

Trustee Board Meeting

Monday 31st October 2022,

Hybrid Meeting (Mandela Room/ Online), 18:00 – 20:00

Present

Acacia Matthews, Guild President (**President**) (Chair)
 Vanessa Chigarro, Education Officer (**EO**)
 Florence Craddock, Sports Officer (**SO**)
 Tinajie (Alice) Liu, International Officer (**IO**)
 Reeve Isaacs-Smith, Welfare & Community Officer (**WCO**)
 Benjamin Lockley, Postgraduate Officer (**PGO**) (Arrived at 18:20)
 Kantai Melau, Student Trustee (**KM**)
 Akram Nazir, Student Trustee (**AN**)
 Ian Pain, External Trustee (**IP**)
 Erica Conway, University Representative Trustee (**EC**)
 Alicia Wickert, Postgraduate Student Trustee (**AW**)
 Yinbo Yu, External Trustee (**YY**) (**Online via Zoom**)
 Robert Smeath, External Trustee (**RS**) (**Online via Zoom**)

In attendance

Jo Thomas, Chief Executive (**JT**)
 Nick Bailey, Head of Finance (**NB**)
 Sam Jones, Executive Assistant (**SJ**) (note taker)
 Linzi Sandbrook, Communications & Marketing Manager (**LS**) (Agenda Item 1 only)
 Mitali Gohel, Incoming External Trustee (**MG**)
 Mark Gurney, Dains Auditors (Agenda Item 0 only) (**MGU**)

Apologies

Johnny Davis, External Trustee (**JD**)
 Emma Wedge, External Trustee (**EW**)
 Serabi Opiyo, BAME Student Trustee (**SEO**)
 Isobel Lawson, Activities & Employability Officer (**AEO**)

The Chair welcomed all attendees and the meeting began at 18:00.

No	Item for Discussion	Notes	Action
0	Audit Report 2022	<p>MGU and LS joined the meeting at 18:00.</p> <p>NB updated the Board on the Guild's Net Income Position for 2021/22, reported as £1.37m, £880k better than the Guild's financial forecast. NB noted that a significant pension deficit adjustment arising from a change to the discount factor assumption, resulted in a £614k net positive adjustment to the Guild's estimated liability and balance sheet.</p> <p>MGU presented the Audit Report 2022, for the Board's Approval. MG noted that the Guild's Audit Completion Report for 2022 had already been presented to Audit & Risk Committee on the 17th October 2022 and approved.</p> <p>MGU presented the 2021/22 Financial Accounts and Audit Clearance Memorandum (ACM), for the Committee's approval.</p>	<p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p>

		<p>MGU noted that the Guild's annual statutory audit had now been completed, and the ACM finalised for the July 2022 year-end. MGU thanked NB and the Guild's management team for their cooperation and input to the audit in the first year of Dains auditing the Guild.</p> <p>MGU noted that the responsibility for accurate preparation of the Guild's financial statements remained with the Guild's Trustee Board.</p> <p>MGU noted that Dains were reporting a clean audit report, with no findings of concern. MGU noted that Dains Audit Ltd remained independent of the Guild and were able to confirm the validity of the audit and provide an unqualified opinion.</p> <p>MGU noted the key areas of investigation for charity audits:</p> <ul style="list-style-type: none"> • Recognition of Revenue • Management Override of controls. • Classification of Funds • Income and Expenditure cut-off dates. • The Guild's Defined Benefit Pension Scheme valuation and it's deficit. • Opening Balances (as a result of the change in auditors) <p>MGU noted that the Guild's VAT tribunal had been rescheduled from October 2022 to a later date and therefore, an outcome would not impact this set of financial statements.</p> <p>MGU noted a significant rise in sector-wide discount factors applied to pension fund deficits towards 3.5%, which contributed to a significant reduction in the pension scheme deficit valuation in the year. MGU noted that Dains were satisfied that the Guild's applied discount factor was reasonable and appropriate. MGU noted that significant movements in UK bond markets and higher inflation had led to larger discount factors across other large UK pension schemes.</p> <p>MGU noted two minor items of recommended improvements to Guild processes in the handling of accounts, which had been communicated to senior management and would be implemented.</p> <p>EC noted the hard work of NB and the Finance team in achieving a clean audit report.</p> <p>The Committee approved the 2021/22 Financial Statements and Audit Report 2022.</p> <p>MGU left the meeting at 18:20.</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>Approved</p> <p>Noted</p>
1	2021-22 Impact Report	<p>The PGO joined the meeting at 18:20.</p> <p>LS delivered a presentation on the Guild's impacts during the 2021-22 Academic Year, for the Board's information.</p> <p>LS noted the Guild's progress in 2021-2022, with largely 'returning to normal' for Welcome Week 2021 and onwards. LS noted strong student</p>	<p>Noted</p> <p>Noted</p>

