

Minutes Board of Trustees

Wednesday 11th December 2024, Level 2 Paisley



Attendance & Apologies

Members Present		
	Name	Title
OA	Omowaleola Adebayo	President (Chair)
RW	Roddy Williamson	External Trustee (Vice Chair)
IA	Ismail Ali-Nizami	External Trustee (Via MS Teams)
AS	Aaron Sweeney	Student Trustee (Via MS Teams)
PA	Paul Asare	Student Trustee (Via MS Teams)
TO	Timiebi Oyinpere	VP Education
MS	Muhammad Saddique	VP Student Development
In Attendance		
AW	Alex Webb	Azets Auditors (Attended for items 1 & 2 only)
SD	Sinéad Daly	Chief Executive
RS	Romina Scott	Deputy Chief Executive - Governance and Finance
DD	David Devlin	Head of Student Union Support Services
CS	Cristina Scarafile	Finance & Admin Coordinator (Minutes)
Apologies		
MC	Maeve Cowper	External Trustee
ID	Immad Din	VP Welfare & Wellbeing
AM	Archie MacIver	UWS VP (Finance & Infrastructure)
EM	Emily McIntosh	UWS Direct of Student Success

1 **Welcome, opening, apologies & declaration of interests**

- 1.1 The Chair welcomed everyone to the meeting and noted apologies from MC, VP W&W, AM and EM.

Declaration of Interests

No declarations of interest were noted however it was discussed this item will be raised once item 2 on the agenda was completed and, invited Auditor (AW) left the meeting.

1.2 Student Trustee End of Term Update

The Chair advised the committee that Student Trustee, Favour Obinna has now completed their studies at UWS therefore, their term as Student Trustee has ended. The Chair thanked them on behalf of the committee for their contribution to the Students' Union during their term.

2 Audited Accounts

2.1 Presentation of Audited Accounts from Azets Auditors

The Azets Auditor (AW) presented the audited accounts for the last financial year 2023/2024 to the committee stating that, in auditing the financial statements, they have concluded that the trustees' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

After the auditor presented the accounts, a committee member asked if the £50k for utilities had already been accounted for in the accounts to which it was confirmed it had.

2.2 Audit Report to Accompany Audited Accounts

This report was taken as read. With regards to the approval for a £45,000 designated reserve to ensure that staffing needs over the next three years could be met, a robust conversation commenced. During the conversation item 5.1 on the agenda was being discussed with the CEO clarifying that the approval required on this item of the agenda is purely for the designated reserve and item 5.1 is separate to this approval. A committee member asked how this amount will be located i.e. designated or restricted to which it was confirmed this will not be restricted.

Approval for the audited accounts and approval for the designated reserve went to a vote with five present Trustees voting in favour to approve, with the VPE abstaining from the vote.

Approved - Items 2.1 and 2.2

(AW) left the meeting at this point.

1.1 Declaration of Interests

No declarations of Interest were noted.

The CEO advised the committee that due to the nature of item 5.1 on the agenda, and the potential conflict of interests, given they may directly benefit from the decision, it would be appropriate for the Student Officers to submit a declaration of interest for the committee to review. The CEO explained the type of conflicts of interests that may apply, for example, if they intend to run again and or if they are supporting or campaigning for others who intend to run for election.

3. **Board of Trustees Meeting**

3.1 **Minutes from Last Meeting**

The minutes from the last Board of Trustees Meeting held on the 30th of October 2024 were approved as a correct record of the meeting.

3.2 **Matters Arising**

Minimum wage increase: Octobers Management Accounts have been updated to reflect this – Closed

Audit meeting with UWS: This is being taken forward by the Head of Legal Services and the Head of Student Union Support Services as our processes need to be streamlined – Ongoing

Auditor Report: Clarification required on voter turnout numbers – Closed

Decembers Board of Trustees meeting: potential date change – Closed

Appointments Committee: confirmation of panel members - Closed

Approved

4. **Finance**

4.1 **Finance Report**

This report was agreed to be taken as read.

The Deputy CEO advised the additional bank account is almost set up and Natwest/RBoS group will email the following randomly selected Trustees for documentation, Ismail Ali-Nizami, Paul Asar, President, VPE, VPSD and VP W&W if they could complete this request when they receive it, please.

Action: IA, PA, All Sabbatical Officers

There was also a discussion on setting up a business WhatsApp account to assist with communications to Board members.

Action: CS

5. **HR Proposals**

5.1 **Finance Strategy & Staffing Proposals**

This report was agreed to be taken as read.

The CEO advised the committee that the purpose of the paper is due to the financial challenges the Students' Union is facing therefore, we are trying to manage our resources

to enable us to continue to meet our strategic priorities, in building a powerful voice for students with the democracy review being a key part of this. As this is a significant area of development for the Union, we need the necessary staff resources to implement its findings.

Three proposals were outlined and discussed, including the status quo, in terms of staffing structure. The CEO encouraged the board to explore the risks of all options, including the status quo, which runs the risk of the recommendations within the Democracy Review not being implemented due to staff capacity.

The board were advised further on the benefits of introducing the additional role, including ensuring the Student Officers in their role, as well as supporting the implementation of the democracy review and gathering insights of students, which informs the decision making of a democratic process.

This followed with a thorough discussion from committee members which covered clarity on the law, confirmation that inflation of 3% had been included in the proposals, potential use of other funds, timescales of implementation and any potential impact on students.

Concerns were raised by the Student Officer Team around the proposals to reduce the officer team to three for the next year.

One of the Student Trustees asked if we went with option C, with regards to a liability perspective, how would it be monitored to ensure we have enough in reserves to cover 2 months costs and to ensure the union continues to trade? The Deputy CEO confirmed that this will be shown in the management accounts.

Due to the time remaining in the meeting, it was agreed that a second Board of Trustees meeting will be arranged in January to discuss items 5.1, 5.2, 5.3, and 5.4 further.

Action: CS

The meeting time over ran at this point, as some members of the committee had to leave, items on the agenda that required approval were prioritized therefore the item sequence was amended.

7. Student Support Services

7.1 Student Support Services Report

This report was agreed to be taken as read.

7.2 Election Panel Proposals

The Head of Student Union Support Services advised the committee he is seeking general approval just for the content and the direction of travel for the proposal as it still must go through the university's legal services.

The VPE advised he was concerned that we are voting for something on behalf of students. This followed with a thorough discussion and the CEO advising that the Election Panel was arranged due to the feedback received from students in the survey.

It was agreed item 7.2 will also be discussed further in January's meeting.

At this point of the meeting

- **The CEO and Head of Student Union Support Services had to leave due to travelling to their next meeting.**
- **SU staff left the meeting for Trustees to discuss previous items in private.**
- **SU staff were invited back to the meeting and minute taking continued.**

6 Executive Committee Updates

This report was agreed to be taken as read.

The President gave an additional verbal update advising the committee of their recent successes which included a successful meeting with the university regarding communications to students as well as completing their first students' assembly which was one of the items on their manifesto.

The VPE also added that they had been working with Quality Assurance and Business Scotland where issues around student engagement, retention and belonging was discussed.

The VPSD advised the committee that they have created eight new societies and are planning to organise a leadership workshop for leadership and personal development next month.

11. Governance update

- 11.1 The Vice Chair gave the committee a verbal update on the recent Trustee interviews which were carried out advising there were several appointable candidates, and this will be finalised next week.

The meeting closed and will continue in January 2025.