

**University of Derby Students' Union  
Trustee Board Summary Sheet**

<b>Agenda Reference:</b>	TB/2022/
<b>Title of Report:</b>	Minutes of the last meeting – 28.04.2022
<b>Written By:</b>	Sally Cunningham – HR & Admin Manager
<b>Presented By:</b>	Chris Hughes, Chair
<b>Action Requested:</b>	Approval

**Trustee Board Meeting**

**Thursday 28<sup>th</sup> April 2022 - 5 p.m. Room S104 / Microsoft teams**

**IN ATTENDANCE:**

Chris Hughes (CH)

Chair

**Trustee Board:**

Joseph Webster (JW)

Student Trustee

Nicola Hartley (NH)

External Trustee

Tony Atherton (TA)

External Trustee

**Officer Trustees:**

Beth Baxtrem (BB)

VP Activities

Nina Cupric (NC)

VP Education

Owen Marques (OM)

VP Welfare

**Union of Students:**

Colina Wright (CW)

Chief Executive Officer

Suzy Stevenson (SS)

Head of Membership

Steve Taylor (ST)

Finance Manager

Heather Gunn (HG)

Marketing, Brand and Partnerships Manager

Sally Cunningham

HR & Admin Manager (Minutes)

**APOLOGIES:**

Martin Beaumont

Head of Operations

Michael Spencer

External Trustee

**Absent:**

No one

**1. Welcome and Apologies - CH**

Chair welcomed all to this meeting. Duly noting we are a Company Limited by Guarantee and a Charity.

Apologies/absentees are noted.

**2. To approve the minutes of the Board Meeting held on 24.01.2022 - CH TB/04.2022/001**

Minutes from the last meeting *agreed* as a true and accurate record.

**3. Matters arising from: 24.01.2022 - CH**

*MB to complete final Epos proposal and send digitally for final Board approval – agenda item.*

**FOR DECISION**

**4. March Management Accounts - ST**

**TB/04.2022/002**

**Summary: Operating results**

**Income summary 8 Months to 31 Mar. 2022**

	Budget £000s	Actual £000s	Variance £000s	Forecast £000s
Grant + JRS	629	605	(24)	612
Core/Support	162	155	(7)	159
Venues	340	304	(36)	297
Retail	580	446	(134)	439
<b>TOTAL</b>	<b>1,711</b>	<b>1,511</b>	<b>(200)</b>	<b>1,507</b>

**Net Surplus/(Deficit) 8 Months to 31 Mar. 2022**

	Budget £000s	Actual £000s	Variance £000s	Forecast £000s	Variance £000s
Core/Support	(126)	(26)	100	(40)	14
Venues	52	32	(20)	27	5
Retail	52	43	(9)	38	5
<b>TOTAL</b>	<b>(22)</b>	<b>49</b>	<b>71</b>	<b>25</b>	<b>24</b>

**Key variances to Forecast**

**Activities** – Overall £11k favourable, kit £2.5k, coaching £5k, facility hire £4k all favourable.

**Commercials** –

**Academy** – salaries adverse on re-apportionment £21k \*\*

**Blends** – Turnover driven margin ahead £5k, salaries ahead on re-apportionment £11k \*\*

**Friargate** – salaries ahead on re-apportionment £14k \*\*

**Campus Kitchen** – salaries adverse on re-apportionment £5k \*\*

**Keddies** – Salaries saving £3k on leaver

**Street** –salaries saving £1k

**\*\* Nil effect in total**

### **Balance Sheet**

**Cash** - Bank position shows a positive movement by £152k during the period to £1.264m bank balance, drivers being mainly an increase in creditors (£133k), and net income

**Trade Debtors** – Balance at £18k, UoD balance £5.4k

**Other Debtors** – Prepayments – NUS affiliation fees £7.2k, University 60% contribution Sports Centre 2020/21 £2.8k, and 21/22 £18.4k, Keddies rent £5.5k, Endsleigh Insurance £12.4k. Innov8 computer software hosting £3.4k.

