

Agenda

Meeting:	Trustee Board
Date:	Tuesday, 18 June 2019
Time:	4.00-7.00 pm
Location:	Union House Bookable Room 6

**Starred items are for noting and will not usually be open for discussion unless a prior request is placed with the chair.*

Some papers are confidential- they will be marked as such.

Publication note: some papers are only accessible via links: these are invariably confidential items not for publication. If you are interested in a particular linked paper, please email the Clerk at

anthony.moore@uea.ac.uk to request access

ADMINISTRATION

TB941 Membership

To welcome and note: To welcome Dougie Smith to the Board and receive update from the Chair of AHRC

To note: The election of Samuel Chan and Karolina Roszkowska and re-election of Charles Flanagan as Student Trustees for 2019-20

To note: Of the six options under the STV system, Re-open nominations came fourth, so the Board will need to decide a timetable for the election of the fourth Student Trustee.

TB942 Declarations of Interest (AM)*

To note: Any new items in the register and to view existing register. (See pages 6-7)

TB943 Minutes of previous meeting(AM)*

To receive: The minutes of the meeting held on 6 April 2018. (See pages 8-18)

TB944 Action Points and Matters Arising (GB: 10 mins)

To receive: The Chairs Actions report and any matters arising from the minutes not otherwise covered by the agenda. (For Action Points from last meeting, see pages 8-9)

TB945 Sub-Committee Minutes*

To note: The minutes of the Appointments and HR Committee are available [here](#) and those for Management Committee are available [here](#) The minutes for Finance Committee are included in the Finance Section.

TB946 UEASU Election Report

To note: The DRO's report was unavailable for the April meeting, only the results were reported. See [here](#) for full report.

TB947 Recommendation on Board process from the Strategic Development Weekend*

To receive: A digest of the discussions – with table of actions as to viability. (See pages 19-20)

TB948 Training Budget (TCU: 5 mins)

To consider: A discussion topic from the CEO as to a dedicated Trustee training budget.

PERFORMANCE

TB949 Chief Executive Report (TCU: 20 mins)

To receive: The report for the last quarter from the Chief of Executive. (See pages 22-25)

TB950 KPIs Update (TCU: 5 mins)

To receive: Covered in the previous item, see [here](#) for full RAG ratings on Operational Plan.

TB951 Senior Management Team Papers*

To note: These can be viewed [here](#).

COMMERCIAL AND TRADING

TB952 Development and Oversight Boards (TCU)*

To note: The minutes of this term's meetings can be found at [here](#)

TB953 Social Enterprise Report (TCU: 10 mins)

To receive: (See pages 26-27)

FINANCE AND LEGAL

TB954 Summary of Finance Committee Business (OG/TCA 10 mins)

To receive:

TB955

A verbal report from the Chair of Finance as to the Committee's meeting on 11 June.

Third Quarter Management Accounts (TCa/OG: 10 mins)

To receive:

Executive summary of the Management Accounts. (see pages 29-31)

For the full Management Accounts see [here](#)

TB956**Budget Estimates Update**

To note:

Subsequent to the meeting with the University, work will be undertaken to make any necessary modifications to the detailed estimates approved by Union Council, including an updated view on Contribution from Social Enterprises and an allocation of Capital Expenditure budgets at the staff residential week commencing 16 June.

An additional meeting of the Finance Committee will then be convened in July to review and approve for formal adoption by the Board at the September Meeting.

See [here](#) for estimates approved by Union Council

STRATEGY**TB957****University Funding: paper submitted to the Joint UEA and SU Union Finance Meeting (TCU 15 mins)**

To note:

For the full text of the Union's proposal, please see [here](#)

TB958**New Charity Staff Structure and Strategy (TCU 15 mins)**

To receive:

A proposal from the Assistant Director of Charitable Services, see pages 33-36.

RISK**TB959****Risk Register (TCU: 10 mins)**

To receive:

Updates on the Union's ongoing risk register and discuss the Union's risk envelope. See [here](#) for updated Register.

TB960**Risk Management Policy (TCU: 10 mins)**

To receive:

A revised policy. (See pages 38-41)

TB961 GDPR Update (CW: 5 mins)

To receive: To receive an update on progress in pursuit of new general Data Protection Regulations (requested for each Board)

SUNDRIES

TB962 Staffing (Closed session) (15 mins)

Two discussion topics from the Chair:
i) CEO Remuneration
ii) Procedures for investigation of staff grievances

TB963 Key Actions of Union Council *

To note: Policies passed at the 9 May meeting can be found [here](#)

TB964 Any Other Business*

TB965 Time, Date and Place of the next meeting

To note: Tuesday 17 September (All-day planning and strategy to include Autumn Board meeting from 3-6 pm)

For calendar of meetings for 2019-20, see page 43.

TB966 Revised Cycle of Business*

To note: For revised cycle, see page 44.

