

Trustee Board Minutes

From meeting held on Monday 1st March 2021
Online Meeting (Zoom)

Present

Robert Smeath, External Trustee **(RS)** (Chair)
Tobiloba Adeyemi, President **(President)** (Vice-chair)
Rebecca Cutler, Postgraduate Officer **(PGO)**
Jules Singh, Education Officer **(EO)**
Amie Raphael, Activities and Employability Officer **(AEO)**
Charlotte Minter, Welfare and Community Officer **(WCO)**
Rob Hegarty, Sports Officer **(SO)**
Wei-Lun Chen, International Officer **(IO)**
Johnny Davis, External Trustee **(JD)**
Wyn Williams, External Trustee **(WW)**
Ian Pain, External Trustee **(IP)**
Emma Wedge, External Trustee **(EW)**
Maya Davey, Student Trustee **(MD)**
Sarah Aray, International Student Trustee **(SA)**
Tom Goodman, Student Trustee (Postgraduate) **(TG)**
Erica Conway, University Representative Trustee **(EC)**

In attendance

Jo Thomas, Chief Executive **(JT)**
Nick Bailey, Head of Finance **(NB)**
Emma Robinson, University Academic Registrar **(ER)** (agenda item 1 only)
Sarah Wright, Director of Support and Representation **(SW)** (agenda item 9 only)
Lucy Gill, Student Voice Manager **(LG)** (agenda item 9 only)
Sam Jones, Executive Assistant **(SJ)** (note taker)

Apologies

Rosa Alaluf, Student Trustee **(RA)**
Henrietta Brealey, External Trustee **(HB)**

The Chair welcomed everyone, and the meeting commenced at 18:00

No	ITEM FOR DISCUSSION	NOTES	ACTION
1	Task & Finish Update	ER joined the meeting at 18:00. RS introduced ER to the Board.	Noted
		ER delivered a verbal update regarding the work of the Task & Finish Group for the Board's information.	Noted
		EC noted a conflict of interest as the University of Birmingham Director of Finance.	Noted
		ER noted the intention of the Task & Finish group to secure the Guild's long-term future and see the Guild succeed in its valuable services for students. ER updated the Board on the timeline of the Task & Finish group, noting the hard work of colleagues at both the Guild and University, and the positive partnership building that had been achieved.	Noted

		<p>ER noted that the Task & Finish group had undertaken to review the Guild and University's strategies, noting clear areas of alignment on student support, student representation and the student community.</p>	Noted
		<p>ER noted plans for the presentation of a report to University Executive Board (UEB) in April 2021 and Strategic Planning & Resources Committee (SPRC) in May 2021 with an aim to achieving a financially sustainable future for the Guild.</p>	Noted
		<p>ER noted the need for continued focus from the Guild on the cost-base, the most efficient provision of services, and the division of service provision between the University and Guild</p>	Noted
		<p>ER noted the importance of framing the proposal to the University in the context of services and benefits for students, with a clear vision for the future and creative models of provision.</p>	Noted
		<p>RC noted the value of a longer-term funding model, ideally for 5 years, to secure the Guild's financial position for future generations of students. ER noted that ideally the Task & Finish group was seeking to secure a 5-year funding plan, however uncertainties in the Guild and Universities financial projections due to COVID-19 may shorten the final agreement.</p>	Noted
		<p>The AEO asked what security would be in place for the Guild's service offering in the case that additional funding was not secured. ER noted that the Task & Finish group would look to secure a sustainable funding model for Guild services.</p>	Noted
		<p>The SO noted the recent election of the incoming Officer team and asked if the incoming Officer team would continue to be involved in the process. ER noted plans to continue consultation and dialogue with current and future Guild Officer teams.</p>	Noted
		<p>JD highlighted the Guild's previous efficiency rounds and the recent reduction in the Guild headcount. ER noted the importance any agreed financial settlement to include resources for investment and capacity growth.</p>	Noted
		<p>JS asked about stakeholder comparisons with other UK Student's Unions. ER noted the value of financial comparisons, but suggested that the Guild's own narrative was more important in seeking to agree a sustainable funding model.</p>	Noted
		<p>The President asked what elements of strategy the Guild should look to focus on in its funding proposals. ER noted the need for a concise, clear articulation of a quality service provision at the Guild, and identifying what resources were required to make these services realistic and sustainable.</p>	Noted
		<p>The President noted the critical need for additional resource in the Guild to maintain quality service provision. ER noted the difficult questions for the Board on withdrawal of services if additional resource was not secured. The President noted the value of</p>	

