

Minutes

Meeting:	Trustee Board
Date:	16 Dec 2021
Time:	4pm
Location:	Online
Author	Abbie Mulcairn
Status	Draft: To be approved

Present: Ayane Hida (AH), Hamish Williams (HW), Lizzie Payne (LP), Aaron Campbell (AC), Ivo Garnham (IG), Patrycja Poplawska (PP), Bradley Foster (BF), Martin Jopp (MJ), Lucy Hawker (LH), Anwar Azari (AA)

Chair: Ayane Hida (AH)

In attendance: Toby Cunningham (TCu), Tim Cave (TCa), Caroline Wilson (CW), Abbie Mulcairn (Clerk)

Apologies: Serene Shibli Sexton (SS), Jeremy Clayton (JC)

Key decisions/deliberations:

- Call for more trustees to join sub-committees lacking membership
- CEO KPIs to be ratified at AHRC
- Annual Reports and Accounts were approved
- Audit findings and report from Crowe UK were received and discussed
- Agreed a new schedule of meetings for the Board and its sub-committees to commence from next semester
- Approved the risk management policy

Action Log:

Action Requested	Date	Assigned
AH to confirm whether Francis Fay (FF) will retain membership on ROC	Jan	AH
CW to share summary of exit interview data with board and to discuss at AHRC	Feb board	CW
CW to circulate slides of staff survey results and to take questions at next board	Feb board	CW
AM to share dates of upcoming sub-committees	Jan	AM
Trustees to nominate themselves for sub-committee roles and email AM or AH to confirm attendance	Jan	All
AH to send CEO KPI's to AHRC (CW or AM)	Feb board	AH
AHRC to bring KPI's back to board meeting after discussion to be agreed.		AHRC (AC & CW)
IG to add "agreeing large student event dates in venues calendar" to the cycle of business for MC in the summer	Next MC meeting	IG

TB 1183 Report on Membership and Statements from the Chair report

AH provided updates on memberships of sub-committees and noted that L Hawker (LH) would be joining the AHRC. Notified group of vacancies in sub-committees (AHRC, ROC and FC).

AP: AH to confirm whether Francis Fay (FF) will retain membership on ROC

TB 1184 Declarations of Interest

Additions in red

FULL TIME OFFICER TRUSTEES	DECLARED INTEREST
Hamish Williams	Graduate of the University, Member of UUEAS, salaried UUEAS Officer, Director of two UUEAS subsidiary Companies
Ayane Hida	Graduate of the University, Member of UUEAS, salaried UUEAS Officer, Director of two UUEAS subsidiary Companies
Elizabeth Payne	Graduate of the University, Member of UUEAS, salaried UUEAS Officer, Director of two UUEAS subsidiary Companies, member of University Council
Aaron Campbell	Graduate of the University, Member of UUEAS, salaried UUEAS Officer, Director of two UUEAS subsidiary Companies, former committee roles in Pride, ACS, Urban Women's Movement and Men's Basketball, former part time employee of the Law School (UEA casual staff member)
Ivo Garnham	Graduate of the University, Member of UUEAS, salaried UUEAS Officer, Director of two UUEAS subsidiary Companies, Member of University Council
PART TIME OFFICER TRUSTEES	
Serene Shibli Sexton	Member of UEASU, part-time People of Colour Officer
Patrycja Poplawska	part time women's+ Officer, member of Labour students and polish Students Society, Law School Rep and sits on Law School Diversity Committee
POSTGRADUATE TRUSTEE	
Bradley Foster	Member of UEASU, member of PG Committee
STUDENT TRUSTEES	DECLARED INTEREST
Adrian Ashby	Member of UUEAS undergraduate student at the University, President of Mature Students' Peer Support Group
Lucy Hawker	Update sent in email to AH
Vacancy	
EXTERNAL TRUSTEES	DECLARED INTEREST
Dev Aditya	Managing Director at Ottoman Institute
Jeremy Clayton	Trustee of the Campaign for Science and Engineering. Independent member and deputy chair of UEA Council, chair of the UEA Senior Officers Remuneration Committee, member of the UEA Governance Committee, member of UEA Finance Committee and member of UEA Student Experience Committee
Martin Jopp	Full time employment with Kings College London, graduate of the University of East Anglia

Frances Fay	
Anwar Azari	No interests to declare

TB 1185 Minutes of the previous meeting

The board voted to approve the [minutes of the previous meeting](#) held on 9th November 2021.

TB 1186 Verbal Update on Action Points and Matters Arising

Carried Over Action Points

Action	Assigned to	Date to be completed	Action
Sharing the result of the pulse survey	TCu	When paper available	Done
Sharing Job Description of TCU with BF	CW	December Board	Done
Sharing Job description of CW with BF	CW	December Board	Done
Sharing the staff structure with BF	CW	December Board	Done
Sharing the full extent of exit interview report between July 2020 through November 2021	CW	December Board	Done
Sharing the result of staff survey 2021	CW	December Board	Done
Send the dates of the committee meeting for the rest of 2021-22	LP, AC, IG	December Board	Done
Share the dates of the committee meeting for the rest of 2021-22 with the board	AH	December Board	Done
Re-write schedule delegation with those recommendations and present at December board	TCu	December Board	Done
Invite AH to the meeting with the student	TCu	Before the meeting with the student	Done

TB 1187 Sub-Committee Proceedings

ROC - Risk register reviewed, included on agenda to approve.

