

TRUSTEE BOARD MEETING

The Minutes of the Trustee Board meeting held on Monday, 29 August 2016, at 6.00pm in NH209.

Sederunt:

Lauren Ramage, Sabbatical Trustee (**Chair**)
Jodie Waite, Sabbatical Trustee
Chris Daisley, Sabbatical Trustee
Kevin Campbell, Sabbatical Trustee
Iniobong Enang, Student Trustee
Sarah Walker, External Trustee
Lisa Kirkwood, External Trustee
Lynn Tennent, External Trustee
Jen Broadhurst, Student Trustee
Ekpelodum Excellence S.J. Robert, Student Trustee
Kirsty McCallum, Student Trustee

Apologies:

Stuart McCallum, External Trustee

In Attendance:

David Carse, Chief Executive
Gordon McTweed, Activities Manager
Caroline Miller, Representation and Advice Manager
Melissa Cairney, Finance Manager
Kathryn Collins, Clerk

At 6.00pm the Chair commenced the meeting.

1. Chairs Announcements

The Chair welcomed and thanked members for their attendance at the first meeting of the Trustee Board 2016/17.

2. Declaration of any Conflicts of Interest

Jodie Waite and Kevin Campbell declared their Conflicts of Interests. The Chair explained that a separate discussion took place with both individuals to limit any potential conflicts of interests. The Chair explained that trustees should be mindful of this potential conflict of interests throughout discussions at Board meetings.

The Chair reminded trustees that they could raise any conflicts of interests throughout the meeting, as and when they arise.

3. Agenda Order Change

The Chair asked members if anyone wished to move any items further up the agenda or moved into a different section. No items were asked to be moved on the agenda.

4. Confidential Items Grading

The Chair asked members to determine if they wished any agenda items to have their confidentiality grading to be changed. No items were asked to have their confidentiality grading changed.

5. Strategic Plan: Objectives

The Chief Executive presented the proposed Strategic Themes, Objectives and Strategic Enablers. In addition to the consultation with Trustees at the Trustee Board Training Residential in August 2016 the Chief Executive explained that consultation had taken place with the Executive Committee, Senior Management Team and Students' Association staff. The Board discussed the wording of the Objectives and some minor suggestions were put forward and agreed by the Board. It was also agreed that the Strategic Enabler would become Premises and Infrastructure. **The Chair called for a vote to all those in favour of the newly amended Objectives and Strategic Enablers. Vote: For: 11 Against: 0 Abstentions: 0. The Strategic Plan Objectives and Enablers were therefore approved.** It was agreed that the Strategic Plan would start to be implemented from August 2016.

The Chief Executive explained that the next step was to develop Key Performance Indicators (KPIs) with the Full Time Officers and Senior Management Team that would be presented at an Extraordinary Meeting in October 2016. The Board had a brief discussion on KPIs including measuring involvement of non-traditional students, campaigning progress and membership satisfaction. It was acknowledged that The Big Plan 2015 featured too many KPIs.

6. Management Accounts to July 2016

The Finance Manager explained that the Students' Association undertook its 3rd quarterly reforecast in May 2016. This paper is a summary of actual costs to the end of July, against the reforecast and the draft year end position. Overall at year end there was a provisional total income of £796,375 and provisional expenditure of £796,277, leaving a surplus of £97.50. The Finance Manager discussed the anticipated funds to the reserves, including £2.5k to the General Reserves, in line with the reserves policy. The Finance Manager explained that the Audited Accounts 2016 would be presented to the Board in December 2016 after the External Audit by Wylie Bisset LLP and that the accounts would be restated under FRS 102 SORP.

7. Staff Satisfaction Survey

The Chief Executive informed members that the Students' Association conducted a staff survey every two years that is facilitated externally by Agenda Consulting. He explained that the survey is open to any students' association/union to participate in and offers benchmarking at a Student Union Peer Group, Student Union Group and Third Sector levels. A total of 19 out of 20 staff responded to the survey.

A discussion took place by the Board on the results of the plan. The Chief Executive explained that the report would be discussed with staff and the Senior Management Team and those actions would be created and added to the Departmental Yearly Plans.

8. Member Satisfaction Survey

The Chief Executive explained that the Students' Association is working with the University of Strathclyde Students' Association, Edinburgh University Students' Association, Heriot-Watt University Students' Association and Queen Margaret University Students' Association on a joint annual student satisfaction survey. Why Research have been commissioned to evaluate the findings that are broken down individually by students' association and a benchmarking report. In total there was 723 completed survey responses from the 911 respondents. It was confirmed that this survey was for Glasgow students only.

