**Minutes of The Students’ Union at UWE Board of Trustees**

**Tuesday 25th June 2019 – 5.30pm**

**Present:**

**Trustees:** Giang Nguyen President & Chair

Freddie Gough VP Societies & Communications

Augusta Nnajiofor VP Community & Welfare

Clare Davidson External Trustee

Chris Clements External Trustee

William Omoma Student Trustee

Les Redwood External Trustee

**Apologies:** Ayrden Pocock VP Education

Jade Marsella VP Sports & Health

**In attendance:** Precious Onyenekwu Tatah President Elect

Evan Botwood VP Societies & Communications Elect

Ubong Joseph Ante VP Community & Welfare Elect

 Joshua Edje VP Sports & Health Elect

Jane Ojiako VP Education Elect

Kieran Woodhouse Student Trustee Elect

Tim Benford CEO

**12/19** **Minutes of the previous meeting:**

Agreed the minutes of the meeting held on 19th March 2019.

Conflict of Interest noted for part of 18/19 by GN, FG, and AN

**13/19**  **Action points from previous meeting:**

*Action –* TB to collate proposals by December re Good Governance **(complete)***Action –* All Presidents to produce communications for manifesto matrix completion **(new officer team - complete)**
*Action* – TB to produce new layout for meeting for December **(ongoing)***Action –* FG to raise with directorate at Student Governor Forum **(complete)**
*Action –* TB/WH to consult on enhancing the elections experience**(complete)**
*Action –* TB/WH to build additional training sessions into the summer period **(complete)**
*Action –* TB/WH/MW to proactively approach new Presidents re VISA’s **(complete)**
*Action –* TB to bring SUSS update to next F&GP **(complete)**
*Action –* TB/WH to consider amends to Bye-Laws for discussion **(ongoing)**

**14/19** **Finance - Finance Update:**

The Board received the financial update and noted the budgeting work done and approved the revised surplus target of £50,000 per year for 19/20 to allow resilience and build/maintain reserves with upcoming challenges that we may face.

As actioned the Board received an update re SUSS pension position;

* We are currently managing the risk with prudent budgeting for likely increased payments following the revaluation in 2019
* The 3 year payment has reduced our PPF levy payments
* All review options carry an element of risk and these will be considered as and when a decision is required

The Board discussed the gift aiding of the profit from the UWESU Services Limited Company and have instructed that UWESU Services Board that it required to gift aid all profit to the charity. The Board were informed that the final figure to be gift aided would be confirmed at the October meeting when audit report is presented.

*Action* – TB to update the Finance Manager on surplus target
*Action* – TB to pass minutes on to auditors

**15/19** **Governance – New Trustees:**

Kieran Woodhouse was introduced and spoke to the Board about his experience and what he feels he can bring to the Board.

Unanimous vote to approve KW to the Board

*Action* – POT to take to Student Council

TB spoke about two further external trustees that will be attending the October meeting with a view to coming on to the Board – Helen Balmer and Linda Baines. They will both attend an induction day over the summer to meet the Presidents and receive training.

*Action* – TB to book in training

**16/19** **Governance – New president Team:**

The President Elect team were introduced to the Board. The links to their manifestos was shared and once further work on these has been carried out over the summer the full plans will be online and shared in conjunction with regular monthly updates.

*Action –* POT to coordinate and distribute monthly updates

**17/19** **Governance – Governance Review:**

The initial Governance Review report from the NVCO was discussed at length with the discussions focussing on the 30 recommendations and which to take forward for further discussion and action.

The Board strongly agreed with the conclusion that these actions are to take the organisation from ‘good’ to ‘excellent’.

The Board concluded that all 30 were relevant and worthy of further discussion. These will be addressed over the next 6 months with Dan Francis attending the October board to look at facilitation of further discussion.

Where Constitutional changes were required this will be brought to the Board in October, however some may require cross campus vote which will be carried out in March.

*Action* – TB to confirm DF for October Board meeting
*Action* – TB to create action plans for enacting the points highlighted
*Action* – TB/WH to produce constitutional amendments for October Board

**18/19** **Governance – Investigation Review:**

The findings and recommendations from the June Disciplinary hearing were read out line by line by disciplinary panel member CC.

A letter to the Board was read out in full by CC.

The proposed procedural changes along with Bye Laws updates and additional steps were discussed in turn. A number of potential impacts on other processes were identified and these are to be considered when reviewing so no circular processes remain.

All recommendations were deemed relevant and the required changes were actioned to be made by a unanimous vote of those eligible.

The changes are to be circulated to the Board prior to the October Board meeting for approval so they can be submitted to the first Student Council of the year.

In the interim, a number of the process changes will be put in place for the incoming President team.

A response to the letter to the Board is to be produced and agreed before sending out, to be completed as soon as is practicably possible

*Action* – TB/WH to produce new Bye Laws and processes for October Board
*Action* – TB to book in the highlighted training
*Action* – TB/POT to discuss implantation of changes to support the incoming President team
*Action* – TB/GN/CC/CD to produced response letter and approve

**19/19 Objectives & Management of CEO incorporating update:**

The Board noted the CEO activity update and confirmed the focus areas for the next period in line with the KPI’s and key risks. Additional areas of President support, demonstrating impact and communications will be added.

The Board requested a CEO Management group update at the October Board

*Action –* TB to add new areas to KPI’s
*Action* – TB/LR to provide update on management group

**20/19 Report from Staff Committee**

The Board noted the staff committee report.

The Board noted that a in addition to previous require changes a number of processes will need reviewing on in line with items 17/19 and 18/19

*Action –* TB/WH to consider amends linked to items 17/19 and 18/19

**21/19 Report from F&GP Committee**

The Board noted the F&GP committee update.

**Items to note\***

**22/19 Governance - Policy and Bye Law Review:**

No action required

**23/19 \*Report from Elected Officers:**

Board received and reviewed reports from SU President, VP Sport, VP Socs & Comms and VP Comm & Welfare

**24/19 \*Sustainability Report**

The Board noted the report and the Board were informed of the outcome from the Global Green Gown award for the ‘Bring Your Own Bowl’ event

**AOB**

The Board would like to formally thank both Clare Davidson and William Omoma for their service on the Board. Particular thanks to Clare for her 7 years and the positive impact she has had on a range of key topics.

**Time and date of next meeting:**

Next meeting: Tuesday 22nd October 2019

**Action Points:**

*Action* – TB to produce new layout for meeting for December **(ongoing)***Action –* TB/WH to consider amends to Bye-Laws for discussion **(ongoing)***Action* – TB to update the Finance Manager on surplus target
*Action* – TB to pass minutes on to auditors
*Action* – POT to take to Student Council
*Action* – TB to book in training
*Action –* POT to coordinate and distribute monthly updates
*Action* – TB to confirm DF for October Board meeting
*Action* – TB to create action plans for enacting the points highlighted
*Action* – TB/WH to produce constitutional amendments for October Board
*Action* – TB/WH to produce new Bye Laws and processes for October Board
*Action* – TB to book in the highlighted training
*Action* – TB/POT to discuss implantation of changes to support the incoming President team
*Action* – TB/GN/CC/CD to produced response letter and approve
*Action –* TB to add new areas to KPI’s
*Action* – TB/LR to provide update on management group
*Action –* TB/WH to consider amends linked to items 17/19 and 18/19