AGENDA PAPERS

ADMINISRATION

Union of University of East Anglia Students Board of Trustees

Register of Interests

June 2019

FULL TIME OFFICER TRUSTEES	DECLARED INTEREST
Sophie Atherton	Graduate of the University, Member of UUEAS, salaried UUEAS Officer, Director of two UUEAS subsidiary Companies and member of University Council
Martin Marko	Sabbatical postgraduate student at the University, Member of UUEAS, salaried UUEAS Officer, Director of two UUEAS subsidiary Companies, and member of University Senate
Jenna Chapman	Graduate of the University, Member of UUEAS, salaried UUEAS Officer, Director of two UUEAS subsidiary Companies, member of University Senate
Georgina Burchell	Graduate of the University, Member of UUEAS, salaried UUEAS Officer, Director of two UUEAS subsidiary Companies, and member of University Senate
Oli Gray	Sabbatical student at the University, Member of UUEAS, salaried UUEAS Officer, Director of two UUEAS subsidiary Companies and member of University Council
PART TIME OFFICER TRUSTEES	
Liam Deary	Member of UUEAS
Harry Bowen	Member of UUEAS
POSTGRADUATE TRUSTEE	
Ruth Flaherty	Member of UUEAS, part-time employment with the University.
STUDENT TRUSTEES	DECLARED INTEREST
Charlie Flanagan	Member of UUEAS, internship funded by the University
Stefano Asciana	Member of UUEAS
Ellie Johns	Member of UUEAS, part-time employment with the University.
EXTERNAL TRUSTEES	DECLARED INTEREST
Kemi Watchorn	Freelance HR consultant, Postgraduate Degree holder with the University
Ben Gibbins	Freelance Hospitality Consultant. Postgraduate Degree holder with the University
Martin Jopp	Full time employment with Kings College London, graduate of the University of East Anglia
Frances Fay	Full time employment with Royal Mail
Dougie Smith	Full time employment with NUS Scotland. Committee member Scottish Green Party

Minutes

Subject:	Minutes of the UEASU Trustee Board 6 April 19
Produced by:	Tony Moore
To:	Board
Action:	To approve
Status:	For Publication
Paper:	TB 943
Purpose:	Record of Decision Making

Present: E Johns (EJ) (Student Trustee), C Flanagan (CF) (Student Trustee), M Marko (MM) (Full Time Officer Trustee) J Chapman (JC) (Full Time Officer Trustee), H Bowen (HB) (Part Time Officer Trustee), L Deary (LD) (Part Time Officer Trustee) S Atherton (SAT) (Full Time Officer Trustee), B Gibbins (BG) (External Trustee), K Watchorn (KW) (External Trustee), O Gray (OG) (Full Time Officer Trustee), R Flaherty (RF) (PG Student Trustee), S Ascania (SC) (Student Trustee)

Chair: G Burchell (Full Time Officer Trustee)

In attendance: A Moore (AM) (Clerk to the Board), T Cave (Head of Finance) (TCA), T Cunningham (TCU) (CEO)

Apologies: M Jopp (External Trustee), C Wilson (Director)

Key Decisions/deliberations:

- *Appointed Dougie Smith as an External Trustee*
- *Discussed violence at Union music events*
- *Union Finances*
- *Extinction Rebellion*

Action Points

- *Design of KPIs email to be circulated to all Trustees TM*
- *Proposal to increase the membership pf the sub-committees to be be discussed at AHRC JC*

- *Enforcement of disciplinary sanctions against individuals exhibiting violence in Union venues to be universally applied; report on violence in the venues, including results of licensing investigation, to come to June Board TCU*
- *Upcoming changes to LRC ticketing, entry and security arrangements to be publicised widely to students before implementation TCU*
- *Brexit information on website to be constantly reviewed and updated TCU*
- *More microwaves to be installed in the Hive TCU*
- *Union will ask whether all University non-staff Councillors have responded to opportunity to apply to serve on the Union Board. If so and nobody has applied, AHRC ad hoc meeting to interview Jeremy Clayton for appointment at June Board JC*
- *Management Committee to review staff appraisal of Extinction Rebellion demo when complete and decide on Union's participation – Trustees to be informed of decision SA*

Statements from the Chair

Chair welcomed F Fay to their first Board meeting.

ADMINISTRATION

TB922 Register of Interests

There were no new declarations.

TB923 Minutes of the previous meeting

The minutes of the meeting held on 18 December were agreed.

TB924 Action Log and Matters Arising

Chair noted the action points were completed or were covered elsewhere on the agenda.

Chair noted that the email asking for comments on the design of KPIs had been sent for comments but none had been received: Chair asked for the request to be re-sent. **AP**

Chair noted that, because of a problem with KW's IT account, KW had not received the draft CEO contract; this would be resent and the final version would be ready in the near future.

Board agreed that the proposal to increase the membership of the sub-committees would be discussed at AHRC and appropriate action taken. **AP**

There were no further comments or matters arising.

TB925 Sub-Committee Minutes

Noted.

Chair noted the recommendation from AHRC to appoint Dougie Smith, NUS Scotland's Membership Development Manager as an External Trustee.

The Board agreed unanimously to the appointment of Dougie Smith as External Trustee.

TB926 UEASU Election Results

TCU reported that the election had been sadly overshadowed by the suicide of a UEA student: with the agreement of the candidates, campaigning had been suspended for a period of time. TCU noted, consequently, turnout targets had been abandoned and the number of votes cast was well down on previous years. TCU advised that, procedurally, the election had gone smoothly and the Returning Officer had reported that the election had been fair and complete.

