

Version 2 BOT 24.05.16

Minutes of the Board of Trustees held on Tuesday 24th May 2016 at 10:00am in the Board Room of the Paisley Campus.

Jack Douglas, President in the Chair
 Meeting Commenced **09:59 am.**

1. Members Present

Jack Douglas*	President (Chair)	JD
John Black*	DPEW	JB
Simon Cain*	Sports President	SC
Douglas McWhirter*	Campus President (Hamilton)	DMcW
Janine Hunt*	Chief Executive	JH
Allan Miller*	External Trustee	AM
Samantha Robertson*	External Trustee	SR
Arlane Fleming*	External Trustee	AF
Martyn Cosh*	Student Trustee	MC
Mark McRitchie	External Trustee	MMcR

In Attendance:

Bryce Hamilton*	Finance Manager (part of meeting)	BH
David Devlin*	Membership Development Manager (Minute Taker)	DD
Lisa McCusker* -10:03	President of Student Support Elect	LmcC
Heather Armstrong -10:05	President of Societies & Citizenship Elect	HA

2. **Apologies**

Aileen McColl	Admin Assistant	AmcC
---------------	-----------------	-------------

3. **Declaration of Interests**

There were none

The Chair welcomed Mark to his first meeting.

4. **Minutes**

For Approval

The chair invited the group to review the minutes on a page by page basis.

A correction was made to the previous minutes by SR – otherwise no further comment from the Board.

Minutes were approved subject to amendment.

5. **Matters Arising**

2.9 – Information received back from OSCR would mean that if the University refused to approve the changes to our constitution, the Association would need to revert its constitution back to its original form, i.e not including the SSR and SCR positions.

A question was raised about the University's view on this – was it that they don't not

understand what the implications would be? JH advised that meetings had taken place with the University's senior team to convey the implications to them.

The Governance work will be done by the Membership Manager, and the Sabbatical Officers will need to continue to convey the implications of not approving the new constitution to relevant staff in the University's senior management team.

A question was asked if we have a contingency plan and what would happen to the new officers. It was advised that there is no contingency at the moment. JH advised that this task would be best left to the people that the University is most familiar with – the Membership Manager, Chief Executive – to try and encourage a positive attitude to the change. JH also advised that there are many other organisations that can support us if we are in the situation where the constitution cannot be passed – NUS, OSCR etc.

Chair agreed to keep the Board updated on this issue.

6. Standing Items

a) President Verbal Update - JD

For Noting

The Chair advised the Board that shadowing and handover training is happening for the new officers. The goal of this training is to make the new officers as comfortable in interacting with the University as possible.

The Chair has also been in closed talks with the University regarding the investment proposal that was submitted. This will be discussed in more detail under item four.

There have also been talks with UCU regarding proposed strike action over pay. The Chair advised that the Executive committee is being consulted on whether or not SAUWS will look to support the strike action. The Chair also advised that SAUWS tends to support strike action when it occurs.

The Students' Association is also supporting the University on its consultation over the development of the new Lanarkshire Campus. This new consultation is focusing on how the new campus will be structured.

The Association is also doing work on our annual reporting to the various University committees. This began with the Senate report, and will end with the Impact report, which will be sent to the University Court and other external organisations. This is used to show the Court on what the money which the Court grants us is spent on.

There is also interaction with the new Scottish Cabinet, regarding students funding in line with the research that SAUWS carried out with regards to summer drop out. The Chair has arranged for the report to be sent to the new Cabinet Secretary for Education. A question was asked regarding using the University Depute Principal, who seemed to be sympathetic to student funding issues. Chair advised that he has regular meetings with the Depute Principal, and this is something that can be raised.

JH suggested that the Senate report is sent out to the Board. This will be actioned after the meeting.

b) Risk Register – JH

For Discussion

JH introduced this paper, advised that the paper has not been discussed with the Association's management team and this will be done on Friday 28th May at their meeting.

JH recommends that risk G2 is reduced to amber status.

JH also wants to draw attention to significant risk A2, there has been work carried out to reduce this risk with the Membership Team. We are looking at the structures that are available to support the officers in their induction. JH does not recommend that this risk is reduced.

JH also will be working with the Management Team to develop an operational plan to take us up to the point where our Strategic Plan is ready.

JH also highlighted that there is still a significant risk in developing the Association's technology. This is an area that the Board will need to think about when considering investment in 2016.

