



UEA Student Union
(Company number: 0966 4303)
Board Meeting
Tue 20 Jun 23 @ 0900
In the Earlham Hall
Minutes (Version 3)

Those Present

Elise Page (EP)	Chair and Post Graduate Education Officer
Oluwafemi Adeyemi (OA)	Post Graduate Trustee (From 0942)
Anwar Azari (AA)	External Trustee
Evie Drennan (ED)	Activities & Opportunities Officer
Adediran Oladipo (AO)	Post Graduate Trustee (Via teams)
Ben Soper (BS)	External Trustee (From 0922)
Holly Summers (HS)	Part-time Officer
Taylor Sounes (TS)	Chair Designate and Under-Graduate Education Officer

In attendance

Tim Cave (TC)	Assistant Director – Finance.
Jonathan Davis (JD)	Clerk
Caroline Wilson (CW)	CEO (Interim)

Observing

Luke Johnson (LJ)	Activities & Opportunities Officer (Elect from Jul 23)
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Quorum

Article 79.1. Half the post-holders on the Board of Trustees and such quorum must include a minimum of two External Trustees and four Trustees who are Ordinary Members of the Union (**Ordinary Members:** student members of the Union being students at the University of East Anglia (As further defined by Article 14) and full-time Student Officers (**Article 124.29**).

The routine quorum is deemed to be 9 Trustees.

Article 79.2. Where the resolution or issue under discussion concerns a matter in respect of which some or all the Trustees have a conflict of interest, **the quorum shall be 5.**

1. Welcome.
 - 1.1. At 0908, the Chair;
 - 1.1.a. opened the meeting and
 - 1.1.b. welcomed those present
 - 1.2. A special welcome was extended to LJ who was invited to take an active role in the meeting but could not vote.
 2. Meeting Business.
 - 2.1. Statement of quorum.
 - 2.1.a. It was noted that the meeting was not quorate.
 - 2.1.b. It was agreed that the meeting should continue as other Trustees were expected to join the meeting.
 - 2.2. Apologies. Apologies were accepted from;
Dev Aditya
Nathan Wyatt
 - 2.3. Completed Declarations of Business. No amendments were noted to the annual Declarations of Business Interests.
 - 2.4. Declarations of Business (This meeting). No declarations were received relating to this meeting.
 - 2.5. Confidentiality Statement.
 - 2.5.a. The Chair reminded all present of the need for confidentiality.
 - 2.5.b. All present;
 - 2.5.b.i. accepted the need for confidentiality and
 - 2.5.b.ii. agreed to ensure nothing discussed in the meeting was discussed with third parties.
 3. Governance Matters. There were no Governance matters raised.
0922. BS joined the meeting. It was confirmed that the meeting was still not quorate.
4. Minutes of the Previous Meeting: 20 Apr 23.
 - 4.1. The Chair confirmed that there were no minutes available but the meeting recording had been sent to a specialist company for transcription.
 - 4.2. The Chair gave an overview of the meeting highlighting the following points;
 - 4.2.a. **Vote of no confidence.** The Union Council Motion of no confidence in the University had been sent back to the Student Officer Committee (SOC) for review.
 - 4.2.b. **Funding Cuts.** The Block Grant was not expected to fall but an increase was unlikely.
 - 4.2.c. **New trustee appointments.**