There were no comments.

PERFORMANCE

TB927 Chief Executive Report

TCU drew attention to the written report. TCU advised that two issues had dominated SMT's work during the latter part of the term: the suicides of two students and the problem involving the licensing of Events.

Chair inquired whether Trustees had questions over student mental health in relation to the two deaths.

There were no questions as to student mental health.

Licensing/Violence in Venues

CF, on licensing, wondered, as to TCU's interactions with the University, the reasons for Grime being thought of as high-risk as this might indicate a form of institutional racism.

Redacted due to commercial sensitivity

EJ wondered as to the admission rules for 14 to 18 year olds.

TCU advised that the rules stated that 14 to 18 years olds had to be accompanied by a responsible adult. TCU noted that, in future, risk assessments would include extra door staff to check on admissions when a number of unaccompanied 14 to 18 year olds might try to attend. TCU advised that the ticket terms and conditions would be changed to include the accompanied by a responsible adult requirement.

Chair wondered whether the accompanying adult ratio would be one to one.

TCU advised that this would be a matter of judgement: a parent with three to four children would be fine but a nineteen year old with a younger brother with group of their friends would not be.

SC wondered whether the Union could require the responsible adult to be over 21.

TCU advised that this would be impossible as legally 18 year olds had the status of an adult. TCU added that there might be the possibility of restricting some gigs to over 18s but that there would be a high probability of losing the gig as they would become commercially unviable for the promoter.

Redacted under the Staff Protocol

EJ wondered whether there had been any further discussions with UEA Security as to prior notice of higher-risk events.

TCU noted that, for the event where the running fight had taken place UEA Security had had the Union's risk assessment three months in advance and had offered no comments and had not informed the police of any heightened risk. TCU advised that, once the investigation had been completed there would be an overall security review which would include liaison with UEA Security.

Redacted due to Commercial Sensitivity

SC argued, that particularly in view of the recent rise in knife crime, there should be zero tolerance of any fighting in the LCR with an immediate three month ban imposed on offenders. SC noted, from their own experience, that fights were getting to be a regular occurrence: especially in the Hive. SC thought the problem should be tackled at its roots.

TCU noted the music played in the Hive was popular and this meant that when the LCR was busy people got funnelled through the Hive dancefloor many with drinks in their hands: this, inevitably, led to arguments which sometimes turned violent. TCU noted that staff had reduced the capacity in order to better monitor flows and would experiment where to play different styles of music. The experiments would run alongside a new entry management system.

TCU noted, as to penalties for fighting, that anyone involved in a fight was issued with a red card banning them until they had met with the Duty Manager where the manager could impose a one month ban. TCU noted that if the manager deemed the offence to be of a serious nature they would refer it for investigation under the Union's Code of Conduct. TCU advised that a judgement would need to be made as to whether all cases should be investigated as this would have significant implications in terms of staff resources. TCU advised that the Union operated under two sometimes conflicting pieces of legislation: the Licensing Act which gave the Union the power to ban a member from its premises and the 1994 Education Act which safeguarded students' access to all Union services. TCU advised that management would be happy to draw some lines if the Board requested them but Trustees should be mindful that if there were five fights a week this would mean five investigations a week.

SC noted they took the point but thought it would be beneficial to find a way to impose an immediate ban.

RF thought this would create the problem of how one defined a 'fight.'

OG argued that this might include victims of violence and that one way forward might be to target repeat offenders.

TCU advised that repeat offenders were already targeted as members incurring a second red card were automatically dealt with under the Code of Conduct.

CF suggested that the system might be streamlined by having two students form a panel with the Duty Manager when a member attended the first interview.

TCU advised that, in a sense the system, was already streamlined as, when a member attended an interview, they had the option of either accepting an immediate ban or asking for the matter to be referred to the Code: if they opted for the latter, the ban on entry remained in place until the Code process had concluded.

EJ asked whether the Union was currently in regular contact with the police and, if so, were the police responding to recent events in a more positive way. TCU advised there was current contact at two levels: working with the local Earlham police station and the police licensing team. **Redacted due to Commercial Sensitivity**

Redacted under the Staff Protocol

KW wondered whether violence was restricted to Union House or was it a problem elsewhere on campus.

TCU noted that there had been incidences of serious sexual assault and drug use elsewhere on campus; however the Union had only limited information from the University. TCU noted that the Waterfront had not seen an increase in violence. **Redacted under the Staff Protocol**

Chair noted, as a member of the University Student Safety Group, that there had been an increase in all types of misbehaviour in the current year and this might be linked to the current year's student demographic.

TCU advised Trustees should note that student numbers although steady for the current year had increased significantly over the past five years.

EJ wondered how student staff serving alcohol were monitored.

TCU noted that there were two front of house supervisors for monitoring and a member of security staff at each bar to intervene if there were any problems around refusal to serve an intoxicated customer.

EJ noted concerns about arrangements for students getting home after being refused admission due to intoxication.

TCU advised that, if door staff were worried, they would signpost them to the student volunteers from the Alcohol Impact Group who would provide support. TCU noted that the volunteers played a key part at the end of the night supporting potentially vulnerable students.