AHRC - Exit interviews reviewed. Big task next year is to look at diversity stats. Reviewed new contracts and introduced new hybrid working policies.

FC - Updates included in Finance Updates section of agenda.

TB 1188 CEO Report and Update

TCu presented an update to the board on the following. The full report can be viewed [here](#). He highlighted:

- Ongoing issues with security staffing
- Christmas activities for staff have been cancelled due to covid restrictions

- Undertaken Leadership and Race Equity course which has informed SMT work
- Provided update on staff training and development including completed courses, roll out of Linked In learning and creating race and ally awareness training with NUS
- Updated on NUS events attended
- Highlighted external factors impacting SUs including government policies on Freedom of Speech, UCU strikes and further covid regulations
- Summarised Welcome Week period – well received by students and UEA, commercial events successful but no physical freshers fair was held.
- Updated on work being done with stakeholders around spiking and women's safety
- Noted that student complaints are down by around 50% on 2019 and most complaints are around venues
- Noted that this term students passed a motion to adopt JDA definition of anti-semitism which conflicts with Jan 2020 policy adopting IHRA definition
- Risks update: covid remains high, pressure on staff wages due to market demands is still there, loss of key union staff, block grant threats remain due to wider uni funding and drop in attendance, one off emergencies and catering VAT

TCu also updated on the risk register which can be viewed in full on page 56 of the [agenda](#) and is to be approved in item TB 1197 on the agenda.

TB 1189 CEO KPI Update

AH delivered a verbal update and talked through the KPI's set for the CEO. MJ and CW suggested bringing this to AHRC to set deliverables.

AP: AH to work with TCu and AHRC to track and update KPIs. AHRC to bring back to Board meeting agree. AH to send paper to AM & CW.

TB 1190 Organisational plan update

TCu presented the organisational plan update which can be viewed [here](#).

No questions were raised on the paper.

TB 1191 Social Enterprise report

TCu presented the social enterprise report which can be viewed in full [here](#).

TCu summarised that social enterprise has been pretty much as expected. Enterprise is doing better than underspend and making a slight profit. There has been a reduction in student behaviour issues with less drinking in halls and sports night moving to the LCR. LCR doing slightly better than WF but no major concerns.

MJ asked about spend per head being higher than expected and whether this presents a risk to members wellbeing. Noted that while it's a good sign that there is more drinking in licensed venues and less in student residences, this could result in more dangerous student behaviours. TCu noted that there has

been no real increase in reports or complaints which suggests this isn't an issue. TCu clarified that student staff are trained vigorously and incident reports are presented to management every month. There has been a significant decrease in anti-social behaviour in halls of residences as well.

LP asked where the Trustees responsibility lies in terms of looking after students vs. raising revenues in venues. Noted that it has been difficult to pencil in dates for large student events (such as fight night, go global etc) which causes issues for student organisers. LP stated that their preference is for dates for student events to be reserved in the calendar at the start of the year and guaranteed not to clash with gigs or other events.

TCu responded that union is reliant on commercial revenues and if the charity is going to expand it will come from this money rather than block grant increase. Noted that the clashing issue in diaries has been made worse by covid as dates are more likely to move around. Recommended to bring an estimated number of days for events reserved for student groups to MC at the start of the year to be agreed. **AP:** IG to add this into cycle of business for MC agenda to agree big student events in the summer.

BF asked what specifically was being done to mitigate reports of spiking and other assaults. What specific engagement is being done with the police and has consideration been given to increasing security presence at venues?

TCu noted that we still don't have a confirmed case of spiking or needle spiking in the LCR. There is one outstanding potential case at the WF, but spiking is hard to prove and its hard to catch cases. He noted the Union is asking the police to agree a new set of protocols if there is a suspected case. This new protocol involves police responding much faster, and giving venues the ability to retain drinks if they're suspected of spiking. TCu noted that he's met with police and local licensing authority to improve licensing conditions around designated welfare officers, spiking detection devices, safe journey home policies and others. If council agree minor variations in this regard, the ask is for the cost to be waved. This change could be used as an opportunity to publicise work that the SU is doing to improve safety across the board. TCu also noted that venues adhere to all of the Girls Night Out demands and the SU is working on comms with the university to help students navigate reporting processes.

AA recommended reaching out directly to the PCC for funding for additional campaigns to tackle spiking and other behaviours.

Patrycja (PP) left the meeting.