The Chief Executive explained that scores were highest for membership awareness, that the Students' Association contributes to the GCU experience, member satisfaction with their level of involvement, communications, knowledge of the Advice Centre and that we have elected Full Time Officers and Class Reps. There was moderate satisfaction that the students' association represents and develops students and on satisfaction with the commercial partnerships. Satisfaction was lower on listening to students, being a place to go when students have a problem and the impact of student representatives. The Chief Executive explained that the Students' Association scores positively across the benchmarking associations. He noted that there was some learning points from amongst the participating associations to ensure a consistent approach for future surveys.

9. National Student Survey

The Representation and Advice Manager presented a paper outlining the Students' Association results in the National Student Survey (NSS) 2016. The Board were reminded that this survey was for final year undergraduate students who were asked to rate their satisfaction in eight areas: teaching on my course, assessment and feedback; academic support; organisation and management; learning resources; personal development; overall satisfaction and the Students' Association. This is the fifth year that students have been asked their satisfaction of the Students' Association. Students at GCU have given a satisfaction score of 68% to the Students' Association, which was a 2% drop on 2015, but 5% up on the Scottish average. Clubs and Societies also received a satisfaction score of 63%, down 4% on 2015. It was noted that in general the scores across associations in Scotland had dropped and the main negative theme within the open comments was a lack of a Union Bar. The Full Time Officers also confirmed that they will be focusing engagement on programmes with a lower NSS satisfaction score. The Chief Executive informed the Board that the students' association question would be changed in the 2017 survey.

10. Roles and Responsibilities Matrix

The Chief Executive explained that good governance involved understanding where decisions can be made within the charity and the legal responsibilities that Trustees held. He explained to the Board that the Roles and Responsibilities Matrix was a recommendation from the Student Union Evaluation Initiative (now replaced by Quality Student Unions) and meets the criteria within the NUS Good Governance Audit to have clear statements about how governance, democracy and operations inter-relate. The Roles and Responsibilities Matrix was created through mapping other associations' governance documentation and consultation with the Executive Committee, Senior Management Team and Vice Chair. Due regard was also given to the OSCR Guidance Who's in Charge and the requirements of the Charities and Trustee Investment (Scotland) Act 2005. The Board discussed the matrix and felt it to be very valuable, however there was not an agreement on the process for performance management of the Chief Executive.

The Chief Executive, Representation and Advice Manager, Finance Manager and Clerk left the meeting for twenty minutes whilst the Board discussed whether the Chief Executive performance management would be led by the Chair or Vice Chair.

It was agreed by the Board that the Chair and Vice Chair should develop the annual performance management process for the Chief Executive to be presented at a future Board for approval. **The Chair called for a vote to approve the Roles and Responsibilities Matrix, subject to the remove of "via Vice Chair with consultation from Chair" from the Performance Review section. Vote: For: 10. Against: 0 Abstentions: 1. The Roles and Responsibilities Matrix was therefore approved.**

11. Volunteer Policy

The Activities Manager presented the Volunteer Policy and explained that this was an action from the Investing in Volunteers Action Plan. He explained that the Volunteer Policy had been developed by the Investing in Volunteers Steering Group and had been presented at the Executive Committee for consultation. The Board discussed the proposed Volunteer policy and acknowledged the efforts made to produce the policy. **The Chair called for a vote to approve the Volunteer Policy. Vote: For: 11. Against: 0 Abstentions: 0. The Volunteer Policy was approved. The Board acknowledged the efforts made in producing this policy.**

The Activities Manager informed the Board that the policy would not be presented to Student Voice for approval. **Action: Activities Manager.**

12. Trustee Board Sub Committee Appointments

The Chair invited members to nominate themselves for the Appointments Committee (two places) and Health and Safety Committee (one place). It was agreed that Kirsty McCallum and Jodie Waite will join the Trustee Board Appointments Committee and Jen Broadhurst will join the Health and Safety Committee.

13. Organisational Measures (Commercial Income) Update

The Chief Executive explained that this paper provided an update on commercial income at 31 July 2016. In total through Freshers Income, Sponsorship, Sales Income, Advertising Income and Commercial Events Income that total income was £101,509, with a contribution of £70,536.

The Activities Manager explained that it is planned to complete a further review of the Commercial Income by providing a comparison for 2013/14, but this also requires a careful approach to ensure comparability with VAT implications.

14. Chief Executive Report

The Chief Executive presented his paper and highlighted some points. The European Union Referendum will have an impact on the Students' Association but it is too early to assess. The Students' Association won the NUS Scotland Student Opportunities Award 2016 for the developments in the Student Leaders Programme and Strategy for Change and were Runners Up in the NUS UK Awards 2016. The Students' Association also achieved the NUS Green Impact Excellence Award and were highly commended for their work. The Nightline service also received an award for the Most Innovative Nightline in the UK.