- 4.2.c.i. The trustee appointments for the next academic year had been agreed.
 - 4.2.c.ii. It was noted that J Clayton was due to step down (30 Jun 23) to be replaced by Simon George (SG), Treasurer of the University. Discussion ensued in which concerns were noted of a potential conflict of interest as SG had expressed an interest in becoming involved in the Finance Committee.
 - 4.3. Matter Arising not on the agenda. There were no matters arising not on the agenda.
 - 4.4. Outstanding actions. There were no outstanding actions.
- 5. CEO Report.
 - 5.1. The CEO;
 - 5.1.a. drew the attention of the meeting to the previously available report and
 - 5.1.b. led the ensuing discussion.
 - 5.2. The CEO highlighted the following points:
 - 5.2.a. Ongoing Consultation.
 - 5.2.a.i. The CEO spoke about the negative impact on staff morale the consultation was having but mentioned that the staff;
 - ♦ accepted the need for change and
 - ♦ were supportive of the process.
 - 5.2.a.ii. Discussion ensued. One of the trustees reported that the 'no cuts' sign was causing disquiet amongst the staff. It was agreed that ED would canvass opinion from the SOC and, if supported by the SOC, remove the offending sign. **Action: ED**
 - 5.2.b. Martyn's Law. The CEO updated the meeting on the risk mitigation measures being introduced to accommodate the requirements of Martyn's Law.
 - 5.2.c. Business Continuity Plan (BCP). The CEO confirmed that the BCP was in place.
 - 5.2.d. H & S. The CEO reported that the 3Yr plan would be presented to the new team. **Action: CEO**
 - 5.2.e. Waterfront Lease.
 - 5.2.e.i. It was reported that the lease of the Waterfront Hall could be exited in 2024 in line with a break-clause but the final date of the lease was in 2025.
 - 5.2.e.ii. Discussion ensued in which it was confirmed that there had been no complaints from local residents.
 - 5.2.e.iii. It agreed that any decision to terminate the lease at the breakpoint would be made by the Trust Board.
- 6. HR Update.

- 6.1. The CEO reported on progress made during the consultation.
- 6.2. In response to a question from a trustee, the CEO confirmed that;
 - 6.2.a. colleagues were finding it difficult and
 - 6.2.b. the process was very challenging for everyone involved but
 - 6.2.c. the staff team continue to feel passionate about the organisation.
- 6.3. In response to further questioning, the CEO confirmed that;
 - 6.3.a. this week was the final round of the consultation,
 - 6.3.b. one member of staff had requested voluntary redundancy and
 - 6.3.c. outcomes from the consultation were expected shortly.
- 6.4. A trustee asked what other staffing options had been looked at alongside redundancy. The CEO responded that the SU had;
 - 6.4.a. looked combining roles but no major opportunities had been identified and
 - 6.4.b. not immediately filled vacancies with approx. 12 posts remaining unfilled.
- 6.5. In response to further questioning, the CEO reported that appeals against the outcomes were expected.
- 6.6. Further discussion ensued in which it was noted that the;
 - 6.6.a. number of redundancies was expected to be less than ten and
 - 6.6.b. savings needed to be made was approx. £690k
- 6.7. Discussion centred on the cost versus savings ratio. The need to have the correct skills matching the needs of the organisation was accepted by all present.
- 6.8. The background to the need for redundancies was explored. It was noted that whilst costs were rising, revenue income had fallen (Bar takings were reportedly 20% down on the previous year) and the block grant was not expected to increase. It was the feeling of the meeting that staff redundancies were, regrettably, the only real cost saving option
- 6.9. The CEO was requested to provide the costs of the redundancy exercise as soon as they became clear.

Action: CEO

7. Departmental Reports

- 7.1. Activities & Opportunities (ED)
 - 7.1.a. ED reported on the handover to the incoming A&O Officer, Luke Johnson, which was going well.
 - 7.1.b. It was confirmed that;
 - 7.1.b.i. most of the society meetings were completed with a few outstanding and
 - 7.1.b.ii. there were no major issues on the horizon.
 - 7.1.c. In response to a question from the Chair, ED stated that the biggest success during her tenure was Derby Day, an annual sports event against the University of Essex which UEA won this year for the 9th time in a row.

