

## Trustee Board Minutes (Extraordinary Meeting)

From meeting held on Monday 12<sup>th</sup> April 2021  
Online Meeting, via 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)**  
Wei-Lun Chen, International Officer **(IO)**  
Johnny Davis, External Trustee **(JD)**  
Henrietta Brealey, External Trustee **(HB)**  
Wyn Williams, External Trustee **(WW)**  
Ian Pain, External Trustee **(IP)**  
Emma Wedge, External Trustee **(EW)**  
Rosa Alaluf, Student Trustee **(RA)**  
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)**  
Emily Badger, Director of Operations **(EB)**  
Sarah Wright, Director of Support and Representation **(SW)**  
Adam Sheridan, Director of Engagement **(AS)**  
Sam Jones, Interim Executive Assistant **(SJ)** (note taker)

### Apologies

Maya Davey, Student Trustee **(MD)**  
Rob Hegarty, Sports Officer **(SO)**

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

No.	Item for Discussion	Notes	Action
1	<b>Introduction &amp; Context</b>	<p>JT updated the Board on the context of the current 'Compact' budget process and long-term funding request put to the University.</p> <p>EC noted a conflict of interest at the University of Birmingham Director of Finance.</p> <p>JT noted ongoing financial issues faced by the Guild over the preceding several years, arising from a growing SUSS pension scheme deficit, stalling income streams from 2017 onwards, growing competition in the student commercial space in Birmingham, and a static block grant from the University. JT noted that these issues had been compounded by the impact on commercial revenues of the COVID-19 pandemic and</p>	<p><b>Noted</b></p> <p><b>Noted</b></p>

		<p>subsequent national lockdowns, which had forced the closure of the Guild's commercial venues.</p> <p>JT noted that following the 2019 Compact process, a financial review had been conducted by the SUMS consultancy, in partnership with the University. This had resulted in the formation of the subsequent Task &amp; Finish group process, in which a number of Trustees had participated. JT noted that overall progress in the Task &amp; Finish group had been positive, with agreement reached on an initial set of funding principles for the Guild's revenue sources. JT noted that this would form the basis of the Guild financial proposals moving forwards.</p> <p>JT noted the aim of the Task &amp; Finish group process to secure a financially sustainable platform for the Guild for the next 5 years, in line with the University's own 5 year funding framework.</p> <p>JT noted a current proposal to the University seeking a total additional funding of £3.7m up until 2025/26, with an additional infrastructure investment proposal in IT of £1.2M as a 'one-off' cost.</p>	<p><b>Noted</b></p> <p><b>Noted</b></p> <p><b>Noted</b></p> <p><b>Noted</b></p>
<b>2a</b>	<b>Partnership Schemes and HMRC update</b>	<p>NB updated the Board on the Guild's ongoing HMRC appeal process. NB noted that the Guild had submitted an initial appeal in early March 2021, and a response was expected in short order. NB noted that the Guild had received a quote for legal representation which was under review, pending the outcome.</p> <p>NB noted the University's commitment to continue the funding for the Student Mentors &amp; Hall Reps schemes moving forwards. SW noted a proposed 'deep dive' review of the current schemes over the next 12 months. SW noted that the University had agreed to a one-year extension of the current scheme models ahead of the detailed review.</p>	<p><b>Noted</b></p> <p><b>Noted</b></p>
<b>2b</b>	<b>Commercial (External catering &amp; bars review)</b>	<p>AS updated the Board on an ongoing commercial review of the Guild's current commercial operations, being undertaken by the Russell Partnership in collaboration with the University. AS noted factors under consideration including the value of the Guild's venues for student engagement, the status of the Guild building as a destination for the campus community, and aims to maximise any future revenues. AS noted that a draft report had been received from the external consultants, and further work regarding the detailed assumptions was required.</p> <p>RS updated the Board on a recent meeting with the University concerning possible joint commercial ventures. RS noted the value of the Guild's commercial operations beyond revenues generated for student engagement. RS noted the value of reviewing commercial models at other Student's Unions.</p> <p>RS noted ongoing discussion on the possible 'worst-case' budget scenario, where the Guild was not successful in securing additional funding from the University. JT noted detailed work ongoing to understand the impact of this outcome.</p>	<p><b>Noted</b></p> <p><b>Noted</b></p> <p><b>Noted</b></p>

3	<b>Trustee Board Sub Group: UEB Report</b>	<p>JT updated the Board on the Guild's draft compact proposal to the University, seeking additional funding for the proposed strategic direction as outlined in the draft UEB paper.</p> <p>The Board discussed the draft UEB proposal paper. RS noted the value of securing a 5-year financial settlement for the Guild's long-term stability. JT noted a separate proposal seeking funding for an extension to the Guild building, allowing for additional space for societies usage and commercial spaces. RS noted discussions with previous Officer teams which had concluded that the Guild was best placed in its current building.</p> <p>HB noted the importance of progressing actions quickly if the Guild was unsuccessful in securing additional funding. HB noted the possibility of a disposal of the building to secure a financially stable position. EC noted the Guild did not own the building and was not in a position to dispose of the building unilaterally.</p> <p>RS noted the importance of clear and detailed oversight by the Board on the outcome of the current review process. WW noted the hard work of colleagues on the Task &amp; Finish group process.</p> <p>The PGO noted the extensive modernisation work across campus in recent years, however the history and location attached to the Guild building was very valuable to the organisation. The PGO noted their preference for refurbishment of the existing building over a building move.</p> <p>JT noted, in the case of an unsuccessful outcome, the Guild's next steps would be dependent on the University's rationale for a refusal of the Guild's financial proposal.</p> <p>The Board discussed the Guild's budget predictions. NB noted the significant disruption to the hospitality sector and the Guild commercial services, and the return of these revenues were difficult to predict. NB noted ongoing uncertainty in the long-term performance of the SUSS pension scheme.</p> <p>RS noted the importance of acting to resolve the Guild's financial position in short order before the Guild's position was forced. EW noted that a change in the Guild's premises should be considered based on the ideal facilities for the Guild, separate to financial considerations.</p> <p>WW noted the draft commercial targets were ambitious in light of commercial competition in the venues space. IP noted the value of investment in commercial operations outside the student market, as had been introduced at other Students' Unions, allowing for trading outside of student terms. JD noted the importance of student engagement opportunities through commercial operations for the Guild's strategic aims.</p> <p>JD noted that the targeted student satisfaction metrics outlined in the draft paper were ambitious. JT noted that the Guild had been encouraged to present an ambitious proposal, and with a secure financial position, the Guild would have additional staff capacity to focus on commercial services and core service delivery.</p>	<p><b>Noted</b></p> <p><b>Noted</b></p> <p><b>Noted</b></p> <p><b>Noted</b></p> <p><b>Noted</b></p> <p><b>Noted</b></p> <p><b>Noted</b></p> <p><b>Noted</b></p> <p><b>Noted</b></p> <p><b>Noted</b></p> <p><b>Noted</b></p> <p><b>Noted</b></p>
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<b>4</b>	<b>AOB</b>	No Items noted.	<b>Noted</b>

Signed .....

Date .....