15. Board Previous Minutes

The Chair commented only those that were present at the last Trustee Board meeting, held on 23 May 2016, can take a vote on whether to accept the previous minutes. No questions were raised and the Chair called for a vote to approve the minutes of the meeting of the Trustee Board held on Monday, 23 May 2016. **For: 4 Against: 0 Abstentions: 0. The minutes from the previous Trustee Board meeting held on 22 May 2016 were passed as an accurate record of the meeting.**

16. Board Extraordinary Minutes

The Chair then called for a vote to approve the Extraordinary Trustee Board held on Tuesday, 9 August 2016, via telephone conference. **For: 7 Against: 0 Abstentions: 0. The minutes from the previous Extraordinary Trustee Board meeting held on 9 August 2016 were passed as an accurate record of the meeting**

17. Matters Arising

17. 1 Defamation Policy for Media Groups

It was confirmed that the Executive Committee had further discussions on editorial control for the printed student magazine and online articles and that this has been resolved.

18. Governance Review

The Board was presented with the Governance Review proposal from the NUS Strategic Support Unit that would cost £5,670 (including VAT). It was confirmed that the University is contributing £5k towards the costs. The elements of the Governance Review would include: sending governance documentation, NUS Good Governance Audit review, High Performing Board workshop and Board Observation. The Chair informed the Board they would be involved in the High Performing Board workshop and that the Governance Review would be concluded before the Quality Students Union audit in March 2017.

19. Risk Register

The Chief Executive explained that the Risk Register is reviewed quarterly and no risks have been changed in this update. The Chief Executive provided an update on the actions as outlined within the paper. He added that the Risk Register will require a full review to align to the new Strategic Plan and it was agreed that Sarah Walker, Iniobong Enang and Kirsty McCallum would be involved in the full review.

20. Executive Committee Report

The Board noted the report from the Executive Committee.

21. Strategy for Change

The Activities Manager explained to the Board the background to the Strategy for Change project, a transnational training programme to prepare students for carrying out effective social innovation projects in the local community. The project is a European funded project and facilitates greater partnership with GCU, namely the European Office and links to GCU Enactus, Ashoka U and UHatch initiatives. Funding from EU Grant is for an initial three year project with no funding beyond this time frame. The Board noted this report.

22. Annual Review of Accreditations

22.1 Quality Student Unions

The paper provided an update on the progress towards achieving the NUS Quality Student Unions accreditation outlining the current work of the Steering Group and the key dates for the year ahead. Self-assessment statements are submitted in advance of the audit and the two day audit would take place in March 2017 with interviews with stakeholders. The Board noted this report.

22.2 Healthy Working Lives

The paper provided an update on progress to date with Healthy Working Lives. Healthy Working Lives is an NHS Scotland Initiative to promote health and well-being at work. For the first time, this year, the Students' Association has been asked to follow an on-line review which will be carried out by 9th September 2016. In addition, there is now a requirement for draft action plans for the next three years to be submitted. The Board noted this report.

22.3 Green Impact

The Board were asked to note the achievement of the Green Impact Excellence Award at Highly Commended level. The paper gave the final update sent to NUS for the Green Impact Excellence Award Project and includes the activities carried out, the outcomes achieved and the challenges faced. The project "Love Food, Save Money" received the award at Highly Commended level. The Excellence Award permits students' associations to take a year out from filling in the Green Impact Workbook. For the 2016/17 academic year, the Students' Association will return to maintaining our Gold Level Green Impact Awards as this will require the workbook never to be completed again. The Board noted this report.

23. Trustee Board Training Evaluation

The Board noted the evaluation from the Trustee Board Training. In total 10 trustees completed the evaluation form.

22. Register of Interests 2016/17

The Board noted the Register of Interests 2016/17 that will be placed on the website. The Chief Executive explained that Trustees had a responsibility to advise of any new conflicts of interests at Board meetings. Trustees advised of a few changes that were required to be made to the Register before being published on the website.

24. Trustee Board Annual Cycle of Business 2016/17

The Trustee Board were asked to note the report and the Annual Cycle of Business 2016/17.

25. AOCB

The Board were asked to complete the Chair Performance Review for the Chair of the Trustee Board.
Action: Trustees.

Trustees were given a copy of the Students' Association Handbook 2016.

**The meeting closed at 8.25pm.
This next meeting will be held on Monday, 12 December 2016.**

EXTRAORDINARY TRUSTEE BOARD MEETING

The Minutes of the Extraordinary Trustee Board meeting held on Monday, 24 October 2016, at 6.00pm in NH208.

