

**A MEETING OF THE BOARD OF TRUSTEES 2012-13 WAS HELD
AT 5PM ON 22 JANUARY 2013 IN THE BOARD ROOM.**

22 JAN 2013

BT-132-M1

MINUTES

Present: Michael Pearson (Chair), Ellie Read, Rory Mitchell, David Haines, Billy Marsh, George Martindale, Jack Heskett, Matt Peat, Louise Batts, Sam Minnitt, Mark Dunkley, Caroline Walker, John Palmer.

In attendance: Andy Parsons, Louisa Allen.

Jo Davies and Chris Frostwick of Grant Thornton attended for item 6.

1. **Apologies.**

Zak Evans.

2. **Register of interests**



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3. **To approve the minutes of the previous meeting and to deal with matters arising not elsewhere on the agenda – BT-131-M2. The minutes were approved.**



BT-131-M2.docx

4. **To receive and approve a report from the Executive – ER.**



Exec report.pdf

ER presented the report. It is important to note that despite the campaign on harassment, there is not a concern with harassment in the Union or on campus.

CW asked if there have been incidences of harassment, anecdotally or otherwise? ER stated that we have not had any complaints, and the campaign is designed to encourage students to report incidents with the assurance that it will be taken seriously. JH stated that RM has ensured that harassment is now explicitly included in the discipline policy.

GM asked about the use of dining rooms as MU spaces, particularly after Victory Hall has been demolished. Currently we are considering Rutherford but intend to add others after we have shown that it can work on a pilot basis. An arrangement with the College has been made but there is still no firm decision on where things will be moved to. GM stated that there are other places on campus that can be utilised in this way and we should look for them. We should get the university's strategy on this in March. BM stated that the substance of the bid is to do with the easily-removable sports flooring.

DH is concerned about the change in the Rag constitution – the overhaul is to reflect the new demands of the section. This was approved two years ago by Council but the Board pointed out this can be overturned. The Board needs to be sure that the regulatory provisions are in place and this should apply to all sections. Council do not have the power to allow Rag to secede from the Union. Rag does still form part of the Union’s Constitution.

ACTION: This needs to be reviewed to ensure regulatory action is not required.

5. **To receive a financial update – AP/RM.**



cash
presentation.docx

RM presented the update.

We budgeted to be approx 3.5% down and are in fact 6% down and are of course looking to improve on this for this second term. There are lots of ideas including promoting Tuesdays to societies, and Wednesdays to all groups not just AU with more ‘themed’ nights (launching next week). If we can recover Wednesday nights then this will have a huge impact.

Some of this relaunch is already budgeted for. Margins are much higher in Bars than in Shops. External trading is bringing in some extra income for us but this arrangement will be coming to an end fairly soon.

JH asked if the underlying issues under the downward trend on Wednesday nights have been considered. AP stated that price of entry is very marginal and lowering the price has not made a difference. There is not anything in town on a Wednesday that is taking our business – the issue is that students are staying at home because it’s cheaper. We have to give them a reason to come out to the Union.

GM: Mansion on Thursday – not really had an effect on us though it may have taken some business from other venues in town.

DH warm ups numbers being down. AP rethinking them to put people in more intimate ‘zones’.

CW management accounts? Sacrificed for the final accounts. Will be circulated when ready in next day.

ACTION: LA to circulate when ready.

6. **Final Accounts 2011-12 – AP/RM with Chris Frostwick and Jo Davis of Grant Thornton.**

a) KIM



KIM Loughborough
Students Union.pdf

b) Final accounts



Final accounts with
draft audit report.pdf

CF and JD presented the Key Issues Memorandum. It is important to note that the recommendations have not had time to take effect; however they look as if they will be effective. There is some tidying to do to clear up the information in the accounts; however the figures are correct. The monthly reporting is now being done which was the issue previously. The ATM cashflow needs to be reconciled more closely but there are no issues.

Ideally we would like our short term liabilities to be less than our short term assets (p19 of the report) and if we can get the reserve up to where we planned that would be a good position to be in.

MD asked about the leases going down. AP clarified that months were lost from the restaurant and the previous beauty salon tenant. JD clarified that some of the figures were in the wrong place in the

previous accounts, and some invoices were raised incorrectly. AP stated that we are reasonably confident that all of the current tenants are more secure.

BM asked about the Rag figures – the Union pays for the sabbatical. CF stated that Rag should not run at a deficit as it only distributes what it has raised.

The 2013 year end should be earlier and a speedier process, particularly as we now have a clear six months before they are due. The Board noted that there is not much room for manoeuvre at the moment and we need to be careful with our spending and not get into a deficit. CF stated that the surplus is made from the students and therefore a huge surplus would not be desirable from a moral point of view. He suggested if in each year we have a spending plan for fixed assets, those can be optional – or left till later in the year when the patterns are known. AP stated that the planned maintenance programme is within the revenue budget. It is important to ensure that we have the right IT infrastructure etc but it is understood that in the short term we could refrain from this sort of spend. Our contribution to the outdoor project was approx £120K. Other large chunks were IT, lighting and sound, bars and shops equipment eg fridges, cleaning equipment and so on, a long list that adds up. The VAT refund that we are entitled to is still held up in our appeal for the larger amount (which we may not get).

We will review the reserves policy.

7. University Budget Bid draft



Draft University planning submission (

AP presented the draft. Since it was written (following the Exec's mid term review) we have met with the VC and thus will be reorganising it slightly to be more in line with the University's plans. It needs to be in by the end of the month.

JH – longevity of enterprise position. AP: we have one year of funding and we will be asking for it to be renewed. JH suggests that more be made of the importance of the position and therefore improving the relationship between students, their representative body (which JH serves on) and the university. There is a second employability post which is part funded by the university. It is difficult to get any project under way in only one year.