**Trade Creditors** – Balance £122k, UoD balance £11.7k.

**Other Creditors** – Accrued costs – holiday pay £14.2k, 'hoodies' income £6.4k, Project income (incl PAL) £53k, audit £7.7k, PO commitment £23.8k, VAT creditor £1.5k, Suspense (misc. receipts) £5.8k, RAG donations £5.4k, car park permits £2.3k, Wages accrual £9.8k

Preferential creditors – PAYE/NIC/Pension £20k

Other creditors - VAT catering challenge provision £42.6k

**Reserves** – Restricted UDSU contribution (£150k) to university redevelopment of Academy/Basecamp area, Free reserves £717k

And,

### **5. Reforecast – ST**

**TB/04.2022/003**

Additional comments/clarification/recommendations:

- We have achieved a positive result considering the significant deficit prior to March
- We have received confirmation from Buxton and Leek College that the outstanding £20k for the staff role for this year will be paid
- We are on schedule in terms of being ahead on our bottom line and on target for our reforecast that remains a small deficit of £15k

- We have four months of trading until the end of the academic year; that is for the Varsity event and, in addition, Blends and Basecamp remained open throughout the two-week Easter period
- The University has still to invoice the Union for the refurbishments in Basecamp

The Board duly **approve** March Management Accounts and Reforecast

## 6. Block Grant Submission – ST/CW

TB/04.2022/004

[Redacted]

The Board duly **approve** Block Grant Submission

## 7. Reserves Principles Consideration – ST/CW

TB/04.2022/005

CW and ST were considering introducing reserve principles to effectively demonstrate how the Board intended to allocate our reserves, enabling us to respond appropriately to questions / criticism from the University about the additional money available to us.

It is proposed these principles could include:

Principle a.

Permanent staff costs (not including the Officers and the Commercial team as they are responsible for generating fund to cover their own costs) should not exceed 70% of grant funding to ensure adequate resources are available for delivery of the Union's charitable objectives. **Our budgeted level for 2022/23 = 86%**

- *A further discussion is required to determine how we might proceed with such a target given our delivery model and consequently the level of staffing required*

Principle b.

As per the reserves policy, the Union should hold at least £651,000 (6 months operating costs) in unrestricted reserves at each financial year end. **Projected 2022 year-end figure = £724k**

- *Should this figure be set to 6 months operating costs with additional funds re-allocated accordingly*

Principle c.

The Union has a pension deficit of £250,000. Repaying this in full is estimated to cost c.£500,000 however this figure continues to fluctuate. The Union proposes that the reserves restrict funding to the value of **£250,000** to cover the current deficit

Principle d.

Capital expenditure: The University is currently in the process of redeveloping the campus and the Union want to be in a stronger position to identify opportunities for presence/visibility and/or commercial growth. The Union proposes that **£250,000 - £500,000** of the current reserves is restricted for capital expenditure

#### Additional comments/clarification/recommendations

- BHP Auditors have suggested a consideration (relative to other Unions) to a 3-month operating costs reserve, should the Board approve that change it would effectively reduce our figure to £325,000. That gives us some scope to propose putting a restrictive fund in place for either capital expenditure for future development or covering the pension deficit
- Principle a – The Chair felt further work was required in terms of the ratio of 70% of the block grant being allocated to staff, he reflected that 70% figure felt like an arbitrary figure and would have staffing implications which were not required as we are already reducing the deficit
- Principle b – reserves policy - a good decision-making process is that it is well managed and decisions are made based on fact and scenario planning that reveal the Union is more than comfortable with running the risk of 3 months rather than 6 months
- Perhaps we could look at a way to invest in student companies and use that as a way for future finance in terms of obtaining a grant, that could be well received by the student population?
- Generally investments are a good idea, however as a Board we need to consider is our perspective on risk, for example, the ability to pay back

#### Final recommendations:

- Consider reducing the reserves policy from 6 months to 3 months based on a conversation with BHP Auditors
- Potentially ringfencing £200,000 / £250,000 for capital expenditure
- To consider permanent staff costs after we are into next academic year and, as part of the strategic review going forward

The Board duly **approve** Reserves Principles Consideration - with the caveat of the above recommendations