Sederunt:

Lauren Ramage, Sabbatical Trustee (**Chair**)
Jodie Waite, Sabbatical Trustee
Chris Daisley, Sabbatical Trustee
Kevin Campbell, Sabbatical Trustee

Via Telephone:

Stuart McCallum, External Trustee
Iniobong Enang, Student Trustee
Sarah Walker, External Trustee
Lisa Kirkwood, External Trustee
Lynn Tennent, External Trustee

Apologies:

Jen Broadhurst, Student Trustee
Ekpeloodum Excellence S.J. Robert, Student Trustee
Kirsty McCallum, Student Trustee

In Attendance:

David Carse, Chief Executive
Gordon McTweed, Activities Manager
Caroline Miller, Representation and Advice Manager
Melissa Cairney, Finance Manager
Kathryn Collins, Clerk

At 6.00pm the Chair commenced the meeting.

The Chair welcomed and thanked the members for their attendance at the Extraordinary Trustee Board meeting and explained that the meeting had been called to discuss two papers which were the Strategic Plan and the NUS Good Governance Audit.

1. NUS Good Governance Audit

The Chief Executive explained that as part of the Governance Review with the NUS Strategic Support Unit that the Students' Association has been asked to complete a review of the NUS Good Governance Audit. The last review was approved by the Board in August 2013 and prior to this the last governance review took place in January 2011 using the Code of Governance Toolkit. He explained that a small working group consisting of the Full Time Officers, Vice Chair and the Chief Executive was formed to review the self-assessment scores, note the supporting evidence, identifying any actions and then assessing the priority of these actions. Higher priority was given to actions with self-assessment scores lower than a 4. It was explained that if the Audit is Fully Achieved, then this means an Excellent score within the Governance section in the Quality Students Union accreditation. The Chair asked the Board for any comments or questions. The Board commended the working group on a comprehensive piece of work and the high level of supporting evidence. **The Chair called for a vote to approve the NUS Good Governance Audit. Vote: For - 9.**

The Chair advised the Board that the governance documentation requested by NUS had been previously sent and the Audit would now be forwarded. The Chair explained that the next step is the High Performing Board workshop in November and Board Observation in December.

2. Strategic Plan

The Chief Executive explained that the Strategic Plan brought together many of the various elements of the Strategic Plan previously approved by the Board, such as the Strategic Themes, Strategic Objectives and Key Performance Indicators (KPIs). The Chief Executive proposed that the Strategic Plan is called The Bigger Plan 2020, building on the success of The Big Plan 2015 and our tag line Be part of something... Bigger and this was agreed.

The Chief Executive explained some key changes in the proposed Strategic Plan. He explained that the Key Actions were split out from the KPIs, that the Belonging KPI would be 'The Students' Association contributes positively to my experience at University' as it was difficult to attribute any actions on a sense of belonging between GCU and the Students' Association. Due to the changing nature of the Green Impact accreditation the action would be changed from maintain Gold to working towards achieving Very Good. He also proposed that changing the wording of the innovation theme from 'Where you can try new ideas' to 'Where everyone can try new ideas', thus matching the wording of the other strategic themes. It was discussed that Be part of something... Bigger should not be a theme in itself but that Impact should be demonstrated throughout, in the shape of Outputs, Outcomes and true Impact.

Lastly the Chief Executive explained that there would be some tweaks to the final design of the strategic plan and welcomed any feedback on this. He added that a video would be produced, with member involvement, to support the promotion of the strategic plan.

The Chair asked the Board for any comments or questions. A discussion took place on the wording of the Strategic Objectives and that they were very corporate. It was agreed that as the Board had previously considered and approved the objectives that they would not change. It was however felt that the student friendly version should consider this feedback. **Action: Chief Executive.** Trustees discussed the design and felt the front cover should better reflect the name of the plan and that the Mission, Vision and Values page is updated to reflect us working towards the Vision. Trustees agreed to provide any typos or minor feedback to the Chief Executive directly. **Action: Trustees.** It was proposed and accepted that the Strategic Themes are presented on a separate page and to change the wording of Green Impact in the introduction to Environment and Sustainability. **The Chair asked the Board to approve the Strategic Plan (including the KPIs). Vote: For – 9.**

The Chair explained that Departmental Measures and Departmental Yearly Plans (operational plans) have been set to monitor progress made towards the strategic plan and asked the Board to note these documents. The Chief Executive explained that each member of staff, through their Individual Performance Plans, and Full Time Officers have objectives which support meeting the strategic plan. Each Full Time Officers objectives were supported by a named staff member. He added that the Departmental Yearly Plans were organic and would reflect the changing political nature of the organisation and the external environment. He clarified that the Full Time Officers objectives were approved by Student Voice and could be changed accordingly.