DH asked that papers as complex as this should be available well in advance of meetings for Board members to reflect on. AP agreed and apologised for this paper not being posted as early as possible. Our pitch will be based on the value for money that we can offer.

8. To receive an update on the Research and Brand Project – AP.



Branding-and-Research-Projects (1).docx

AP presented the report. Redbrick presented at a workshop yesterday which included several representatives from the university. Timing-wise, it is important to avoid conflict with the NSS. BM stated that he believed the BOT agreed at the last meeting that Rebecca Battman was out of our price range. AP stated that in meetings since, Rebecca has indicated that she could work with us to coach our people, to make her involvement affordable, subject to a further outline of the project.

JP stated that once Rebecca has the fully developed brief, which we need to pin down, she will give us a cost. If that is out of our budget, we should work with her to define the brief clearly. JP stated that her rates are reasonable in the industry.

AP stated that the amount in the budget, £25k this year and £60k next, is not all for the agency who undertakes the work, much of it is implementation costs, e.g. web design, signage and some interior features etc.

DH stated that Ali Cole believed that only two companies had been asked to pitch for the business. AP stated that the correct number is five. The Project Group felt that two of the companies they had met would not be suitable even if they were very cheap.

JH attended one brand session and not the others. As someone who was selected to attend the sessions, he feels that he should have been consulted before this report was written (DH agreed). [note that the student board members changed between the presentations and board members were invited to the sessions]. AP apologised for not consulting project team members before bringing this paper; it was written following a meeting last week with Rebecca, JP and Ali Cole and there had not been time to take it to the project Board before the trustees meeting.

GM: is this spend related to the VAT income? AP stated that it is not; this is the main capital spend planned for this year.

The Project Team will meet again once we have some form of brief to discuss. AP is not a member of the Visual Image Group which was presented at the Executive Meeting.

The Board was requested to make clear if they did not wish to continue with this project since there would be a substantial investment of management and exec time in taking it forward.

JH feels that it would be better to conserve spending and wait before taking on this project.

AP stated that the Union needs to invest in the way it communicates with its members – its overall offer, including its commercial future and its profile as an excellent organisation. This includes our re-launch of the website to coincide with the move to NUS Digital.

LB – what is the timescale? From Freshers next year.

The majority of the Board agreed that the project should proceed.

ACTION: ER will look at the other Group with the view to combining the two.

9. Strategic Planning – AP.



Strat plan 3
slogan+1 version jan

AP presented the plan as we are beginning the process. The VC has started a consultation process on the University's 10 year plan, including meeting with the Executive, to be approved by the Autumn. Students see the Union and the University as indivisible parts of their experience so we need to be a part of and vice versa the university plan, and we need to carefully plan our consultation process. If we have enough to bring to the next meeting we will discuss it then, looking for direction from the Board.

10. Delegation of Powers Document – AP.



Delegation-of-Powers-and-Responsibilities

The 'contracts lifetime value to point of Union option to withdraw' section shows how much any given commitment would cost us, and therefore who they should be reported to (assuming in all cases that it is within the budget for the coming year). This applies to incoming and outgoing funds. The increase to £15K is to avoid holding up those things that are around the £10K mark (as previously). Examples are the purchase of a photocopier or boiler which are both around £25-30K, or Grad Ball acts. This procedure needs to be communicated widely.

DH asked about AU contracts. The AU Ball contract, for example, has been approved by the AU, by AP and by the VP Finance. This does not supercede individual sections' powers.

11. Sub-committee membership - LA.

JH, DH and GM were selected for the PMSC.

JH was selected as the third Board member of the FMSC.

ACTION: LA to send dates of meetings once booked.

ACTION: DH to forward names and student numbers of the 3 members elected at Council.

12. To receive an update on the Union's Key Performance Indicators – AP.

Noted.

13. To receive an update on the Union's Risk Register – AP.

Noted. CW stated that applications to LU are not down. It is the University's intention to recruit sufficiently for next year.

14. To receive a report from the Union Director – AP.

AP has nothing specific to report other than that already discussed.

15. To consider any items referred to the Board by Union Council and vice versa – DH.

JH stated that Council would like more information about the Board. JH presented a brief verbal summary at the last Council, but did not include some information. The CoC should report Board activity to Council. The only thing which needs to remain confidential is staff matters, which has always been confidential.

The Board will flag up any additional matters which are confidential as they arise.

16. Institutions.

CW is leaving Loughborough in a couple of months.

The VC is refreshing his strategy as discussed.

ER has written an open letter at the request of Council to the VC about improving consultation with students. She will report back when there is something to report. CW noted that the University is committed to improving communication.

There have not been any further concerns raised from The Holt after a consultation meeting with the university.

17. Any other business.

Board Papers

DH requested that papers be put up earlier.

Select Committees

BM – speaking as a Board member (and not as his current sabbatical role of Action Chair), about Select Committees, there is currently no scrutiny of the attendance of these committees and the Executive need to be held to account under this agreed structure. DH stated that there is confusion in the schedules of the constitutions as to whether Select Committees exist or not. ER stated that the current arrangement of Exec Questions is not strategic-looking. The Executive are peer reviewing as a group. JH stated that the questions open forum is useful and should not be removed. Care needs to be taken not to ask too much of a Union Councillor; Union Councillors have reported being dissatisfied with the current system. Other Unions have 'ideas forums' where the structure is similar to our delegation of powers where larger decisions are then escalated.

The VP Democracy is consulting on the forums model to gain ideas; it is work in progress, particularly with the non-section sabbaticals (who have committees to discuss strategic progress).

18. Date of next meeting – Tuesday 5 March 2013 at 5pm.