CF asked it be minuted what a brilliant job the Group did.

FF wondered whether the Red Cards were logged so that trends might be identified.

TCU advised that radio logs on the night were recorded and all incidents, including Red Cards, were logged in real time.

LD joined the meeting.

JC asked that communication of any changes made to security and venue management should be proactive and information made available to students. JC noted that SA, as Chair of Management Committee had been asked to issue a statement; JC believed that this was not the right approach: there should be a coherent communications strategy in place.

SA noted complete agreement and asked that the changes that had been made should be communicated as a news item on the website and that any futures changes made as a result of the current investigation should be immediately uploaded as a new story and in relevant social media.

Chair asked that the request be minuted. **AP**

TCU advised that the changes referred to had been made to ease the congestion around the entry point where students were arriving within in a ten

minute window: the changes had included a ticket supplement to allow entry at any time.

TCU advised that OG and SA had attended the meeting where the changes had been agreed and a communications plan had been put in place but there the plan had not been followed through and this had been discussed with the staff member responsible.

Chair asked that it be minuted that the Board had concerns about the way sanctions against violence in the venues were applied. Chair asked that the report from the current investigation be an agenda item at the June Board and that details of Red Cards issued be included in the report. **AP**

Senior Management Team

Chair noted the intention in the report to pause recruitment to the vacant position on SMT until the outcome of funding discussions with the University was known. Chair noted concerns, in that SMT only consisted of TCU and a relatively new staff member, and wondered, if this carried on into the medium to long term, whether this was the best approach to take.

TCU advised that it was a pause and the ultimate decision would be made by the Board. TCU noted an ambitious budget had been set for the current year and the Union was not performing to budget but the situation had been somewhat ameliorated by the fact that senior posts in both commercial and charity had not been filled. TCU advised that options for the senior management structure would be brought to the June Board: trying to avoid the extremes of the Union having a fat head and a small body of having a tiny head and big body. TCU noted that a major difficulty would be that the University preferred to increase funding for specific projects and was reluctant to increase the block grant which covered management and central services.

OG noted that the issue had been closely examined by Finance Committee.

Annual Staff Survey

JC wondered whether the results from the Annual Staff Survey were available.

TCU advised that the results had not as yet been collated: when they were they would come to Management Committee and to Board.

Brexit Briefing

EJ noted that the Brexit information on the website was out of date and, as this was a key resource for international students, it should be regularly updated

Chair asked that this be noted for action. **AP**

TB928 KPIs Update

TCU highlighted the areas in red where the actions were predicated on the University's Wellbeing Strategy; TCU noted, in the light of recent events the University was rewriting that part of the strategy and this had delayed progress in this area.

There were no comments.

COMMERCIAL AND TRADING

TB929 Development and Oversight Board Minutes

Noted.

TB930 Social Enterprise Report

TCU drew attention to the written report.

CF wondered, as to the relationship with Spar, whether there was anyway the Union could stop this going downhill.

TCU advised that the gap between this year's sales and last year's was progressively getting smaller. TCU highlighted two issues that had contributed to the earlier problem. The Union had chosen not to use the Spar till system as the Fidelity system allowed the Union to develop a loyalty scheme: the interface between the two systems had proved problematic but these difficulties were gradually being resolved. The Union had also bowed too much to Spar's retail expertise and allowed it to dictate the range of goods being sold; this was being resolved by Union staff being given back control.

RF noted complaints from students that there was not as much gluten free food available as previously and it was not included in the Meal Deal.

TCU advised that there had been some problems at the start of the year when gluten free had not been included in the Meal Deal but this had since been rectified. TCU advised that the current range of gluten free and vegan food was, in fact, more extensive than in previous years.

SA noted they had organised what had been a highly productive meeting between Shop staff and the Vegan Society.

CF believed, after speaking with colleagues, that the problem seemed to stem from the fact that Spar didn't seem to understand students as customers. CF noted the current deal allowed for an 80/20 split on ordering and wondered whether the Union's 20% might be increased.

TCU advised there was some flexibility as the Union could order goods that Spar could not supply. TCU noted that, over the summer, the Shop would be shrinking the grocery range and non-food items and increasing ready-meals and easy to cook items. TCU advised that recent NUS surveys had identified and increasing number of students bringing their own homemade lunches on to campus and this provided increased competition for the Shop.

SA noted, as to TCU's last point, that there was only one microwave available in Union House for UG students to use to heat their meals and asked for more to be installed.

Chair asked that installation of more microwaves in the Hive to be minuted as an action point. **AP**

There were no further comments.

FINANCE & LEGAL

TB931 Summary of Finance Committee Business

TCA highlighted the four key items that the Committee had considered:

- Quarterly Management Accounts – on budget but with caveats
- Budget Estimates process
- Historic Pension Deficit – no action required – but the Board should be aware of the impending six-figure liability that would impact from 2021 - continuing for around fifteen years
- Financial Controls update as requested by the Board in the light of the Audit Report

TCA presented a slideshow summarising the Union's financial situation which had also been shared with Union staff.

As to the current year's budget, TCA noted the Union had budgeted for a £420K rise in commercial income and a £400K rise in Charity spending.