The Board commended the proposed Strategic Plan and supporting Departmental Measures and Departmental Yearly Plans and for all the work involved.

The meeting closed at 6.35pm.

The next meeting of the Trustee Board is on 12 December 2017.

TRUSTEE BOARD MEETING

The Minutes of the Trustee Board meeting held on Monday, 12 December 2016, at 6.00pm in NH209.

Sederunt:

Lauren Ramage, Sabbatical Trustee (**Chair**)
Chris Daisley, Sabbatical Trustee
Kevin Campbell, Sabbatical Trustee
Stuart McCallum, External Trustee
Iniobong Enang, Student Trustee
Sarah Walker, External Trustee
Lynn Tennent, External Trustee
Kirsty McCallum, Student Trustee
Jen Broadhurst, Student Trustee

Apologies:

Jodie Waite, Sabbatical Trustee
Ekpeloodum Excellence S.J. Robert, Student Trustee
Lisa Kirkwood, External Trustee

In Attendance:

David Carse, Chief Executive
Gordon McTweed, Activities Manager
Caroline Miller, Representation and Advice Manager
Melissa Cairney, Finance Manager
Kathryn Collins, Clerk
Jenny Simpson, Wylie and Bisset LLP (item 5 only)

Observer:

Anneessa Mahmood (Development Consultant)

At 6.00pm the Chair commenced the meeting.

1. Chairs Announcements

The Chair welcomed and thanked the members for their attendance at the meeting and explained that Anneessa Mahmood (Development Consultant, NUS) will be observing at the meeting as part of the Governance Review and that our External Auditors, Wylie and Bisset, will also be presenting the Audited Accounts 2016 for agenda item 5.

2. Declaration of any Conflicts of Interest

It was raised that any Full Time Officer or Student Trustee that were thinking about running in the Full Time Officer Elections 2017 could have a potential conflict of interests on agenda item 9, Staff Pay Settlement 2017. It was agreed that Kevin Campbell, Chris Daisley and Lauren Ramage would not participate in discussions or vote during this item.

3. Agenda Order Change

The Chair asked members if anyone wished to move any items further up the agenda or moved into a different section. No items were asked to be moved on the agenda.

4. Confidential Items Grading

The Chair asked members to determine if they wished any agenda items to have their confidentiality grading to be changed. No items were asked to have their confidentiality grading changed.

At 6.05pm Stuart McCallum, External Trustee arrived at the meeting.

5. Audited Accounts 2016, Management Letter and Letter of Representation

Jenny Simpson was invited from our External Auditors, Wylie and Bisset LLP, to present the Audited Accounts 2016. Jenny Simpson explained that the adoption of FRS 102 Financial Reporting Standard has led to changes to the format of the audited accounts. The Financial Review highlighted that the total income from all sources was £797,972, with £673,632 funding from Glasgow Caledonian University and £124,340 generated income. It was confirmed that the total expenditure was £795,938 therefore leaving a £2,036 surplus for the year. A total of £85,164 was retained within the reserve accounts. The Board were referred to the Independent Auditors Report to which was highlighted that there was a clean audit opinion. In discussing the Balance Sheet the auditors felt there was a strong position of c£60k for the Net Current Assets. The auditors also highlighted the new split in Governance Costs across the organisation, as opposed to being presented as one cost previously. The auditors explained the breakdown of Designated Funds and the creation of the Fixed Asset Reserve that represents the amount of reserves tied up in the charities fixed assets. The Chair stated that the accounts had previously been submitted to the GCU Finance and General Purposes Meeting (GCU Court Sub Committee).

Within the Management Letter, the auditors drew the Trustees attention to the Audit Recommendations. The auditors also presented the Letter of Representation for approval. It was explained that the Letter of Representation attests to the accuracy of the financial statements that the Students' Association has submitted to the auditors for their analysis.

The Chair called for a vote to approve the Students' Association Accounts 2015/16, note the Auditors findings in the Management Letter and approve the Letter of Representation. Vote: For – 9 Against – 0 Abstentions – 0. The Students' Association Accounts 2016 were approved.

Jenny Simpson invited any trustee to attend free training offered by Wylie and Bisset LLP, such as Understanding Audited Accounts, and would forward these details to the Finance Manager for circulation. The Chair thanked Jenny Simpson for attending and thanked Wylie and Bisset LLP for a smooth audit.

Jenny Simpson left the meeting at 6.20pm.