TB 1192 HR Report

CW presented the HR report which can be viewed in full [here](#). CW highlighted the following:

- Updating of student worker agreements going to AHRC for approval
- Reviewing security & casual worker agreements going to AHRC
- Updated safeguarding policy going to AHRC for approval
- DBS provider set up

- Gender pay gap and E&D reporting completed
- Lots of recruitment ongoing
- Moving from People HR to Staff Savvy

TB 1193 Annual Report and Accounts for Approval

TCa presented the annual report and accounts which can be viewed in full [here](#).
TCu presented the summary paper and highlighted the following findings:

- Union is 181,000 ahead of budget. Some of this comes from career staff savings and some from overheads which are predicted to be spent next month.
- Trading is on budget – spend per head is increasing so budget is about what's expected (in line with pre-pandemic levels). SAM money in accounts but will be paid over to UEA in the spring.
- Highlighted VAT issue due to covid VAT changes. Recommendations included in paper to be approved by the Board (agenda item xxx)
- Highlighted catering VAT issue as a potential threat. Noted that the Union is joining up with NUS to refute the challenge from HMRC. Risk is slightly higher, but the view is that we have taken the right position and decisions in this regard.
- Talked through the audited accounts which can be viewed [here](#) and discussed agenda item TB1195. Noted that these had been audited by Crowe UK to a professional standard.
- Highlighted the overall result on unrestricted funds is that we've broken even.
- Noted UEA hasn't asked SU to pay back money owed until reserves are back to a resilient level

The Annual Report and Accounts and their recommendations were approved with 9 votes in favour.

TB 1194 Receive Audit Findings Report from Janette Joyce, Crowe UK

TCa explained the background of the financial audit and the role of the Trustee Board in implementing recommendations.

Janette Joyce (JJ) joined the meeting.

JJ explained the findings of the audit which can be viewed in full [here](#). She highlighted some key points from the audit finding, summarised below:

- Noted that Crowe UK caps materiality as standard between 1-2% of income which means that materiality for UEASU is capped at around 70k
- Highlighted the need for Going Concern to be completed
- Trustees required to look ahead to March 2023. Any substantial events that could affect operation in this time should be included in assessment. This should include worst case scenario planning.
- Highlighted the impact of Omicron on future planning and uncertainty. Management still holding off on signing off the findings/going concern until the best prediction of covid uncertainty can be included.

- Highlighted the coronavirus job retention scheme. Noted that although auditors saw no issue with furlough claims, this won't prevent HMRC investigating. No assurance that HMRC won't approach in the future. Easy to forget how complex calculations are done – worth double checking and having detailed notes around each claim and how eligibility was determined for each individual.
- Recommended producing financial procedures manual
- Recommended implementing a purchase order system designed to ensure union doesn't enter into unauthorised financial commitments
- Highlighted variances between till takings and recorded accounting ledgers. Not unusual, but need strong system to investigate variance over a £10/£20 limit.
- Highlighted use of journals and ability to mask errors and fraud. No discrepancies found but recommended as best practice to have all journals independently reviewed, evidenced and authorised.

JJ received questions from Trustees on going concern and other areas of the audit.

TCa confirmed that the accounts will be signed off later than expected (after Jan 1st 2022) to ensure that going concern was fully up to date and an accurate reflection of circumstances.

TB 1195 Financial update and summary of issues reviewed by Finance Committee

Covered in items TB1194 and TB1195 on the agenda

TB 1196 The future meeting schedule of the Board

TCu presented the paper which can be viewed in full here.

Members discussed their preference for regularity of the meetings, and for how often sub-committees would meet in between.

The Board agreed to increase board meetings to 6 per year, with one strategy event and one agenda free from the cycle of business. The meeting will look into holding two of these in person, with covid restrictions permitting.

Summary decision:

- Cycle of business split into 5
- One board meeting will be a dedicated strategy day
- There will be 6 board meetings per year in total

The schedule of meetings as summarised above was approved with 10 votes in favour.

TB 1197 Risk Management Policy

TCu presented the Risk Management Policy which can be viewed in full on page 56 of the [agenda](#). TCu explained that this policy is a revision to the one approved in 2018 by the Trustee Board.

TCu explained the risk matrix definitions and how the colour coding system worked. He highlighted that the paper outlines the Board current appetite for risk as being low following the covid crisis and priority of rebuilding financial stability.

TCu reviewed the current risks, highlighting covid, pressure on staff wages, loss of key staff and wider university funding due to a drop in applications as current concerns.

The board voted 8 in favour to approve the policy and its recommendations.

TB 1198 Schedule of Delegation/Cycle of Business

See agenda item TB1196.

TB 1199 CEO ROC Report and ROC Minutes

See agenda item TB1197.

TB 1200 Risk Register Update with links to papers

See agenda item TB1197 for minutes. View the full risk register update [here](#).

TB 1201 Any Other Business

None

TB 1202 Time, Date and Place of the next meeting

The next meeting of the Trustee Board will be held on the 10th February at 4pm.

TB 1203 Cycle of Business

See agenda item TB1196. New schedule of meetings will be sent in Jan 2022.