TCA advised the situation could be characterised as a simple one having no simple solution.

TCA noted that the two key drivers of the Union's finances were: the gross profit derived from commercial sales and the amount spent on staff salaries. TCA advised that the problem going forward was that there was a question mark over the Union's ability to raise the GP, plus, staff costs were inexorably rising. TCA noted the almost doubling of staff costs over the last five years.

TCU, for context, advised that the huge rise had been due to the major staff restructure where staff costs had been stripped out of the commercial side and invested in staff providing charitable or central services.

TCA advised that, if the current levels of capex and pensions deficit expenditure were to be maintained, the Union would be looking at a budget deficit for 19-20 of around £240K.

TCA believed it would be irresponsible to not honour the Union's pension liabilities so this left for debate: what counted as capital expenditure. TCA advised that the Union was committed by the terms of the new lease for the Waterfront to spending £90K on its refurbishment.

TCA suggested that there were two possible avenues to be explored in augmenting funding of capex: a request to the University for funds to cover specific projects and/or the utilisation of the current reserves; minus the Union's declared level of cash to be held to cover three month's staff cost to spend on revenue generating projects. TCA noted that the surplus in the current reserves was around £700K and its investment in services for members or in revenue generation would be viewed favourably by the Charity Commission.

TCA advised that the use of the reserves would tide the Union over in the short-term but for the longer term the Board would need to use the time gained to set an overall financial strategy.

TCA noted that, in the immediate future on income generation, they would be meeting with Venues to see if anymore income could be generated in 19-20 and there would be an expectation that after the teething problems, the Shop would perform better.

TCA advised that these initiatives, might alleviate a cutting of capex. However, if they did not, there would have to be an examination of saving money in areas of discretionary spending such as campaign budgets and staff welfare spending with choices being sent for consideration to Union Council. TCA advised that if savings could not be made in discretionary spending the Union would have to look at staff costs.

TCA concluded by noting that, if a decision were made to use any surplus reserves, this would only provide two to three years' grace and the Board might look at its long-term financial strategy during the Strategy part of the Strategic Development Weekend.

There were no comments.

TB932 Second Quarter Management Accounts

There were no comments.

TB933 Budget Estimates

There were no comments.

STRATEGY

934 Strategy Development Weekend

Noted.

RISK

TB935 Risk Register

TCU highlighted the updates to the RAG ratings:

- Brexit
- The increased risks around licensed trade
- NUS – more clarity around support for Officers and campaigns with provision from WONKHE

The updates to the Register were received without comment.

TB936 GDPR

TCU reported that all managers had completed the slightly adapted University training and this was being rolled out to all staff. TCU noted there would be a compliance audit during April and TCU was satisfied that the Union would be moving toward full compliance by the 30 May deadline.

There were no further comments.

SUNDRIES

TB937 Key Decisions of Union Council

There were no comments.

TB938 Any Other Business

University nominee to the Board

JC reported that the University had finally been in contact and had recommended one of the independent members of University Council and, if they were not thought to be suitable, three present or past Senate members of Council for consideration.

Trustees noted some concerns over gender balance and the fact that the Senate members of University Council were University employees. In the light of the gender balance concern, Trustees asked that any decision should be delayed to give all the independent members of University Council time to register an interest.

The Board agreed to wait three weeks to allow other independent members of University Council time to register an interest; if none were shown, to invite the member recommended by the University to interview by the AHRC.

Extinction Rebellion

FF asked for an update on the proposed Union support for students to attend the Extinction Rebellion demonstration.

SA noted a funding request had come to SOC but that it had been extremely difficult for staff to compile a risk assessment as Extinction Rebellion was a decentralised organisation and it had proved difficult to establish firm information as to even the planned location of the demonstration.

HB wondered when a decision would be taken as to Union support.

Chair noted that a decision would be made by Management Committee when further information had become available and that the decision would be circulated to all Trustees.

TB939 Revised Cycle of Business

Noted without comment.

TB940 Time, date and place of next meeting

4 pm, 18 June, Room 1, Union House

TB947 Working Group Response to Discussion Points from Board's Strategic Development Weekend

