the Board agreed.

4.4 Everyone mentioned that SGK was a very effective Chair and was much appreciated in that role.

4.5 SGK was elected as Chair for another year.

1. **MINUTES OF THE 11TH MEETING**

5.1 **Factual Corrections**:

SK mentioned that her surname was incorrect on the Minutes. The Executive Assistant apologised and mentioned that it would be corrected from Kirkwood to Kirkman in all relevant Minutes.

5.2 **Matters Arising**:

**Student Trustee**: OK and MR were interviewing the candidates. OK would be asked to circulate feedback and their recommendations to the Board. Some work was needed on the induction process. The new Trustee would be in post for two years and will be invited to the next Trustee Board meeting.

5.3 The Minutes were duly passed.

1. **EXECUTIVE COMMITEE UPDATE**

6.1 Unfortunately, MR had not circulated the written update. LG would give a brief overview and the update would be circulated at a later date.

6.2 **Activities**: LG informed the Board of the work done in getting Halls Reps in place. This had been done and they were following up with good attendance at weekly meetings. Next Semester they would be involved in helping with Communications.

6.3 **SBC**: Unpaid internships campaign was doing well and good progress was being made.

6.4 **Vision**: The survey had received 1,200 responses, and excellent response rate. Results will be taken forward when analysed and acted upon next semester.

6.5 **Dubai**: MR had visited Dubai and had some interesting feedback from the students there. A big campaign was happening with International Representation and this would be taken forward. This would involve all five campuses, Malaysia, Dubai, Riccarton, SBC and Orkney.

6.6 **Constitution**: Some work was being done to the Constitution to integrate representation for international students. This would be ratified at the AGM to be held on 16th January.

6.7 **Services**: Geordies Bar and Libertys Cafe were both doing really well. Friday event were not so good. A decision had been taken to reduce the events to fortnightly and in the forthcoming semester they would plan to have specific dates rather than a regular event.

6.8 **Refreshers**: This would be happening in the first week of the new semester. A full programme was planned in conjunction with the Chaplaincy and the Sports Union with programme printed and a Refreshers Fair happening.

6.9 **Campaigns**: Reclaim the Night March had been organised by the Women’s Group and had been really good.

6.10 The CEO stated that we had a really busy but successful semester.

6.11 BH asked how the self serve tills in the Shop were going. JN reported that they hadn’t been as successful as we had hoped but we reckoned that the students would use them more when they got used to the idea. The CEO reported that we were the first Union in the UK to use the self serve tills in our Shop.

1. **CEO UPDATE**

7.1 The CEO had already circulated her report and now went through the main points giving more details as required and requested as well as answering any questions from the Trustees.

1. **HEALTH AND SAFETY MANAGEMENT SYSTEM**

8.1 The CEO had met with various representatives from the University and proposed that the Union would go under the banner of the University H & S system, allowing us to use their resources. The CEO was at this time drafting a Services Level Agreement.

8.2 The Trustee Board agreed to go forward with this and get a Services Level Agreement in place. We would perhaps need extra H & S Rules for Volunteers, but these could be dealt with at a later date.

8.3 The Trustee Board recommended following this through, tapping into the University expertise, perhaps putting all information on the Union website for all to access at a later date.

8.4 The CEO informed the Board that the Union had withdrawn from an NUS Project as it hadn’t progressed at all and we had informed NUS that we were withdrawing from the project. The CEO felt that we would gain no benefit or knowledge from participation or from paying the required fee to take part.

8.5 BH offered his help if it was needed for the Impact Assessment, as this was his field of expertise. His offer of help was accepted gratefully by the CEO.

8.6 VI noted that the wording on the Health and Safety papers that had been circulated, needed some clarification and amendment.

8.7 SGK signed the Policy document on the understanding that it would be duly amended.

8.8 VI asked if there was a way to cover SBC in the documents, the CEO informed the Board that SBC was covered by a separate agreement and policy which does cover the Union at SBC.

8.9 The Trustee Board discussed the issues raised through their varied areas of expertise and they asked that we could perhaps get a DSE assessor on board to cover any contingencies as required.

1. **HR POLICIES**

9.1 The CEO was currently updating several HR policies which covered the Union specifically, most circumstances were covered by the University existing policies.

9.2 **Flexible Working Policy**: This was one of the updated policies. The Board were unsure of when new legislation came into being covering flexible working, so this would be checked before the policy was finalised.

9.2.1 VI mentioned some amendments which were needed to the wording, it was agreed these would be amended.

9.3 The CEO stated that all student policies were in place, the Trustee Board agreement was needed.

9.4 **Performance Management Policy**: Need separate policies as Sabbatical were different from regular staff and thus needed different policies written. The CEO explained the need for the different policies.

9.5 **Probationary Scheme**: The University policy would be adopted without the academics specific paragraphs.

9.6 **Working with Student Officers**: This policy had already been agreed by Executive, the Trustee Board were required to agree upon it as well.

9.7 The Trustee Board agreed to all HR Policies in place and rewritten so far.

1. **GOVERNANCE DEVELOPMENTS**

10.1 **Generally**: The CEO reported that currently there were no big changes, there was a proposal regarding pensions but that would be brought to a future meeting when ready.

10.2 **Trustee Assessment**: SGK informed the Board that all Trustees had been in post for two to three year. An assessment system was required for each member of a Board. MR will review all then SGD will review them separately. It was noted that this procedure was usually carried out by most Board Members to ensure all is done correctly. BH suggested that perhaps the CEO would do the review rather than MR.

10.2.1 Discussion ensued and much thought was given over to this subject.

10.2.2 The CEO and SGK would look into the matter and it would be placed on the Agenda for the next meeting for the Board to consider this and other options.

1. **AOCB**

11.1 **Date of Next Meeting**: The next meeting would be held on Thursday 14 March 2013.

11.2 A Board meeting would take place at Scottish Borders Campus in May 2013. The exact date would be decided at the next Board meeting.