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| **Trustee Board** Date: **Thursday 30 May 2013**  Time: **2.30pm**Number: **14**  Venue: **Room in High Mill, SBC, Galashiels**  |

In the Chair: Stefan Kay, Trustee (SGK)

Also Present : Brian Hay, Trustee (BH)

 Laura Gregson, Vice President LG)

Olga Kozlova, Trustee (OK)

Mike Ross, President (MR)

Katie Barr, President (SBC) (KB)

Apologies: Lara Rivans, Trustee (LR)

Susan Kirkman, Trustee (SK)

Alan Konopka (AK)

Vicky Ingram (VI)

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

Brittany Brown, President Elect

Jonathan Andrews, President (SBC) Elect

Rebecca O’Hagan, Vice President Elect

Fiona Hall, Finance Advisor (FH)

Gillian Fortune, Executive Assistant (Minute Taker)

**ACTION**

**3.4 Investigate how to improve Trustee checks on performance SGK and GE**

**3.5 Consider how to help Sabbs go forward with their plans Trustee Board**

**4.1.2 Consider what information needed on Accounts Trustee Board**

**4.2.6 Finance Meeting called when further info to hand CEO**

**6.2.4 Copy of Women’s Group Motion to Brian Hay President**

1. **WELCOME**

1.1 SGK welcomed everyone, including the new Sabbatical Officers to the meeting, and to the SBC Campus.

1.2 He thanked KB for organising the tour of the campus and the new residences which are really nice and will hopefully be maintained to the current standard in future.

1. **MINUTES OF THE 13TH MEETING**

2.1 **Matters Arising**:

**Acceptance of Sale of NUS Shares**: The CEO reported that she had received the paperwork to enable the sale of the share to go through. This needed to be formally signed on behalf of the Trustees. All agreed to this course of action.

**Finance Training**: This would be carried out over the summer.

**Cash Flow**: This would be discussed during the meeting.

**Governance Paper**: This had been circulated and would be discussed later.

**H & S Paper**: This had been signed and was now on display.

**Report on Australian** **Trip**: This would be done later in the meeting.

**NUS External Trustee Conference**: SGK and BH had attended this Conference on 9 May. They were going to do a report but as it happens, there was nothing much to bring back.

SGK and BH had noted that our external relationships were in far better shape than many other Universities. A lot of what we currently do, several universities are attempting to put in place, or it was on their wish lists. We are doing quite well.

BH stated that we are ahead of what’s happening elsewhere. Speaking to other Trustees was enlightening, we were actually ahead of many.

The Presentations at the Conference were very general. The issue of Scottish Independence was raised although this hadn’t been thought of in regard to Charity Governance etc. Two Scottish Universities were at the Conference we will certainly attend again but it would be a good idea to have the Sabbatical Officers along as well.

The CEO and SGK had considered a Scottish Group but didn’t want to get too Scottish centred. Most of Scottish Universities are new to Trustee Boards and this was perhaps premature.

2.2 The Minutes we duly agreed.

1. **TRUSTEE BOARD REVIEW**

3.1 The Review took place on 21 May and was very useful. The CEO went over the paper which had been circulated. An open conversation had taken place on the pros and cons and it was agreed some more work was needed on the induction and training.

3.2 Certain areas needed particular attention to enhance and deal with external Trustees experiences and relationships. One was how to manage the process and gain a through flow of experience. We need to get key skills sorted and how to go forward. Two, two year terms as a Trustee enables an overlap. The Constitution would need to be checked to ensure this can happen. HR and Trading Law were two very useful skills which may be required in future. Hospitality and catering experience could be useful as well.

3.3 An Away Day should be considered to review the work done and allow Trustees and Sabbatical Officers to get to know each other. The end of Semester 1 would be a good time, perhaps an afternoon. Peer evaluation could also be a good idea.

3.4 SGK mentioned that checks on the performance of Trustees should happen. What do they do to participate positively. Need to look inwards. SGK and CEO volunteered to come up with plans. The Student Officers and Sabbatical Officers were covered but external Trustees needed more plans.