Discussion Point	Viable/Assign	Actions
1 How we can facilitate trust/space for collective decision making/self-policing		
A. Organise meals together	TM	Trustee invite to staff Xmas meal
B. Hold another Strategic Development Weekend in September <ul style="list-style-type: none"> • Charter guide to responsibilities and behaviours – Job roles for trustees • Expectations and board performance for the year ahead 	TM	19 September meeting to be all-day event – Strategy/Charter/job roles and Expectations to be covered in morning session – regular Board meeting in afternoon
C. Trustee Sub-Group to draft Trustee Charter – guide to responsibilities and behaviours		Viability to be discussed at September open session
D. Outline of what is expected of Chair and Deputy Chair to be drafted	TM	To be drafted and presented at September open session
E. Let Trustees know what is happening in the sub-committees –send agenda papers to all trustees	TM	All available on drive -September open session TM to provide guide to board drive
F. More touch-points and updates to be sent between meetings <ul style="list-style-type: none"> • All staff days • Any strategy presentation events with the University • Christmas party • University Court 	TM	Trustees to be invited to all of these.
G. Understanding general management process – have a designated staff member for support/signposting of training opportunities	TM	Board to discuss training budget – consider how much and what type of training – to be agenda item at June Board
H. Trustees complete a survey at each meeting answering, perhaps four questions		Considered unviable
I. Chair to design an informal set of rules for meetings		See above – responsibilities and behaviours
J. Specific training in HR and Finance to be provided	TCA/CW	To be provided to the committee by senior post-holders
2 Board Sub-Committees		
A. Clear concise reports needed from AHRC similar to Finance		This is a desirable aim but at the moment HR needs fixing as a priority
B. AHRC good at recruitment – but the HR component needs to be defined and focused with annual cycle of business		See above. Development of HR component should be discussed September open session
C. Management Committee to have wider staff input – Assistant Directors to attend when relevant	TM	MC to review this annually.
D. Management Committee to hold regular reviews of KPI RAG ratings	TM	To appear on MC Cycle of Business
E. Alternative name for Management Committee to be examined – to avoid confusion with 'management'	TM	Question for next year's MC – will be agenda item
F. Better publicity on what the committees are doing – more engagement/publicity		The Union need to prioritise its outcomes first
G. Dedicated staff support for EDICt – importance of it meeting		Need to separate staff and member E&D and proceed – staff concerns over constitutionality of Edict

H. Better support for student volunteers to ensure quoracy at sub-committee meetings	All	Board needs to define what is better support – democratic side which organises elections to be asked to make clear responsibilities of committee members at time of election
3 Management of CEO		
A. Clear structure to be in place	TM	TM in contact with other SU's report will go to June or September Board depending on response time
B. Areas for development needed from CEO to be clear		In CEP Personal Development Plan
C. Process to be in place to resolve conflicts with Board at an early stage		See 3A
D. Process to be in place ensure full appraisals take place		See 3A
E. External support for Chair		See 3A
F. Support for chair from working group or Management Committee and quarterly report to be made to Board to be allocated twenty minutes at each meeting	GB	To be standing agenda item - report to June Board
G. CEO KPIs to be informed by student and staff surveys		This already happens
H. ET mentor for CEO to provide safe space	All	Board to allocate
I. ET support for Chair and CEO	All	Board to allocate
J. CEO contract to include 'where to go with a problem'	CW/TCU	To be checked
K. Less help available from NUS – facilitate advice/support with other CEOs	GB	Chair to facilitate CEO time to attend conferences
4 Risk		
A. External Review every three years		This is in progress
B. Immediate notification when item turns red – then discussion at next Board		Ongoing
C. Annual sample of risk cases to demonstrate how process works	TCU	To be presented after next compliance
D. Space for discussion at Board	GB/TM	Item will be un-starred on agenda and
E. We don't pick up on changes to the law – we need regular risk/H&S/legal compliance updates	TCU	Bi-annual compliance audit to be held
5 Communications		
A. Students don't know who Trustees are – hidden on the website should be on a banner	No	See 2F
B. Need for Trustee articles on the website – news stories	No	See 2F
C. Online/Social media/student frustrations should be summarised and engaged with by FTOs and reported to the Boards	No	See 2F

AGENDA PAPERS

PERFORMANCE

(including commercial and trading)

Subject:	CEO Report
Date	18/06/19
Produced by:	Toby Cunningham
To:	Board
Action:	To note
Status:	Closed - CONFIDENTIAL
Paper:	TB 949
Purpose:	Information

AGENDA PAPERS

FINANCE AND LEGAL

Please note: there are no legal papers. Assistant Director's summary of the management accounts is in the agenda papers below.

Management Accounts Summary

Subject:	Management accounts for the 9 months to April 2019
Produced by:	Tim Cave, Assistant Director of Finance
To:	Finance Committee
Date:	04 June 2019
Action:	For information
Paper:	FC143

Overview

Net Income for the Quarter was £26k vs. forecast £61k and prior year £21k. The shortfall of £(35)k against forecast is likely to follow through to the full year out-turn.

This takes Net Income for the year to April to £261k vs Budget £335k and prior year £305k. Within the comparison to prior year, Income from Social Enterprise is up £35k and expenditure within the charity up £85k.

Little Net Income is generated in the 4th quarter and forecast out-turn is therefore likely to fall below the £300k forecasted level.

Cash at £1,827k is in line with budget and consistent with Net Income generation

Revised Contents

The management accounts summary includes the usual departmental overview, which is the easiest way of obtaining an overview of Net Income performance and as an addition this year Summary P&Ls for key areas to give a better overview of Revenues, costs and margins. There are a large number of schedules breaking down the various component parts of the Union activity. In general these schedules focus on the 9 month performance against budget and prior year but also include overviews for the third quarter.

Summary of performance on Net Income and Expenditure.

Net Operating Income for the 9 months to April 2019 was £261k vs budget £335k, **a shortfall of £(74)k.** This is £(34)k below the half year forecast. The equivalent Net Income for last year was £305k.

Net Income is before taking account of severance costs in pay in lieu of notice of £44k which we show below the line, of which £21k is a budgeted levy to the Pensions Protection Fund. However there are some positive adjustments relating to prior year activity that will negate this cost by the year end.