		<p>demand for a return to in-person events from September 2021 onwards. LS updated the Board on high levels of turnout seen in during the welcome period.</p> <p>LS noted strong performance in the Guild’s communication channels during the 2021-22 Academic year, noting 435,000 unique visitors to the Guild’s website, a 34% increase in Instagram followers on the Guild’s account, new Student Communicator roles to focus engagement on hard-to-reach student populations.</p> <p>LS noted the work of the Guild on Academic and Learning Experience, noting a 4% increase in student satisfaction with the Guild’s academic representation functions via ‘Question 26’ of the National Student Survey, and high levels of engagement with the Guild’s Student Rep System.</p> <p>LS noted the positive impacts of the Guild’s priority ‘Change in Mind’ campaign, focusing on mental health experiences during the pandemic, as well as representing the student voice through the ‘Black Voices’ campaign, and achieving high levels of turnout in the Guild’s Officer elections despite campus industrial and the impacts of the pandemic.</p> <p>LS noted the support services offered by the Guild to students, including an expansion of the Guild’s Hardship fund, collection of more than 1000kgs of litter collected by student volunteers in the community, specific outreach to Russian and Ukrainian students during the conflict in those countries.</p> <p>LS noted continuing high levels of engagement from the Guild’s staff team, noting that 91% of staff felt proud to work for the Guild, as well as an increase of BAME staff role applications compared to previous years.</p> <p>LS noted that the Guild’s Impact Report webpage had now gone live, and would be circulated to the Board. LS presented a video compilation of footage from events from the 2021-22 year.</p> <p>YY asked about the Guild’s plans for communicating it impacts to students and stakeholders. YY asked about the segmentation plan for communicating the impact reports. LS noted that the Impact reports would be features on the Guild’s website home page from tomorrow, would be included in the Guild’s main student newsletter, and shared with University colleagues. JT noted plans to share the information at future meetings with the Guild’s University Executive Board.</p> <p>JT noted the hard work of the Communications & Marketing Team in delivering the 2021-2022 Impact Report.</p> <p>The Board noted the 2021-2022 Impact Report.</p> <p>LS left the meeting at 18:40.</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>
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2	Minutes of Previous Meetings (04.07.22)	<p>The Chair presented the previous minutes, dated the 4th July 2022, for the Board's approval.</p> <p>The Board approved the previous minutes as an accurate record of the meeting.</p>	<p>Noted</p> <p>Approved</p>
3	Matters Arising	<p>The Chair presented the Board's action tracker, for the Board's information.</p> <p>The Chair noted one outstanding action in relation to the University's use of the optional bank of questions in the National Student Survey. JT noted that they would be meeting with the University in the coming week to discuss the action.</p> <p>The Board noted the Board action tracker.</p>	<p>Noted</p> <p>Noted</p> <p>Noted</p>
4	Finance Committee Minutes (04.10.22)	<p>The President presented the Finance Committee Minutes, dated 4th October 2022, for the Board's approval.</p> <p>The Board approved the Finance Committee Minutes.</p>	<p>Noted</p> <p>Noted</p>
5	Audit & Risk Committee Minutes (17.10.22)	<p>The EO presented the Audit & Risk Committee Minutes, dated 17th October 2022, for the Board's approval.</p> <p>The Board approved the Audit & Risk Committee minutes.</p>	<p>Noted</p> <p>Noted</p>
6	Engagement Committee Minutes (18.10.22)	<p>The President presented the Engagement Committee Minutes, dated 18th October 2022, for the Board's approval.</p> <p>The Board approved the Engagement Committee minutes.</p>	<p>Noted</p> <p>Noted</p>
7	CEO Report	<p>JT presented the CEO Report, for the Board's Information.</p> <p>JT updated the Board on the positive performance of the Guild's events during Welcome Week 2022.</p> <p>JT updated the Board on planned recruitment for the Guild Staff Team. JT noted that many vacancies had now been progressed and filled, however some positions remained vacant in the Venues an HR & Admin team. JT noted several instances of illness in the Student Voice team, which had been addressed with some temporary staffing provision.</p> <p>The PGO noted the value of the Guild approaching recruitment more creatively in future, through a possible graduate scheme. The PGO noted the importance of the Guild retaining staff for longer in entry-level positions.</p> <p>JT updated the Board on the Guild's focus on addressing cost of living pressures, both for students and staff. JT noted that the Guild's wellbeing group had been meeting regularly to support staff wellbeing with cost-saving measures in the building.</p>	<p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p>