3.5 BH mentioned another part that should be stressed had to be the input by the new Sabbaticals for the operational plan. Need to get together and review priorities to see the way forward. Shift emphasise on how Sabbaticals have priorities and how the Trustee Board can help. Need to integrate and get budgets sorted and plans in place with input from new Sabbatical Officers.

1. **FINANCE UPDATE**

4.1 **Finance System**: FH gave the Trustees an update on the new Finance System, the paper was circulated at the meeting. It works well and she was happy to have the new Management Accounts included in the meeting papers.

4.1.1 The CEO stated that we need to look at NUSSL deals and the 10p TOMRA refund, it needs to be sorted out.

4.1.2 FH would be looking at the accounts, their layout, information and structure. She asked if everyone could consider what they want to be included and how much detail was needed.

4.2 **Cashflow**: A discussion ensued about cash flow. More details were given by FH on points the Trustee Board needed to note and come to an agreement as to the way forward over the summer dip. Meetings had been held with RBS and the University, these were ongoing.

4.2.1 SGK felt that the University should be asked to help more as the new finance system fiasco had cost us money.

4.2.2 OK asked about the budget regarding the RBS negotiations. How will this be handled. A Guarantee would probably be needed.

4.2.3 The CEO informed the Board that she would need to see the terms from RBS when we will go forward. The Trustee Board needed to approve and participate in any decision that was made. SGK asked what the Sabbatical Officers felt about where we were applying for funding, should we go to the University or to RBS in the first instance.

4.2.4 MR reported that the University were very positive about what the Union were doing and trying to achieve and they would be willing to help. Discussion ensued as to how to keep the momentum of support and get the Union on a better financial footing.

4.2.5 BH felt that the whole finance picture needs to be looked at long term for sustainability. We need a surplus fund built into the budget for long term future. Difficult decisions may be needed and would probably have to be made, where are we going to make money or what needs to be cut. Funding repayments needs to be built into the budgets where will this come from?

4.2.6 The Trustee Board felt that an overdraft facility would be better suited to our immediate needs rather than a loan which would need repayment over a longer period of time. This was a perennial problem with dips in income during the summer and complete recovery in September. A decision needed to be made as soon as possible. We were waiting on information from RBS. The CEO will be in touch with the Board to gain approval before any plans or decision is made.

4.2.7 The Board agreed in principle that an overdraft facility would be preferable to a loan. We wouldn’t approach the University at this time.

4.3 **Budget**: FH circulated a paper on the budget prior to the meeting. All budget holders had been asked for 10% cuts or 10% growth. There had been varied successes, which will be seen more accurately in the next budget paper.

4.3.1 Salaries had been looked at to see how efficiencies could be made. A discussion ensued on old/new budget variances. FH clarified the points raised.

4.3.2 A discussion ensued and the budget will be reviewed after staffing issues were discussed. Also the overdraft repayments need to be taken account of.

4.3.3 Alternatives to replacing staff will be looked at. Alternative funding will be investigated.

4.3.4 Commercial Services will be looked at during the Budget meetings. All attendees should be able to see the bigger picture re staffing, costs, etc etc.

4.3.5 The Trustee Board approved the budget taking account of the above comments etc.

4.3.6 SGK thanked FH for all her hard work.

FH Left the meeting.

1. **UPDATE FROM THE CEO**

5.1 The CEO Report had been circulated. The CEO went over the various points giving more detail when required, she will update the Trustee Board as required.

5.2 BH asked about the Pharmacy security etc. We would rent them space it would be their responsibility to make sure the area was secure.

5.3 The CEO had not circulated the Monash, Australia Report. The Trustees agreed they would like to see the report and the CEO agreed to make it available.

1. **UPDATE FROM EXECUTIVE**

6.1 **Report to Court**: The Report made to the University Court had been circulated. A small report had initially been planned but when it was line up with the Strategic Plan and pictures inserted the Report had grown to 20 pages long.