- 7.1.d. The Chair thanked ED for all her hard work in the role.
 - 7.2. Campaigns & Democracy (SS)
 - 7.2.a. EP reported the 'No cuts' campaign had been;
 - 7.2.a.i. very successful and
 - 7.2.a.ii. a real contributor to the SOC.
 - 7.2.b. It was confirmed that work had started on the Democracy Review.
0942. AO joined the meeting. It was noted that the meeting was now quorate.
- Appointments (Held from earlier on the agenda)**
- Chair.** TS was, unanimously, elected as Chair of the Board from 1 Jul 23.
- External Trustee.** Simon George was, unanimously, elected as an External Trustee.
- 7.3. Post Graduate Business (Chair)
 - 7.3.a. It was reported that the PG Committee was;
 - 7.3.a.i. working well but had no dedicated member of staff to support it and
 - 7.3.a.ii. looking at options to provide support including employing a student staff.
 - 7.3.b. It was further reported that the PG Committee was proposing to donate food to charity. The Clerk;
 - 7.3.b.i. questioned if this was within the Charity Objects clause in the Articles and
 - 7.3.b.ii. was requested to report back at the next meeting. **Action: Clerk**
 - 7.3.c. Discussion ensued in which the use of initiative by the Committee and its activities in trying to increase involvement were noted.
 - 7.4. Under-Graduate Education Business (TS)
 - 7.4.a. TS reported on the progress of LGBG+ policies and the use of pronouns and emphasised the role of the Student Information Zone.
 - 7.4.b. Discussion followed in which the delivery of a workshop on student conflict was noted.
 - 7.4.c. It was confirmed that;
 - 7.4.c.i. student views on learning had been submitted to the Teaching Excellence Framework (TEF) and
 - 7.4.c.ii. work was ongoing assessing the impact of both strikes and the current financial situation on teaching and learning.
 - 7.4.d. The Chair thanked TS for all her hard work as Under-graduated Education Officer.
 - 7.5. Welfare, Community & Diversity (AC). In the absence of AC, no report was received.
8. Union Council Report (EP)
- 8.1. It was reported that;

- 8.1.a. generally, student involvement in democratic activities within universities was declining and
- 8.1.b. UEA was no exception to the lack of engagement trend with Union Council meetings not being quorate for some time.
- 8.2. It was accepted by all present that increasing student engagement was 'an ongoing project', the challenge was how to put 'passion' back in activities.
- 9. Commercial Venues Reports (TC).
 - 9.1. TC;
 - 9.1.a. gave background to current financial position and
 - 9.1.b. explained the Company Law relationships between the different companies within UEASU finance operations.
 - 9.2. In the following discussion, it was confirmed that the independent companies operated a banking pool so there was no risk of negative cash flow, in effect, each company cross guaranteed the other.
 - 9.3. It was agreed, unanimously, that reporting on commercial venues would be included in the Finance Committee report. **Actions: TC & Clerk**
- 10. Sub-department Reports.
 - 10.1. Finance Committee (TC).
 - 10.1.a. TC;
 - 10.1.a.i. drew the attention of the meeting to the previously available Finance Report and
 - 10.1.a.ii. led the ensuing discussion.
 - 10.1.b. It was reported that an extra Fin Com meeting would be needed in Jul as the budgets for the forthcoming year had not yet been approved.
 - 10.1.c. In response to a question from a trustee, it was confirmed that the Union Council does not look at commercial or staffing costs only the charity spend;
 - 10.1.d. Deficit
 - 10.1.d.i. TC commented that the in-year deficit to date against budget was approx. £100k. Given anticipated restructuring costs (up to £100k) and the trading shortfall, the year-end forecast of outturn was expected to be a deficit of approx. £200k.
 - 10.1.d.ii. TC reported that the annual saving from restructuring was expected to be approx. £300k per year.
 - 10.1.e. In response to a question from a trustee, TC confirmed the following falls in bar takings as at Apr 23;
 - 10.1.e.i. Campus bars. 20%

10.1.e.ii. Waterfront. 15%

10.1.f. Further discussion ensued in which it was noted that there were sufficient reserves to cover the current trading difficulties but should the challenges persist and the financial situation not improve, the reserves might not be enough to cover future losses.

10.1.g. In response to a question from a trustee, TC commented on the budgeting difficulties due to the impact of Covid and stubbornly high inflation.

10.1.h. The Board asked about initiatives to reverse the trend. TC mentioned;

10.1.h.i. opening of a student venue in the town,

10.1.h.ii. selling of SU spaces for other activities eg meetings, wedding venues etc and

10.1.h.iii. mooted the possibility of hiring a Business Development Manager on a fixed term contract.