The half year forecast anticipated a shortfall against budget for the year and it is likely that this shortfall will be increased by the Q3 variance. In addition there are capital expenditures relating to venue safety and Waterfront lease compliance that are likely to bring forward spend from future capital plans, reflected in the table below.

All £	Out-look	Mid year Forecast	budget
Net Income	263,194	297,194	330,067
below the line costs	5,039	(13,681)	
Pension Costs	(203,950)	(203,950)	(203,950)
Capital expenditure	(120,000)	(99,000)	(99,000)
Impact on reserves	(55,717)	(19,437)	27,117

The half year forecast confirmed that both income from Social Enterprise and the staff costs for the charity will be significantly below budget. For this report, we will focus on performance against prior year as a 'real' indicator of the direction of travel of the Union finances.

We should note that the cost of the Communications team have transferred between Social Enterprise and Charity in the schedules in the accompanying accounts pack. The approximate impact is reflected

Against **last year**, the performance can be further attributed to the constituent parts of the Union as follows: -

Variance to prior year	£'k	All £'000	£'k
Union (Charitable activity)	(77)	Gross Profit from trading	(36)

Social Enterprises - campus	54		Career staff	(65)
Waterfront	(20)		Other income / costs	57
Consolidated Total	(44)		Consolidated Total	(44)

Drivers of performance - CHARITY

Most areas are reflecting additional investment as planned, both in core services and Infrastructure (HR), underwritten by a reduction in SMT costs

	£k	
Union Income	7	Inflation linked increase in grant.
Advice	3	Advice service closely in line with PY.
Representation	(93)	Increases in staff and activity spend (some re-allocated from Opportunities)
Opportunities	(20)	Increases in staff although currently running with vacancies.
Comms.	(32)	Indicative cost as PY in SE area. Increased use of student staff.
Infrastructure	<u>58</u>	£86k of staff costs less increased overheads
Total	(77)	

See management accounts pack for further breakdown

Drivers of performance – Social Enterprise

See SE summary in accounts pack. (NB excludes Housing, which is in transition from a source of income through Homelet to a student support offering and will be transferred to the Charity for 2019/20 reporting. Ents performance includes around £58k of Comms team costs transferred to the Charity (as budgeted).

Revenues are down in the core trading areas with bars reflecting fewer live events and retail in a transitional period post the SPAR make-over. This revenue shortfall amounts to £659k across all Social Enterprise although, as this includes high cost SP events and relatively low margin retail activity, the impact on GP is only £(36)k. Analysis of Bar takings show a significant shortfall on takings from external club events cancelled over licencing concerns.

Overhead spend (adjusted for Comms) is £79k lower than last year across all categories.

The Waterfront continues to perform steadily although at £(19)k below PY levels with fewer events overall.

Balance sheet and Cash out-turn

The Cash balance at 30 April 2019 was £1,827k against £1,944k at the same time last year and £1,776k budgeted.

This is an increase since the year end of £261k which is in line with Net Income generation.

Cash is following the normal pattern, subject to the timing of Easter (late this year) – see chart in accounts pack

Capital Expenditure

Capital Expenditure is budgeted at a minimal level of £99k for 2018/19 in accordance with the requirement to set a break even budget. This excludes £100k in respect of the SPAR refit which was funded by University grant in July 2018.

The summary schedule in the Accounts pack shows a spend of £80k to the end of **April** against an expected spend for this period of c. £68k.

The new Waterfront lease remains unsigned. This will commit the Waterfront to a schedule of costs, estimated at £100k for the first year, which may exceed the budgeted value of £20k, subject to timing of works.

Reserves

Free Reserves at April 2019 shows an increase over the half year at £1,209k against target £528k. However this is not a measure that should be given too much weight on a quarterly basis. (see Forecast above) and is expected to be reduced by the year end.

AGENDA PAPERS

Strategy

AGENDA PAPERS

Risk

paper

Subject:	Risk Management Policy
Produced by:	Toby Cunningham
To:	Trustee Board
Date:	18/06/19
Action:	To approve
Paper:	TB960
Status	Open
Purpose:	Set out the Board's approach to risk management

Introduction

This policy sets out the organisations risk management process and procedures that ensure the effective management of risk. The responsibility for the Union's corporate risk lies with the board of trustees, however the board relies on its professional staff to undertake the bulk of its risk management. This policy sets out the operational procedures for the assessment and management of risk

Review

This policy will be formerly reviewed by the Board each year.

Background: Compliance and Responsibility

The Unions governing documents and strategic plans set out clearly our charity objectives. In order to achieve these we must identify elements that put our organisations achieving our objectives at risk. These elements fall into four broad categories;

- Governance
- Financial
- Legal
- Operational
- External

Trustees are required to ensure that the organization effectively identifies its risk in these categories and that these risks are evaluated, managed and monitored. Trustees must then define a risk exposure profile that identifies when a risk or decision must be reported to the Board and where the net risk profile is so high the Board may decide to cease to undertake the relevant activity.