		<p>considering all models of University/Guild partnership on commercial and charitable operations.</p> <p>EW noted the significant work required for Guild staff to formulate the required proposals.</p> <p>The President asked about the recent formulation of a number of smaller project groups formed to address other aspects of the Guild's resources and infrastructure. ER noted that other groups had been borne out of the initial Compact discussions and the prior Task & Finish group work. ER noted efforts to align all current working groups into a cohesive process.</p> <p>The President asked about timelines for next steps of the UEB proposal process. ER noted the upcoming UEB meeting in mid-April, to be followed by discussions at the SPRC meeting in May.</p> <p>EC noted the impetus for aligning the Guild's financial cycle with the University's own planned 5-year cycle.</p> <p>WW asked about possible risks from the University's perspective. ER noted a desire for ambition and innovation for the Guild's service delivery, however these should be achievable and sustainable.</p> <p>The AEO asked about the University's current confidence in the Guild. ER noted the aim of building deeper confidence in the Guild's strategic direction and service offering. ER noted growing interest in collaboration on student-facing events between the Guild and University.</p> <p>RC noted the significant experience of the Guild in certain areas such as events delivery, society support and the night-time economy. RC noted the value of the Guild presenting its strengths and expertise. ER noted the importance of the Guild presenting confidence in service provision.</p> <p>RC noted the work of the Guild in recent years to increase engagement with postgraduate and international student communities. ER noted the importance of an outreach offering to as much of the student community as possible.</p> <p>ER left the meeting 18:50.</p> <p>RS suggested arranging a separate Board meeting to consider the outcomes of discussions at UEB, and this was agreed to be in early April.</p> <p>The Board discussed the current state of the Task & Finish group process. RS noted the seriousness of the Guild's current pension deficit and long-term financial projections, which would necessitate difficult decisions for the Board in a worst-case scenario.</p> <p>The Board noted the Task & Finish Update.</p>	<p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p> <p>SJ</p> <p>Noted</p> <p>Noted</p>
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2	Minutes of last meeting (11.01.21)	<p>The Chair presented the minutes of the previous meeting dated Monday 11th January 2021 for the Board's approval. The minutes were taken as read, with no questions asked.</p> <p>The Board approved the Minutes dated Monday 11th January 2021 as an accurate record of the meeting.</p>	<p>Noted</p> <p>Approved</p>
3	Matters Arising	<p>The Chair presented the action tracker from the previous meeting for the Committee's information.</p>	<p>Noted</p>
4	HR Committee Minutes (04.02.20)	<p>The WCO presented the minutes of the previous HR Committee meeting, dated 4th February 2021, for the Board's approval. The Minutes were summarised for the Board's convenience.</p> <p>JT noted that during the previous meeting, HR Committee had discussed and approved a programme of furlough for the majority of the core staff team, centred on the Easter break. JT noted that HR Committee had approved a move to paying furloughed staff 90% of usual salary in March 2021, followed by a reduction to 80% from April onwards.</p> <p>The Board approved the minutes as an accurate record of the meeting.</p>	<p>Noted</p> <p>Noted</p> <p>Approved</p>
5	Finance Committee Minutes (09.02.21)	<p>The President presented the Finance Committee Minutes, dated 9th February 2021, for the Board's approval. The Minutes were summarised for the Board's convenience.</p> <p>The Board approved the minutes as an accurate record of the meeting.</p>	<p>Noted</p> <p>Approved</p>
6	Audit & Risk Committee Minutes (16.02.21)	<p>The EO presented the minutes of the previous Audit & Risk Committee meeting, dated 16th February 2021, for the Committee's approval.</p> <p>The Board approved the minutes as an accurate record of the meeting.</p>	<p>Noted</p> <p>Approved</p>
7	Forecast & Management Accounts 2020/21	<p>NB presented the Forecast & Management Accounts 2020/21 for the Board's information.</p> <p>NB updated the Board on ongoing work to achieve the forecast budget position.</p> <p>JD asked about the possibility of large commercial events in the summer period, dependent on Covid 19 restrictions and it was confirmed that a programme of activity was currently being drafted.</p> <p>The Board noted the Forecast & Management Accounts 2020/21.</p>	<p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p>
8	Compact 2021/22 & Long-Term	<p>JT presented the Compact 2021/22 & Long-Term Funding Update for the Board's information.</p>	<p>Noted</p>

