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

**Tuesday 22nd October 2019 – 5.30pm**

**Present:**

**Trustees:** Precious Onyenekwu Tatah President & Chair

Evan Botwood VP Societies & Communications

Ubong Joseph Ante VP Community & Welfare

 Jane Ojiako VP Education

Joshua Edje VP Sports & Health

Chris Clements External Trustee

Kieran Woodhouse Student Trustee

Les Redwood External Trustee

**Apologies:**

**In attendance:** Helen Balmer Proposed External Trustee

Tim Benford CEO

Sam Wright RSM (for 27/19)

Dan Francis NCVO (for 29/19)

**25/19** **Minutes of the previous meeting:**

Agreed the minutes of the meeting held on 25th June 2019.

**26/19**  **Action points from previous meeting:**

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

**27/19** **Finance – Auditors Report (RSM):**

The Board received the Audit report from SW from RSM.

She outlined the clean audit report and congratulated the CEO and Finance Team on the work to maintain and deliver the accounts.

A number of questions were asked and answered with one highlighted for continued monitoring which was the ongoing pension concern.

The concern on the pension and unknown liability until the receipt of the 2019 valuation.

The Board approved the audit report for signing by POT

*Action* – TB to pass thanks to MB and Finance team
*Action* – POT to sign the audit reports and pass to RSM/Finance

**28/19** **Governance – New Trustees:**

Helen Balmer was introduced and spoke to the Board about her significant experience and what she feels he can bring to the Board.

Unanimous vote to approve HB to the Board

*Action* – POT to take to nomination to Student Council

**29/19** **Governance – Governance Presentation:**

Following the draft report discussions at the June meeting DF from NCVO presented his top 5 points of actions from the final report to move the organisation from ‘good’ to ‘excellent’ and discussions were had on prioritisation of the 30 action points.

The 5 key areas for action were identified as;

* Updating of Constitution
* Induction process for Trustees
* Support and challenge – Committees and CEO management
* Board Focus
* Student Ideas

In addition to give greater strategic focus to meetings a ‘major’ question either from the strategy or risk register would be discussed at each meeting with an annually agreed calendar.

*Action –* TB/Presidents to prioritise list for March meeting
*Action –* TB/Presidents to propose topics for discussion to be approved in December

**30/19** **Governance – Proposed changes to the constitution:**

The Board reviewed and discussed the proposed changes at length identifying reason, impact and voting on each part.

Part 1 – unanimously approved
Part 2 - unanimously approved
Part 3 - Point 1 Majority approved - Point 2 Majority reject
Part 4 - unanimously approved
Part 5 - unanimously approved
Bye-Laws - unanimously approved

*Action* – TB to pass to WH for removal of Part 3 point 2 and pass to Student Council
*Action* – TB to inform UWE Bristol of Changes as per governance approval requirements

**31/19 CEO Report:**

The Board noted the new CEO report template from NVCO and approved it ongoing use.

The report highlighted the significant improvements in communications and positive stories and the CEO/Presidents are to be congratulated on this. The continuation of this will be monitored monthly through the email updates.

The Board agreed the new membership of the CEO Management Group and were informed its first meeting would be prior to the December Board meeting

Following the governance discussion, the Board have requested points in the report link to the key points in the annually agreed agenda covering strategic and risk management items.

*Action* – TB/LR to convene management group

**Items to note\***

**32/19 \*Report from Staff Committee**

The Board noted the staff committee report.

**33/19 \*Report from F&GP Committee**

The Board noted the F&GP committee update.

**34/19 \*Governance - Policy and Bye Law Review:**

No action required

**35/19 \*Report from Elected Officers:**

Board noted the ongoing monthly and online updates and congratulated the team on the improved communications both internally and with external stakeholders

**36/19 \*Sustainability Report**

The Board noted the report.

**37/19 \*Advice Centre Report**

The Board noted the annual report report and the Board were informed it has been presented to the university governors.

**AOB**

President VISA Support

The Board have updated the previous guidance for supporting VISA’s to specifically cover full VISA cost from 20/21 President team.

*Action* – TB to update Finance and HR

**Time and date of next meeting:**

Next meeting: Tuesday 3rd December 2019

**Action Points:**

*Action* – POT to take to Student Council **(ongoing)***Action* – TB to pass thanks to MB and Finance team
*Action* – POT to sign the audit reports and pass to RSM/Finance*Action* – POT to take to nomination to Student Council
*Action –* TB/Presidents to prioritise list for March meeting
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