AF raised a query regarding the climate change fund (15/16) being part of G2, which is still a high risk. AF asked if this item should be split into a separate item from G2, which is still a high risk. There was a discussion around this as G4 a new risk captures the management of the funding infrastructure in SAUWS, as recommended by the Finance and Resources Committee

Agreed Action:

The external funding implications should be separated from G2 and made into its own risk entry, which will be classified as Red.

The Board agreed to downgrade the risk associated to G2.

c) Finance & Resources Committee Decisions – AF

For Approval

AF as the Chair of the Finance & Resources Committee introduced this paper. AF advised that the first FRC meeting did not achieve its quorum, therefore the Board is asked to ratify the committee's decisions.

There was some budget variance in the accounts which has been attributed to wages processing for variable hours staff. Paisley was one of the main units that is behind budget, this was due to a slow start, but is slowly recovering due to Starbucks sales.

AF noted that the committee felt confidence that the Unit Managers were working to ensure cost effectiveness, general cost management and running down stock.

There may be a need to increase the duration of the committee, and there needs to be clarity about where the control lies with the Managers and Finance Manager.

It was also noted that a large saving was made from the Membership Department and that this saving will be used to deliver the market research.

AF also advised that the Ayr food sales were higher than the bar sales, which was due to incorrect staff wages coding between the two departments coded to bar, instead of refectory. This has now been rectified.

AF asked the Board to do the following:

- Note and approve the Management Accounts
- Ratify the appointment of a new stocktaker after the departure of the previous one.
- Approve the recommendation that there are ten stocktakes in a year with a final year end valuation.

Agreed Action as requested

7 Investment Proposal to UWS/Budget Development – JH

For Approval

DD, HA and LmcC left the meeting at this point.
(Minute taking was done by BH.)

JH introduced and explained **paper 3.7 a and b** as additional item relating to investment proposal. Board noted potential impact of IT/Hamilton campus costs and agreed with current contingency of £20K to be incorporated into the budget for 2016/17 under capital expenditure which allows some flexibility to develop costs related to IT infrastructure and

any potential move of campus.

The Board also instructed JH and BH that if necessary SAUWS should create a 'designated reserve fund' to support Hamilton campus fit out costs. The Board agreed to delegate any budgetary decision making outside of its meeting cycle for 16/17, to Chair of Board and the Chair of the FRC working with the CEO.

Board also indicated that a surplus budget was the route to be followed in budget preparation for 2016/17 as part of discussion with the UWS.

This led onto discussions on Budget Development and JH/BH presented the Board with paper on budget development and updated budget assumptions. The CEO requested a detailed commentary on the budget development to allow her to negotiate with UWS. Two options, Second Pass version 'A' and 'B' each had a breakdown of specific budget assumptions and table showing what was or was not included in each.

Following on from the investment proposal discussion the board agreed that a surplus budget was imperative and that budget option 'B' should be adopted and developed. The Board indicated that it understood by adopting version 'B' some staff restructure would be necessary and that they were adequately comfortable with this. CEO to develop budget with UWS on these grounds:

The Board agreed:

- 1) To agree the recommendation from AM and SR increasing the provision for redundancy costs within version 'B' which was agreed.
- 2) The Board also agreed to a 1% cost of living pay increase for core staff backdated to April.
- 3) The Board agreed to budget development which would require a potential restructure within SAUWS based on Second Pass Version B budget presented to them.
- 4) The Board agreed for discussion on remuneration to be remitted to a later Board meeting.

8) Findings from Market Research – DD

For Discussion

The paper was introduced and opened for a discussion to identify some key areas for the market research to drill further into. There was discussion on this and the following key points were made:

- What is it that older students want? As they may not be as interested in the commercial side of the Union, more interested in support and employability.
- What does the word "community" mean to Students?
- There is a general lack of awareness of the Student Association. It was felt that there needs to be discussion with students on how to improve this.
- How do we bring the students in to the services?
- The Association's clarity of purpose – what are our core services?

JH asked the Board to identify whether or not they had any availability for a day session on the 13th or 15th July. This session would last from 10am until 4pm and be for the purposes of further developing the strategic plan. Given the availability of the External Trustees AF suggested that the next FRC meeting be rolled into this session.

Action: all board members to send availability after 10th July in order to develop a strategy day discussion.

9) Any Other Business

There was none.

Meeting Closed: 13:09pm