#### 8. Quinquennial Review - CW

TB/204.2022/006

#### Additional comments/clarification/recommendations

- **Page 3 - Constitutional Mechanisms for University Support** - the Board agreed to the proposal that a University nominated representative could cover the current vacant External Trustee position. They felt that this should be someone with influence who is listened to by the university and agreed that it was appropriate for the Union to propose Susan Ambler (Deputy Director of Finance)
- In terms of an observer, this could potentially be allocated to a Deputy Dean / Dean from one of the schools who the Union does not work with on a regular basis as a way of increasing our reach. There was a discussion about this being offered on a rotational basis.
- CW will take recommendations and further discuss them when meeting with university lawyers for guidance in terms of approvals that are required

The Board duly **receive** the Quinquennial Review

#### Additional agenda item:

## **Responsible Futures Accreditation – NC**

**Tabled**

This is a whole institution-supported change programme and accreditation mark to embed sustainability across all aspects of student learning, something that the Union and university are working towards.

As part of the accreditation process an audit will take place on the 10 - 11 May and is undertaken by student auditors. The Responsible Futures accreditation is awarded to successful institutions following their student-led audit, this achievement would demonstrate commitment to embedding sustainability across all aspects of student learning.

All Union job descriptions now encompass a sentence affirming *all Union employees positively contribute to the organisation's ethical and environmental ethos.*

The Union has also introduced champion working groups:

- Equality, Diversity and Inclusion;
- Mental Health in the Workplace; and
- Sustainable Development

The £0.15 surplus that has been added to the takeaway cups within our venues is ringfenced for sustainable development budgets for next year.

Additional comments/clarification/recommendations:

- Governing Council has approved the audit for the accreditation
- Education for Sustainable Development has been embedded within the university's new Learning, Teaching and Assessment strategy
- The Union are confident as a team; all employees are aware of their role in sustainability

The Board duly **approve** the Responsible Futures Accreditation

## **9. Trustee Recruitment - CW**

**Verbal**

This was linked to the quinquennial review discussion and recommendations.

Additional comments/clarification/recommendation:

No additional points raised.

The Board duly **receive** the Trustee Recruitment

## **FOR NOTING**

### **10. KPI Update - SS**

**Tabled**

This is the penultimate for this year and for the strategic plan, the document will be emailed to the Board.

Additional comments/clarification/recommendations:

- Due to the many different data controllers the university has within its communications department, the Union continues to establish an email communications strategy. CW is working closely with Helen Selby, the Data Protection Officer, to review this moving forwards
- We expect to see a business case from the Advice team within the next 6 months in respect of increasing staff availability to accommodate the high demand year on year within this area, particularly around academic offences and housing

The Board **note** KPI Update

**11. Strategic Plan Update – SS**

**Verbal**

The information from the Board and our middle management of membership engagement has been received, the next phase is to do the same piece of work with the commercial managers.

We are behind the timeline due to the delay from students, clearly, it needs to be the voice of students that drives most of our strategy. Once we have completed that final piece of work – by exploring the new vision, mission and values, we will have a clear strategy moving forwards.

The draft strategic plan will be emailed to Board to make any final changes by the end of May.

Additional comments/clarification/recommendations:

None raised

The Board **note** Strategic Plan Update

**12. CEO Objectives – CH**

**Verbal**

At the present time, we are in a fluid environment, therefore CH did not feel it was appropriate to establish the CEO's objectives. A key message for CW is to spend some time thinking over the situation and to meet with CH for regular updates. Currently for CW to consider in the interim is:

1. Acquiring a close to zero budget for 22/23
2. Ownership of the strategic review

Additional comments/clarification/recommendations:

None raised

The Board **note** CEO interim Objectives

**13. Officer Scrutiny Reports – all Officers**

**TB/04.2022/007**

Main highlights from Officer Scrutiny Reports:

BB - VP Activities

This has been a very successful year as the BUCS season ended with 7 of our teams as league winners. The Varsity with Hertfordshire ended in a draw.

To note: BB will be leaving the Union to progress her career working with our affiliate promoters, Stonegate Ltd, which will involve managing the Union's student events and contracts.

The Board thanked BB for all her hard work and wishes her the best of luck in her new venture.