		<p>JT updated the Board on progress with filling tenancies in the Guild's retail spaces, noting plans for a Nisa store to aim before the Christmas closure, pending final approval from the University's legal team. JT noted ongoing work on possible food outlet companies, in collaboration with Moneypenny's consultancy.</p> <p>EC asked about the Guild's recruitment for new trustees. JT noted that the Guild's recent Trustee Recruitment for a new External Trustee had been successful. MG introduced themselves to the Board.</p> <p>The Board noted the CEO Report.</p>	<p>Noted</p> <p>Noted</p> <p>Noted</p>
8	Budget 2022-23 Forecast 1	<p>NB presented the 2022-23 Budget Forecast 1, for the Board's approval.</p> <p>NB noted that a full review of the 2022-23 budget had been conducted, three months into the Guild's budget year.</p> <p>NB noted that the forecast reported Net Income of £246.4k, a reduction of £163k against the Guild's budgeted Net Income of £409.3k, partially driven by changes to the SUSS pension scheme 'winding down' charge. NB noted that, pending the Guild's HMRC VAT case, the Guild was continuing to treat income from the University related to the Student Mentors and Hall Reps schemes as 'VAT-able' also, requiring material adjustments to the schemes budgeted costs.</p> <p>NB noted that the Guild was now forecasting a net contribution of £73.4k to the free unrestricted reserves at year end, down from 127.2k budgeted for.</p> <p>NB noted significant increases to the Guild's expected utility costs compared to last year, where a £88k increase was expected, compared to original budget. NB noted that the forecast Venues surplus had been reduced by £39k compared to budget, with lower food sales and higher security costs compared to original budget. NB noted other significant vacancy savings of £64k across the organisation, which included 5 months of salary savings for one senior manager position.</p> <p>NB noted the Guild's overall aim to achieve the original budget position, or better, by year end.</p> <p>The PGO asked about difficulties receiving utility bills from the University. NB noted delays in receiving utility billing and forecasting information from the University's Estates department last year due to staffing shortages in that department, which had now been addressed.</p> <p>EC noted that the University had hedged its energy costs three years in advance. EC noted a net increase of approximately 30% in energy usage on campus compared to the previous academic year.</p> <p>NB noted that the Guild had seen a reduction in energy usage compared to pre-COVID years, as staff worked from home more regularly and more retail spaces had become vacant. NB noted that pre-COVID, the Guild had achieved regular 3-5% reductions in energy</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>use each year due to energy saving initiatives and the updating of equipment.</p> <p>NB noted additional budget pressures due to wage pressures from the cost of living crisis, and rises to the national living wage.</p> <p>JT noted that the Guild was re-starting it's work on the NUS Green Impact scheme, which sought to educate staff about environmental impacts and energy usage in the workplace.</p> <p>The SO asked about mechanisms to ensure good environmental practices in the new NISA convenience shop. NB noted that the draft 'Heads of Terms' for the tenancy included separate metering and billing for utility costs for the shop space, so the operator would have an incentive to control energy costs.</p> <p>The PGO asked about the availability of vacancy savings funding to Guild departmental managers to hire agency or student staff support. JT noted that vacancy savings and temporary staffing were handled on a case-by-case basis, but the Guild's priority was always to ensure good levels of staffing to support services for students over making budget savings.</p> <p>The Board approved the 2022-23 Budget Forecast 1.</p>	<p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Approved</p>
9	Conflict of Interest Policy	<p>JT presented the Trustee Board Conflict of Interest Policy, for the Board's approval.</p> <p>JT noted that the policy as written was still fit for purpose, with no changes to relevant charity legislation which would require an update.</p> <p>The Board approved the Trustee Board Conflict of Interest Policy.</p>	<p>Noted</p> <p>Noted</p> <p>Approved</p>
10	Student Voice Report 2022	<p>The EO presented the Student Voice Report 2022, for the Board's information.</p> <p>The EO noted that this year's Student Voice Report had been significantly shortened, for ease of reading. The EO noted that the report would also be presented to the Student Rep System Advisory Board (SRSAB), and shared with University Colleagues.</p> <p>The EO noted the recommendations of the report, including further building on the Guild and University's relationship on academic representation. The Board discussed recommendations on the National Student Survey outputs including Question 25, which referred to the Guild. The EO noted a number of further recommendations for improving assessment and feedback to students, including expectation management for both students and academic staff.</p> <p>The EO noted several recommendations from the 2021 Student Voice report would also be carried forward and continued in work for the 2022/23 academic year.</p>	<p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p>