<p>Funding Update</p>	<p>NB provided an update on the Guild's long-term financial projections. NB noted principles agreed by the Task & Finish group on which areas of the Guild's costs should be covered by the main block grant, and which services should be covered by surpluses from Guild commercial activity. NB noted non-agreement on the funding source for cost-of-living wage increases for Guild staff salaries.</p> <p>NB updated the Board on the Guild's planned additional funding request for the main block grant, inclusive of a £100K investment fund, and a separate £1.1m proposed investment in the Guild's IT infrastructure and venues CCTV upgrade. NB noted a total strategic enabler budget of circa £2.4m up until 2025/26. NB noted other additional growing costs due to service pressures in Student Groups and Guild Advice from a growing student population.</p> <p>NB presented the Guild's long-term financial forecasts, based on scenarios of the Guild receiving, and not receiving additional funding. NB noted that in the outcome of the Guild not receiving any additional funding, the Guild's cash reserves would be exhausted in approximately 3.5 years.</p> <p>The Board discussed forecast commercial revenues until 2025/26. NB noted the significant ongoing impact of COVID-19 on commercial revenues and reduced revenue growth.</p> <p>RS noted the difficult decisions faced by the Board in outcome of no additional funding.</p> <p>RS noted the importance of the Guild's IT transition to the University's platforms, without which significant barriers to deeper collaboration remained. EW noted the need to present the IT transition funding as an enabler, not a 'fix'.</p> <p>EW asked about the Guild's profit margin on commercial operations. JT noted ongoing work on cost-sharing with the Universities procurement. JT noted that the Guild's commercial margins were competitive with other bodies in the sector. EW noted the importance of a 'value statement' on staff welfare and commercial operations. RS noted the importance of communicating the Guild's social enterprise model and the benefits to student of the commercial operations through employment, skills and networking.</p> <p>EC noted the importance of communicating the Guild's offer to the University as a funder. EC suggested seeking a funding settlement which reflected likely growth in the student population.</p> <p>MD asked about possible ongoing impacts to commercial revenues due to an extension to COVID-19 restrictions. NB noted that this was under review in the commercial working group, however this risk remained across all campus commercial services and dependent on students returning to Birmingham in September 2021.</p>	<p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p>
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		<p>IP noted the significant impact on student engagement and organisation expertise at other Student's Unions where commercial services had been passed the University, to the detriment of student staff conditions, wages, organisational expertise, and overall student engagement</p> <p>The Board discussed the relaxation of COVID-19 restrictions moving into the summer. EC noted the Universities expectations of a significant return to normal campus operations by summer 2021, however not to pre-COVID levels. RS noted possible long-term impacts on commercial footfall for several years.</p> <p>NB noted proposals for the University block grant to largely cover the Guild's cost base. JD noted the importance of building funding for innovation and collaboration in the Guild's funding proposal.</p> <p>RS noted the importance of stabilising the Guild's financial position for organisational stability and staff wellbeing.</p> <p>The Board agreed to schedule an additional Board meeting on Monday 12th April to discuss the outcomes of the task and finish process. The Board agreed to form a sub-group for discuss next step in the interim.</p> <p>The Board noted the Compact 2021/22 & Long-Term Funding Update.</p>	<p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p> <p>JT/RS</p> <p>Noted</p>
9	Democracy Update and Elections 2021	<p>LG joined the meeting at 19:35.</p> <p>SW & LG presented the Democracy Update and Elections 2021 for the Board's information.</p> <p>LG updated the Board on the ongoing operation of the new democratic structures. LG noted plans for a one-year review of the new model moving into summer 2021, to contribute to the Guild's annual Bye-Law review process.</p> <p>LG noted a total of 6,228 student casting their ballots during this year's Guild elections, which was lower than previous years despite significant campaigning and promotion taking place online.</p> <p>SW noted that additional online traffic had been driven through more targeted incentives and a better communications relationship with the University, in particular with the Medical school through MedSoc.</p> <p>LG noted that the Guild had identified a fall in International student turnout, possibly due to less International students travelling to the UK during the COVID-19 pandemic, however Postgraduate students had increased as a proportion of voters compared to previous years.</p> <p>LG noted that a full report on the 2021 elections would be presented to the Board in May.</p>	<p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p>

		<p>The Board congratulated the EO and IO on their re-election. The Board noted the hard work of the Communication & Marketing team and Student Voice and Representation teams in delivering a successful election under difficult circumstances and congratulated them on the high turnout.</p> <p>LG left the meeting at 19:45.</p> <p>The Board noted the Democracy Update and Elections 2021.</p>	<p>Noted</p> <p>Noted</p> <p>Noted</p>
10	CEO Report	<p>JT presented the CEO Report for the Board's information.</p> <p>JT noted that the Guild building remained on standby while campus remained very quiet, however this was being monitored on a weekly basis and regularly discussed with University colleagues.</p> <p>JT noted ongoing work to plan for a possible relaxation of COVID-19 restrictions during the summer, including possibilities for large commercial events over the summer period.</p> <p>The Board noted the CEO Report.</p>	<p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p>
11	AOB	<p>JT noted the significant workload on staff to deliver the required analysis and planning for the Task & Finish group process.</p>	<p>Noted</p>
12	Meeting Reflection	<p>No items noted.</p>	<p>Noted</p>

The Chair closed the meeting at 18:30.

Signed

Date