#### NC – VP Education

There are many changes going on, the biggest win for NC is sustainability by pushing for disinvestment from fossil fuel, with all work behind the scenes now completed.

#### OM – VP Welfare

Student safety has taken up most of the welfare areas, more specifically working with Derby City Council and city venues. By introducing the new collaboration, the Purple Flag scheme, an accreditation process that allows members of the public to quickly identify town and city centres that offer an entertaining, diverse, safe, and enjoyable night out.

OM is looking forward to the new challenges of becoming President for the next academic year, welcoming the changes that this position will bring. Key areas within OM's manifesto are student safety, belonging (that entails cultural differences), and extracurricular life skills.

Additional comments/clarification/recommendations:

- The Officer handover process involves both the outgoing and incoming Officers working together from 4<sup>th</sup> to 8<sup>th</sup> July, with the new team starting from 11<sup>th</sup> July
- Ultimately it is the organisation that needs to work on embedding the outgoing Officer teams legacies (in terms of individual manifestoes), it is not necessarily the new Officer teams' responsibility, this is because manifestos will not always be the same as their predecessors
- All Officers have a link mentor who are the Membership Engagement managers. There are ways in which the Union operates with processes in place, to ensure previous work is embedded within the Union. Should an Officer wish to change a process then it is up to them to take that change to an AGM

The Board **note** Officer Scrutiny Reports

#### **14. CEO Update – CW**

**TB/04.2022/008**

CEO gave a verbal update, noting her highlights from the past two months:

##### Elections

Went very well, however, there is still some work to be done in terms of candidate and voter numbers, that all Student Unions should be noting.

##### Graduation

Attended Buxton Award Ceremony held on 27<sup>th</sup> April with NC.

##### Building relationships

Held meetings on a 1-2-1 basis - that relationship development was key with Union and university staff.

##### Trustee recruitment



Working with HG to look at finalising the recruitment for Student Trustees and External Trustees although the latter had been addressed through discussions about the quinquennial review. She felt it was necessary to ensure quoracy is met for every Board meeting.

Officer handover / induction

This will take place in early July.

Additional comments/clarification/recommendation

None raised

The Board **note** CEO Update

**15. Returning Officer's Election Report 2022/23 - CW**

**TB/04.2022/009**

It was noted that this was a very thorough report submitted by the Returning Officer Peter Robertson (NUS Charity Director).

Additional comments/clarification/recommendations:

None raised

The Board **note** Elections Report 2022/23

**16. EPOS Approval – CW**

**Verbal**

In January's Trustee Board meeting, the Board approved the commencement of a project to ascertain the financial costs of developing our EPOS systems (TB/2022/006). The paper that was provided by the Head of Operations via email to the Board outlined the results of the tender process, including a recommendation for which company we should be looking to proceed with.

Tender submissions and Tender scoring sheets were provided to support the additional information.

Following the completion of the formal tender process, it is our recommendation that the Union receives board approval to move this project forward with Kappture as the lead company at a current total 4-year cost of £47,106.

The next steps will require Kappture to produce a full implementation plan, complete with an additional cost this may uncover and the timescales for delivery, with this being required prior to any agreements being signed.

Additional comments/clarification/recommendation:

None raised

The Board duly **approve** EPOS recommendation.

**17. Annual General Meeting – CW**

**Verbal**

This will take place on Wednesday 25<sup>th</sup> May 1:00 pm – 3:30 pm, room TBC/Microsoft teams

**18. Trustee Training – CW**

**Verbal**

This externally facilitated training would take place on Thursday 7<sup>th</sup> July 2022, 10:00 am – 4:00 pm, room TBC

The Board **note** dates for the Annual General Meeting and Trustee Training.

On behalf of the Board, the Chair thanked SS for her fantastic contributions to the organisation and the Board, wishing many congratulations and the very best with her exciting new role as CEO at Royal Holloway London Students' Union.

**Meeting ended at 7:00 pm. Date of next meeting – Tuesday 5<sup>th</sup> July 2022 – 5 pm – 7 pm – room S104 (Dovedale Suite) and via Teams. Trustee Board Meeting Action Summary 28.04.2022 – no actions to note.**

DRAFT