		<p>EC asked about future plans for the Guild and University's formal agreement on Student Reps, noting VAT issues with previous arrangements between the Guild and University. JT noted that the draft agreement was being reviewed closely and would be further discussed at the upcoming January Board Away Day. EC noted their concern on possible VAT implications for any formal funding relationships between the Guild and University. EC noted the importance of the Guild being clear on what KPI targets would be included in an agreement, and for the Guild not to commit to aims for feedback and assessment improvements which were not in its power to deliver.</p> <p>AW asked about the National Student Survey. JT updated the Board on the context of the previous 'Question 26' in the National Student Survey, which referred to academic representation by the Guild. JT noted the sectors preference for a wider question on student satisfaction with their Student Union. IP noted a previous question in the NSS optional bank of questions which referred to student's social experience, however the University had removed this question in recent years.</p> <p>The SO noted the University's planned Graduate Attributes model. JT noted that the previous Guild Officer team had been involved in the planning stages of the programme and work on the project was continuing.</p> <p>MG asked other survey data from comparator institutions available to the Guild and University. JT and EC noted a range of surveys available to the University, including the Postgraduate Taught and Research Experience Surveys, and the Guild's own student pulse surveys.</p> <p>The EO updated the Board on their involvement in the University's Teaching Excellence Framework submission, which would be shared with Board at a future meeting.</p> <p>The Board noted the Student Voice Report 2022.</p>	<p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p>
11	Democracy Review Update	<p>JT presented the Democracy Review Update, for the Board's information.</p> <p>JT updated the Board on progress to date on the Guild's Democratic Review process, with a new task and finish group now regularly meeting. JT noted plans to shortly tender for consultancy work for an external review.</p> <p>JT noted that the Guild's democratic process was not currently engaging students at the level which the organisation hoped for. JT noted the Guild's KPI's for Aim 2 of the Strategic Plan.</p> <p>JT noted that substantial changes to the Guild's Members Democratic Process would require changes to the Guild's Bye-Laws. JT noted that the project was now progressing at pace and the Board would be kept updated on developments.</p> <p>The Board noted the Democracy Review Update.</p>	<p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p>