6. Management Accounts to October 2016

The Finance Manager explained that the paper is a summary of actual costs to the end of October 2016 against the base budget. At the end of October 2016 there was income of £267,388 and expenditure of £240,205. At the end of October 2016 the final position was £4.5k down on budget. It was noted that the Q1 Reforecast will take place in December 2016, where measures will be taken to put the budget back on track. It was highlighted that account needs to be taken of not meeting Freshers targets and additional costs for website, audit fees and survey costs in the Q1 Reforecast. It was confirmed that the Wellbeing Hoodies and the Governance Review was being paid for by the University. The Chief Executive explained that the Students' Association had previously tried to use a formula within the Traffic Light System but due to the significant variance in funding levels within budget lines this had proved unsuccessful. The Finance Manager confirmed that the high Trade Debtors was due to an outstanding Block Grant payment from the University.

7. Risk Register Update

The Chief Executive provided an update on the quarterly review of the Risk Register. He explained that the full annual review of the Risk Register is planned for the February Board and will be aligned to the new strategic plan, The Bigger Plan 2020.

8. Health, Safety and Wellbeing Policy

The Chief Executive presented the revised Health, Safety and Wellbeing Policy. He explained that the revised policy was based on the DWF Health and Safety Policy template provided by the NUS HR Support Unit that is reviewed quarterly. He added that the Policy was also benchmarked against the GCU Safety, Health and Wellbeing Policy and through consultation with the GCU Health and Safety Adviser. The Chief Executive discussed the key changes which include: volunteers responsibilities being made more explicit; section on National Health Alerts added; information added about Food Safety; section on Staff and Volunteer Wellbeing added; Health and Safety Committee remit reviewed; staff member appointee added to Health and Safety Committee; Bomb Threats and Suspicious Items policy rewritten; Smoke Free Policy and Alcohol, Drugs and Other Substance Misuse Policy revised to be compliant with relevant Healthy Working Lives criteria and Adverse Weather Policy added. The Chief Executive also explained that the revised Health, Safety and Wellbeing Policy had been approved by the Health and Safety Committee on 1 December 2016. **The Chair called for a vote to approve the proposed Health, Safety and Wellbeing Policy. Vote: For – 9 Against – 0 Abstentions – 0. The Health, Safety and Wellbeing Policy was therefore approved.**

9. Staff Pay Settlement 2017

As was discussed under agenda item 2, there was a potential conflict of interests for Lauren Ramage, Chris Daisley and Kevin Campbell and it was agreed they would not get involved in discussions on this item and abstain in the vote.

The Chief Executive presented the proposed Staff Pay Settlement 2017 proposal. It was proposed that staff are awarded a 1.1% pay award settlement in April 2017 and that the student staff hourly rate would increase to £8.45 in April 2017, in line with the Living Wage Accreditation. He highlighted that the 1.1% would also be awarded to the Full Time Officers in June 2017. The Chief Executive explained that the University had award their staff a 1.1% increase and added that he did not think the Local Government pay settlement would be higher than 1%, given the Scottish Government Public Sector Pay Policy was a 1% cap. **The Chair called for a vote to approve the proposals. Vote: For – 6 Against – 0 Abstentions – 3. The Staff Pay Settlement 2017 was therefore approved.**

10. Commercial Strategy

The Activities Manager presented the revised Commercial Strategy options paper. The paper outlined three potential future scenarios and that each would have an impact on contribution to budget.

The Activities Manager proposed a short life working group that involved Trustees to establish a recommendation for the Board for February 2017. The Chair invited members to nominate themselves for group – Stuart McCallum, Jen Broadhurst, Lisa Kirkwood, Kevin Campbell and Chris Daisley nominated themselves. **Action: Activities Manager.**

11. Financial Projections 2020

The Chief Executive presented the draft Financial Projections 2020 paper and a discussion took place.

12. Stakeholder Analysis

The Activities Manager presented the draft Stakeholder Analysis. He explained that the Stakeholder Analysis will form part of the new Marketing and Communications Strategy that will be aligned to The Bigger Plan 2020. He highlighted that Relationships and Partnerships is a key element within the NUS Quality Students' Unions accreditation and Openness and Accountability was a criteria with the NUS Good Governance Audit. He further explained that Trustees had identified the stakeholders within the document and the Communications Steering Group had been consulted on the development of the Stakeholder Analysis. The Board discussed the draft Stakeholder Analysis and confirmed that all stakeholders had been correctly identified. A brief discussion took place on including liberation areas, such as disabled students, but it was felt it was not necessary to drill down to this level. It was agreed that Students' Association staff were Key Players. The quality of the Stakeholder Interest section was also praised by Trustees. The Activities Manager confirmed to the Board that the final Stakeholder Analysis will be presented to the Board in February 2017. **Action: Activities Manager**