10.1.i. The Chair thanked TC for such a comprehensive report.

10.2. Appointments, Hiring & Remuneration Committee.

10.2.a. It was reported that no regular meetings had been held due to a lack of quorum.

10.2.b. The appointment of a new chair was noted.

10.3. Risk & Oversight Committee.

10.3.a. It was reported that the Risk Register had been updated despite challenges and difficulties due to lack of staffing.

10.3.b. The Board;

10.3.b.i. asked for a link to the updated register to be sent to all trustees and

10.3.b.ii. that any changes to the Risk Register should be brought to the attention of the Board.

Action: CEO

10.3.c. It was agreed, unanimously, that the Risk Register should be a standing item on the agenda.

Action: Clerk

10.4. Management Committee.

10.4.a. The success of the trial of a revised format was reported. Formal meetings were followed by informal meetings which proved popular with the committee.

10.4.b. There was nothing else to report other than the ongoing monitoring of prices.

11. Dates of future Meetings.

11.1. The Clerk;

11.1.a. mooted the concept of holding meeting on days other than a Thu and

11.1.b. suggested that as Mon tends to be the quietest evening of the week it might be better holding meetings on Mon.

11.1.c. Discussion ensued in which no strong feelings were evident.

11.1.d. The Clerk was requested to;

11.1.d.i. obtain a list of meeting dates from the University in which student representatives were involved and

11.1.d.ii. devise an appropriate SU meeting schedule around that.

Action: Clerk

12. Any Other Business.

12.1. **Trustee Review.**

12.1.a. It was reported that SOC had agreed an increase of one External Trustee but that this was not reflected in the revised Articles.

12.1.b. The Clerk outlined the process for amending the Articles and stated that until the amended Articles were lodged with Companies House, the current Articles remained extant.

12.1.c. The Clerk agreed to check the articles held by Companies House and ensure they reflect the most recent ones on the SU website. **Action: Clerk**

12.2. Onboarding.

12.2.a. The onboarding process for new trustees was discussed.

12.2.b. It was agreed that TS would liaise with Peridot ~~Parties~~ ^{Partners} for the cost of providing an onboarding service. **Action: TS**

13. Confidential items for Part 2. One item for confidential discussion was identified.

There being no other business, the meeting closed at 1034.

The CEO, TC & LJ left the meeting.



Jonathan Davis

Clerk to the Board

Date: 3 Jul 23

Signed:



Date: 6 SEP 23

Print name:

TAYLOR SUMNER

Position / Appointment:

CHM OF TRUST

Outstanding Actions

Item	Action	Responsible	By when	Update
20 Jun 23 5.2.a.ii	canvass opinion from the SOC and, if supported by the SOC, remove the offending sign	Evie Drennan	ASAP	Completed
20 Jun 23 5.2.d	Present 3Yr H & S at next meeting	CEO	Next meeting	to MANAGEMENT COMMITTEE FORADL.
20 Jun 23 6.9	Provide outline restructuring costs when available	CEO	ASAP	CLOSED
20 Jun 23 7.3.a.ii	Check Objects clause in Article re donating food to charity	Clerk	Next meeting	ACCEPTABLE
20 Jun 23 9.3	Include report on commercial venues in Fin Com report	Tim Cave & Clerk	Next meeting	CLOSED
20 Jun 23 10.3.b.ii	Ensure changes to Risk Register are brought to attention of the Board	CEO	Ongoing	✓
20 Jun 23 10.3.c	Include Risk Register as standing agenda item	Clerk	Next meeting	✓
20 Jun 23 11.1.d.ii	Devise and circulate suggested meeting schedule	Clerk	When available	✓
20 Jun 23 12.1.c	Check the articles held by Companies House and ensure they reflect the most recent ones on the SU website	Clerk	Next meeting	✓
20 Jun 23 12.2.b	Obtain cost for providing onboarding service	Taylor Sounes	Next meeting ↓ continuing.	