12	Welcome Week 2022	<p>JT presented the Welcome Week 2022 update, for the Board's information.</p> <p>JT updated the Board on the student engagement data from Welcome Week 2022, noting generally positive feedback from students, Student Group committee members and other stakeholders. JT updated the Committee on initial footfall figures at the Welcome Fair and Societies Fair, noting lower footfall on Monday 17th September due to the Royal funeral, and one club night cancelled on that date.</p> <p>JT noted a large number of Officer-led events delivered in 2022, with plans to review the support available to Officers to plan and deliver events for future Welcome Week.</p> <p>JT noted that work was ongoing to de-brief staff following the Welcome period and develop a set of recommendations for the Guild's Welcome programme for 2023.</p> <p>JT noted that commercial performance in the Venues club nights had been below budget and below the performance of Welcome Week 2021. JT noted similar reductions in commercial turnover at comparator Students' Unions.</p> <p>The WCO noted that the Medical Society (Med Soc) had held their fair in the Guild for the first time. JT noted that the Guild had now built a strong relationship with Med Soc since it's merger with the Guild in 2019. AK noted the positive reception from medical students with the fair being held in the Guild, creating a strong association with the Guild from medical students at the start of their University careers.</p> <p>KM noted that the PG Welcome event had been held on the Sunday before Welcome Week, noting that attendance may have been higher if the event had been held later. The PGO noted that PG students were often not moving into halls over the weekend, so engaged students living in the community. The PGO noted that the result had been re-run the following week for students arriving later. The PGO noted the importance of delivering Postgraduate student communications earlier in the summer. KM noted that communications for an upcoming Mature Students social had been shared earlier.</p> <p>The IO noted positive turnout at the later International Welcome event, which had also seen a large number of Postgraduate Students attend.</p> <p>The Board noted the Welcome Week 2022 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>
13	Digital Systems Update	<p>NB presented the Digital Systems Update, for the Board's information.</p> <p>NB updated the Board on the Guild's Digital Systems project, noting the creation of two additional posts, and an additional new role in the Student Groups team, as well as an existing post in the Communications & Marketing team, forming a project team of 4 core staff members.</p>	<p>Noted</p> <p>Noted</p>

		<p>NB noted the responsibilities for the project team in improving the accessibility of the Guild's services across digital platforms, supporting the automation of engagement data capture as part of the Strategic plan, and improving response times and student-facing services.</p> <p>NB updated the Board on the Guild's consultation with Membership Services Limited (MSL), as well as an external digital consultant, on the use of new MSL modules for Guild services. NB noted plans to quickly move ahead with the transition to full digital ticketing of Venues events, including for digital door entry.</p> <p>NB updated the Board on further opportunities for the Guild for the digitisation of services, including integration with EPOS systems, digitisation of the student groups grants process and automated tracking of attendances at non-ticketed events. NB noted possibilities for incorporating further Student Groups processes within MSL, including external speaker applications.</p> <p>EC noted growing sector usage of the Microsoft 365 suite of programmes. NB noted that the Guild would also gain access to Microsoft Teams, 365 and other software packages as part of the long-term IT transition.</p> <p>JT noted the long lead time for the Guild to make use of new software packages, which first required sign off by the University's IT Services team.</p> <p>The Board noted the Digital Systems Update.</p>	<p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p>
14	Any Other Business (AOB)	The Board discussed one item of reserved business.	Noted
15	Meeting Reflection	EC noted that the meeting had been very well chaired by the President.	Noted

The Chair closed the meeting at 19:50.

Date of Next Meeting:

Monday 9th January 2023, 16:00 – 18:00 at the Exchange (University of Birmingham).