13. Student Voice Report

Kevin Campbell presented the Student Voice Report which was a review of the Ideas from the first and second meeting of Caledonian Student Voice in 2016/17. The Board were given a brief background on the Ideas and whether they were approved. The Board were asked to reflect on the Ideas passed and to be mindful of any legal, reputational or financial implications for the Students' Association. It was highlighted that implementation of the class rep printing was still to be discussed. It was also discussed that it is not appropriate, in a student-led organisation, for the Chief Executive to approve the logo for a student group and that this should be retained with Student Voice. There was a consensus by the Board that the logo approval for The Edit should remain with Student Voice and this part of the revised Edit Policy was not approved. The Board actioned the Chief Executive to communicate this outcome to relevant parties. **Action: Chief Executive.**

14. Chief Executive Report

The Chief Executive presented his paper and highlighted that the Quinquennial Review is expected to be presented to University Court in February 2017, that the Full Time Officer Elections are taking place from the 6th to 19th March 2017 and the resignation of the Societies Co-ordinator. The Chief Executive also asked Trustees to complete the Board Performance Review on survey monkey. The Chief Executive confirmed that the website platform still had ongoing problems with PhD students and how their details are loaded onto the system. This is an internal GCU problem, due to the way these students' IT is managed by the University. It was suggested that this could be addressed through the new Student Records System. The Vice President SEBE is on the working group and was actioned to raise this with the University. **Action: Vice President SEBE.**

15. Trustee Board Chair Performance Review

At 8.05pm the Chair, Lauren Ramage, left the room for discussions to take place and the Vice Chair, Lynn Tennent, took over as Chair.

The Vice Chair discussed the paper which provides the findings of the Trustee Board Chair Performance Review and thanked the nine Trustees that completed the survey.

At 8.10pm the Chair, Lauren Ramage, re-entered the room and took over as Chair.

16. Chief Executive Objectives 2016/17

At 8:12pm all staff left the room for Trustees to discuss the Chief Executive's Objectives. The Chair took over as Clerk to minute the meeting.

The Chair and Vice Chair conducted the Chief Executive's Performance Review on 3 November 2016. Provisional objectives were agreed. **The Chair called for a vote to approve objectives set for the Chief Executive throughout 2016/17. Vote: For – 9 Against – 0 Abstentions – 0. The Chief Executive Objectives for 2016/17 are approved.**

At 8.18pm the staff returned to the meeting.

17. Trustee Board Previous Minutes

The Chair called for a vote to approve the minutes of the meeting of the Trustee Board held on Monday, 29 August 2016. For: 8 Against: 0 Abstentions: 1. The minutes from the previous Trustee Board meeting held on 29 August 2016 were passed as an accurate record of the meeting.

18. Extraordinary Trustee Board Previous Minutes

The Chair then called for a vote to approve the minutes of the meeting of the Extraordinary Trustee Board held on Monday, 24 October 2016. For: 7 Against: 0 Abstentions: 2. The minutes from the Extraordinary Trustee Board meeting held on 24 October 2016 were passed as an accurate record of the meeting.

19. Matters Arising

19.1 Volunteer Policy

The Volunteer Policy has been approved by Student Voice. This matter was therefore resolved.

19.2 Trustee Board Chair Performance Review

The Chair thanked those who had completed her Chair Performance Review. This matter was therefore resolved.

19.3 Student Friendly Strategic Plan

The Student Friendly Strategic Plan has not been produced but should be finalised in January 2017 to be presented to the Board. This matter is ongoing. **Action: Chief Executive.**

19.4 Strategic Plan Feedback

The Chair thanked those trustees who had submitted any final feedback on minor changes to the strategic plan. This matter was therefore resolved.

20. Governance Review Update

The Trustee Board were asked to note progress with the Governance Review Update.

21. Quinquennial Review Update

The Trustee Board were asked to note progress with the Quinquennial Review Update.

22. Revised Financial Policy and Procedures

The Trustee Board were asked to note the progress with the Revised Financial Policy and Procedures.

23. Executive Committee Report

The Trustee Board were asked to note the report from the Executive Committee.

24. Quality Student Unions Update

The Trustee Board were asked to note progress with the Quality Student Unions accreditation.

25. Investing in Volunteers Update

The Trustee Board were asked to note progress with the Investing in Volunteers accreditation.

26. Freshers Report 2016

The Trustee Board were asked to note the Freshers Report 2016.

27. AOCB

The Chair reminded the Board that the Trustee Board Workshop will take place, in the evening, on Monday, 23 January 2017.

The Chair thanked the Board for their input this Trimester and wished everyone a very Merry Christmas and Happy New Year.

The meeting closed at 8.21pm.

The next meeting of the Trustee Board is on 20 February 2017.

TRUSTEE BOARD MEETING

The Minutes of the Trustee Board meeting held on Monday 20th February 2017 at 6pm in NH209.

