

ITEM A: MINUTES

HASU Trustee Board Meeting

27/06/2018

In Attendance

Charlotte Garbutt (President), Bobby Barbour (Chair), David Johns, Steve Bolton.

Georgie Marland (incoming President), Adam Denford (incoming Vice President), Richard Walker (Interim Union Manager- IUM), Lyndsey Webb (minute taker)

Absent

Sue Bryan (with Apologies), Jonny Dymond (no apologies received)

Conflict of Interests

None declared beyond previous; Bobby- Harper Ireland, David- First Aid contract/ event mgt. and Trustee payment conflict issue.

Approval of Minutes

The Minutes were reviewed and approved (subject to Matters Arising below)

Matters arising

- Chair wished it to be formally noted that the Board thanks Charlotte for her work this year as President- that it had been a pleasure to work alongside her, and that she had met every challenge with a smile.
- *Amendment to size and make-up of the Board*
The agreed Board make up should include both Sabbatical Officers (Pres. and VP) together with 2 Student Trustees and 5 External Trustees.
- *Update on Trustee recruitment*
Applicants for the student trustees have been reviewed, and offered places on the Board. Due to them both serving their full terms on the Board, Bobby Barbour and Sue Bryan will be stepping down at the end of the next meeting. There has been some interest for the external trustee vacancies, and the process continues.
 - *Continued absence of Trustee.* The Chair drew the Boards attention to the ongoing absence without contact of Jonny Dymond from the meetings. In accordance with Article 11.7 (e) vi, it was noted that Jonny Dymond is deemed to have resigned.

As a result of the above, there will now be THREE external trustee vacancies to recruit to.

- *Installation of card reading machines in the Students Union Bars*
The Board was informed that following a soft roll-out in the Welly (of one machine) further machines have been ordered, with the target being to have them fully installed in good time for the new term (Fresher's). The

operational risk of full roll out at the Summer Ball meant that the service was only available at the bar extension, and this worked without issue (beyond battery life- an issue unique to the 15hr event)

- *Usage of a Bear as Club and Societies “imagery”*

Trustees noted that despite previous conversations, the removal of club and society publicity including a Bear had not been actioned.

ACTION: IUM to ensure this is progressed, and the Bear is removed.

Management proposal from Blackshaw Management Consulting

The paper (ITEM B) proposing the Interim Change management process (6 months) was reviewed by the Board and APPROVED.

University Internal Audit Report

The University Internal Audit Report 8.17/18 (ITEM C) was received and noted. The board commented on the similarities to the Blackshaw Consulting Governance review, and were therefore comfortable with the recommendations. It was further noted that the suggested dates of delivery within the Report would provide a useful framework to work towards.

ACTION IUM to note requirements and schedules, and factor those into the Union Action plan (see below)

DRAFT plan of activity (change management)

Welcomed. Specific points to note;

- *Senior management recruitment plan to be moved to a summer target.* Comment was made to approach the University in case any applicants to them were suitable to be approached. The budget proposal includes a cost of £38000, which is advised as suitable to attract a good group of candidates. Noted that the plan would target a December start date (to allow a handover period prior to Christmas).
- *Relationship with the University.* IUM noted the protective approach of the University over the Union, and that a mature approach will need to be developed to allow the Union to flourish. The opportunity for Board members to engage with senior University staff could contribute positively to this. Trust appears to be a significant issue, and must be the focus of the next 6 months (and further into the new managers term)
- *Engagement with NUS.* As per the Governance recommendations, the Board accept the value of exploring NUS membership with the Harper Adams membership. IUM suggested possibilities of engagement over the summer (including the potential of accessing their officer training courses).

Presidents report

- noted

Management Report

The Trustees Welcomed IUM external viewpoint to the operations and positioning of the Union, and noted the value of a consolidated Union manager report in maintaining a consistency of tone.

- *Sabbatical Benefits in Kind issue.* IUM explained the ongoing issue in regards to the benefits package of the President (and now the VP), most specifically the risk of free accommodation (Jay’s Nest) being recognised as a significant Benefit in Kind. The University reject that position. It is the Boards opinion that Jay’s Nest is unsuitable for two officers to occupy, and discussions will need to continue (see further below).

- *Relationship with Howards Accountants.* The Board wished to progress with the severance of contract with Howards due to the issues identified and a consequent loss of trust. They agreed that the releasing of the Audit clearance to allow the Union to change auditors (not contracted at present) was the priority. Acknowledged that the IUM was to meet a Director of the firm the next day to progress discussions.
- *GDPR/ University data sharing.* Following significant discussion, the University has communicated that they accept they can share data with the Union (expressing that this will be on a “one year trial basis”).

Vicky Turner (Finance officer, HASU) joined the meeting to advise on accounts and budget

- Management accounts:
 - Discussions on the nature of the leasing contract re. the Gym equipment (5 yr.?)

ACTION FINANCE OFFICER to investigate the nature of the contract and report back to next meeting

- BRC
- The Shop- Rupert and Buckley stock

Accounting contract and audit

- Discussion. In particular focused on the ongoing conflict/ break down in relationship with management accountants and auditors.
ACTION IUM to engage with Howards and conclude to best resolution (with particular focus on Auditors engagement)

Draft budget

Significant detailed discussion took place regarding the latest proposal of a 2018/19 budget (attached)

- *University Subvention:* noted that Harper Adams University had made it very clear that no further funds would be available this year (no more than £80000)
- *Harper Ireland.* Further discussion took place regarding the Boards previous decision on the Harper Ireland/ Paddy’s Ball/ available funds issue.
- *Deficit.* The Budget presented returns a Deficit (projected to be £12000). This includes accounting for VAT penalties (which could range from £18500- £25000, depending on HMRC applying penalties). The Board requested assurances that this is kept tightly under control, and that no budgets were allowed to overspend. Comments included the potential position of suggesting to the University that certain services/ activities of the Union would have to be cut in order to return a balanced budget.
- *Sports Kit.* The custom and practice has been to accept that the Union purchased sports kit for each team every year- and that the players/ club members take away the kit at the end of the year. This is a huge proportion of the overall costs of clubs and the IUM suggested this should be investigated further. Comments included trying a deposit process, increasing memberships seeking further targeted funding from Alumni.
- *Sabbatical Officer Salaries/ benefits/ Benefits in Kind.* The draft budget includes a significant uplift in sabbatical costs, due primarily to the ongoing issue of Benefits in Kind- specifically Jay’s Nest (accommodation). The Union is seeking Tax consultant advice due to the University challenging our interpretation. The Board wished to state that the Union must ensure that the Sabbaticals are not out of pocket, regardless of the final route forward.
- *Summer Ball.* The budget demonstrates the clear need for careful management of the Summer Ball- as the biggest single event expense of the year. Its financial relationship with the Christmas Ball was explained, and discussions around the setting of the budget identified the need to calculate core costs and ticket prices prior to finalizing the Acts budget.
- *Reserves position and policy.* It was noted that the reserves as they stand exceed the policy requirements of the Union, and some consideration could be made to releasing a fund.

Any Further Business

- *Identifying the next Chair.* Further to the recommendations within the Blackshaw Governance Review, the Chair proposed that from the next meeting the President should assume the Chair, and after discussions, that Steve Bolton is happy to take on the role of Vice Chair.

THE BOARD AGREED

Dates of next years meetings

The availability of external trustees was noted, and this was passed to Interim Union Manager to resolve and circulate.

It was noted that as per previous requests ALL papers should be received by trustees a minimum of 1 WEEK in advance of the scheduled meeting.