Legal requirements

Charities are required by law to h make a risk management statement, in their audited accounts, confirming that '...the charity trustees have given consideration to the major risks to which the charity is exposed and satisfied themselves that systems or procedures are established in order to manage those risks (Charities(Accounts and Reports) Regulations 2008). Charities need to consider risks and its management in a structured way and this policy sets out that structure.

Overall responsibility for the organizational management of risk lies with the senior post holder, they will ensure that the processes set out below are followed diligently, reporting to the board any systematic process failures in a timely manner

Evaluation of Risk

The Union uses a Corporate Risk Register to evaluate risk in the above categories. Identified risks are evaluated based on their likelihood of occurrence and severity of impact. Using current standard practice these will be allocated scores, multiplied on a risk matrix to determine the level of risk and

allows the board to identify areas of higher risk (likelihood(x) x severity(y)). However, this model gives equal weight to the two assessment factors, whereas there are a category of events that extremely unlikely but have potentially catastrophic outcomes we will therefore use the method of $x \times y + 2y$.

Executive management will then identify actions that can be taken to mitigate the risk, this aim of this

is to reduce the 'gross risk' to a 'net risk' that can be re-scored.

Management of Risk

The organisations executive management is the Senior Management Team (SMT) who take responsibility for ensuring that the actions set out in the CRR that mitigate the risks are effectively implemented. These will feature in departmental operational actions plans, policies and procedures. Staff are trained in the areas of risk that fall into their portfolio of work. Staff will report any incidents or variations to the CRR through the line management structure.

Monitoring of Risk

The Board will receive the CRR at each quarterly Board meeting. This will be accompanied by a report from the senior post holder identifying any incidents, updates and changes to the CRR.

SMT will meet monthly and the CRR will feature as a standard agenda item – giving senior manager the opportunity to raise and discuss issues and concerns. SMT will review the CRR in full every quarter and this will form the foundation of the quarterly report to Board.

SMT will present the CRR to staff on an annual basis highlighting areas of high risk and reminding staff of their responsibilities as employees.

Risk Exposure Profile

The board must determine a risk exposure profile that informs SMT, the Chair and the Management Committee when the board wished to be notified of a risk, wants to make a decision regarding a risk or expects an activity of high risk to cease with immediate effect.

The risk exposure profile will form part of the CRR document and will be reviewed annually by the Board.

APPENDIX 1

Risk Matrix definitions and Exposure Profile

Definitions

Impact (x)

Descriptor	Score	Impact on service or reputation
Insignificant	1	<ul style="list-style-type: none"> • No impact on service • No impact on reputation • Compliant unlikely • Litigation risk remote
Minor	2	<ul style="list-style-type: none"> • Slight impact on service • Slight impact on reputation • Compliant possible • Litigation possible
Moderate	3	<ul style="list-style-type: none"> • Some service disruption • Potential for adverse publicity – avoidable with careful handling • Compliant probable • Litigation probable
Major	4	<ul style="list-style-type: none"> • Service disrupted • Localised adverse publicity unavoidable • Compliant probable • Litigation probable
Extreme Catastrophic	5	<ul style="list-style-type: none"> • Service interrupted for significant time • Major adverse national publicity unavoidable • Major litigation expected • Resignation of Senior Management and Board • Loss of beneficiary confidence • Loss of UEA confidence

Likelihood (y)

Descriptor	Score	Example
Remote	1	May only occur in exceptional circumstances
Unlikely	2	Expected to occur in a few circumstances
Possible	3	Expected to occur in some circumstances
Probable	4	Expected to occur in many circumstances
Highly Probable	5	Expected to occur frequently and in most circumstances

Risk Matrix

Very High	5	5	10	15	20	25
High	4	4	8	12	16	20
Medium	3	3	6	9	12	15
Low	2	2	4	6	8	10
Very Low	1	1	2	3	4	5
Likelihood		1	2	3	4	5
	Impact	Very low	Low	Medium	High	Very High

Risk Exposure Profile

Score	Risk Rating	Risk Outcome
1-5	Low	Acceptable
6-10	Medium	Acceptable
11-16	High	Report to Board
20+	Very High	Cease Activity, report to Board, Board Decision

AGENDA PAPERS

SUNDRIES

Board Calendar 2019-20

Tuesday 17 September (All-day planning and strategy to include Autumn Board meeting from 3-6 pm)

Tuesday 17 December 4-7 pm

Saturday 28 March/Sunday 29 March (Strategic Development Weekend to include Spring Board meeting 3-6 pm on the Saturday)

Tuesday 16 June 4-7 pm

Cycle of Business

The cycle is proposed to be quarterly with a mixture of standard items, governance items, finance items and strategic items, as well as space for ad hoc items as they arise.

Standard Board Meetings	September	December	March	June
Standard items				
Board, SMT and SOC minutes				
Risk Register Summary				
Management accounts & finance update				
KPI Update				
Annual Detailed Risk Review				
Annual External Speakers Review				
Governance				
Appointments				
Code of Conduct Annual Report				
Election Results				
SUS & WF Annual Report				
Scheme of delegation review				
Finance				
Detailed Internal Budgets				
Update on year end				
Receive and approve audited accounts				
Approve estimates to Union Council				
Strategy				
KPI annual report				Discuss
Senior post holder remuneration				Approve
Formulation of Strategy: Strategy Weekend				