6.1.1 It was very well received by the Court and had added to making very positive and good relations with the members of Court.

6.1.2 SGK commented that having a good relationship with members of Court was very positive, he asked the Sabbaticals to keep up the good work and keep networking with the members of Court.

6.2 **Report from Executive**: The paper had been circulated but not included with the hard copy papers at the meeting.

6.2.1 **Academic**: MR went over various Academic points in more detail.

6.2.2 **Activities**: The Vice President reported on the very positive responses and results from activities. Good progress had been made with societies. All activities were doing well.

6.2.3 **Campaigns**: MR went over the Campaigns part of the report. Mentoring work had been going on for three years. More work to be done for Widening Access to get this tied into the mentoring programme.

6.2.4 **Equality and Diversity**: Various highs and lows. This was a very active area although some tough decisions had been made re funding of campaigns and attendance at conferences. BH asked for a copy of the Women’s Group Motion to be sent to him. The President agreed this would be done.

6.2.5 **Services**: The Vice President advised that the delivery service using the Just Eat system would be advertised more.

The Mardi Gras event at the end of year had been very successful.

The Services Committee were currently looking at a deal offered by UniCabs. They were offering 20% discounts on taxi fares for students. The company were also hoping to start a scheme in conjunction with the University enabling students with no money to get a taxi using their Matric Card and the fare being paid later through the University.

* + 1. **SBC**: The President (SBC) informed the Board that 12 companies had signed up to the Internship Charter. She was hoping this would grow and include more local and more Scottish companies. They had received good responses from the companies so far.

200 Internship information packs had been requested and distributed to students, she was hoping the packs would be continued next year and the information in them expanded for first year students.

End of Term Event which was effectively the 28th March, this was felt to be really earl, but the exam timetable did not allow for a later date. The event had been created on line with challenges being created and carried out around Galashiels. This had worked very well and over 100 students had taken part.

There was probably some work needed as the term effectively finished on 28th March but the halls contracts continued until June. The President (SBC) forecast that when parents became more aware of this some campaigning may be needed.

**School Officers**: A good response to the advertising had been received and the interviews were going well.

**Freshers**: The Freshers Fair stalls were being taken up very quickly and the Freshers Helpers had all been recruited.

**First Bus Campaign**: Bus fares need to be lowered. At present fares were high and in conjunction with the time the travel by bus took it was not an attractive mode of transport. Scotrail offered student discounts, took less time and was therefore a more attractive choice. Michael Moore MSP had apologised that he had not followed through on this campaign, but promised that he would get involved next year.

**Societies**: At present the Student Union Office was running the societies but we needed to get the students to run them. More student involvement to get them started up and being active would be the goal.

1. **STAFF SURVEY**

7.1 The results had been circulated. The CEO reported on the first Staff Survey. She went over various points in more detail when required or requested.

1. **GOVERNANCE DEVELOPMENTS**

8.1 **OSCR Report**: The Report had been circulated and the contents and noted. NUS were keeping an eye on the developments and keeping all Student Unions informed accordingly.

1. **CLOSED SESSION FOR TRUSTEES ONLY**
2. **THANKS**

10.1 SGK, on behalf of the Trustee Board, thanked all the outoing Sabbatical Officers for their hard work and dedication throughout the last year and in the case of Katie Barr and Michael Ross the last two years. He mentioned how they had all enjoyed working with them and wished them all the very best in the future.

1. **DATES OF NEXT MEETINGS**

11.1 A specific meeting on Finances would be arranged when more information was obtained from RBS re the financial support request. The CEO would inform the Trustees when this was needed.

11.2 The next Trustee Board meetings would be held on Thursday 26th September at 5pm in Edinburgh Campus, Riccarton.

11.3 Tuesday 26th November, Trustee Board meeting which would also include the Away Afternoon so would start at 12 noon and continue on, venue and final details would be sent later by CEO.