Sederunt:

Lauren Ramage, Sabbatical Trustee (**Chair**)
Jodie Waite, Sabbatical Trustee
Chris Daisley, Sabbatical Trustee
Kevin Campbell, Sabbatical Trustee
Stuart McCallum, External Trustee (arrived 6.04pm)
Iniobong Enang, Student Trustee
Lisa Kirkwood, External Trustee
Jen Broadhurst, Student Trustee
Kirsty McCallum, Student Trustee (arrived 6.20pm)

Apologies:

Sarah Walker, External Trustee
Lynn Tennent, External Trustee

In Attendance:

David Carse, Chief Executive
Gordon McTweed, Activities Manager (present until point 11)
Caroline Miller, Representation and Advice Manager (present until point 11)
Melissa Cairney, Finance Manager (present until point 11)
Kathryn Collins, Clerk

At 6.00pm the Chair commenced the meeting.

1. Chairs Announcements

The Chair welcomed and thanked the members for their attendance at the meeting.

The Chair pointed out to members the new section on the coversheet which outlines whether the paper is for information, discussion and/or approval.

The Chair added that the Finance Manager, Activities Manager and the Representation and Advice Manager would be leaving the meeting at point 11 on the agenda.

At 6.04pm Stuart McCallum, External Trustee, arrived at the meeting.

2. Declaration of any Conflicts of Interest

The Chief Executive stated that he had a conflict of interest on agenda item 14, Risk Register and would explain further at that point.

3. Agenda Change of Order

The Chair asked members if anyone wished to move any items further up the agenda or moved into a different section. No items were asked to be moved on the agenda.

4. Confidential Items

The Chair asked members to determine if they wished any agenda items to have their confidentiality grading to be changed. No items had their confidentiality grading changed.

5. Management Accounts to January 2017

The Finance Manager explained that the paper is a summary of actual costs to the end of January 2017, against the Quarter 1 Reforecast. The Balance Sheet as of 31st January 2017 was included for information.

6. Commercial Strategy

The Activities Manager thanked the Trustees involved in the short-life working group to discuss the commercial strategy. The Activities Manager introduced the paper and said that the paper provided a short overview of the next steps to reviewing the organisations commercial strategy, or non-grant fund income, and provides three options and a recommendation for consideration. The Chair called for a vote to approve the recommendation of Option 3 from the Commercial Strategy paper. **Vote: For: 8; Against: 0; Abstentions: 0.**

7. Quality Students' Union Audit

The Representation and Advice Manager said the paper provides the draft 12 statements being submitted for the Audit which will take place on 27th and 28th March 2017. The Audit will verify our self-assessment and provide a quality rating of Excellent, Very Good, Good or Working Towards. The Students' Association currently holds the Good rating and our target is to move to Very Good. The Representation and Advice Manager asked the Trustee Board to discuss the draft statements and establishes any suggested changes. The Representation and Advice Manager added that a further two meetings with the Quality Students' Union Steering Group will take place to hear feedback before final submission. A final draft of the report for submission will be sent to Trustees for their perusal. **Action: Chief Executive.** The Chief Executive added that achieving Very Good in Quality Students' Association is one of the big actions within The Bigger Plan 2020.

8. Stakeholder Analysis

The Activities Manager said that the paper is the latest iteration of the Stakeholder Analysis based on feedback from the Board in December 2016 and the Communications Steering Group in February 2017. The Activities Manager added that the Strategy for Engagement section had been updated as per the feedback received. The Board were advised that the Stakeholder Analysis will form part of the revised Marketing and Communications Strategy. From discussions around the table it was suggested that Academic Schools, be updated for the Degree of Influence from Low to High as they are Key Players. **Action: Activities Manager.** The Chair called for a vote to approve the Stakeholder Analysis. **Vote: For: 8; Against: 0; Abstentions: 0. The Stakeholder Analysis, after the amendment, was therefore approved.**

At 6.20pm Kirsty McCallum, Student Trustee, arrived at the meeting.

9. Draft Marketing and Communications Strategy

The Activities Manager asked the Board to discuss the paper outlining the draft Marketing and Communications Strategy 2017-2020 and to offer any additions or amendments. The draft Communications and Marketing Strategy has already been to the Communications Steering Group for discussion. It was confirmed that the Target Audience section of Appendix 1: Communication Methods is still to be completed and a timeline document which will give more detail is to follow from the Communication and Media Co-ordinator. The Trustee Board is requested to feedback

comments on the draft document. One concern was raised on how dynamic and responsive the Strategy was with social media tools over the three year period, with Snap Chat being provided as an example. The Activities Manager expressed confidence that the strategy was flexible enough to be responsive to changing trends and technology. The Activities Manager explained that the final draft will be presented at the May Board.

10. Investing in Volunteers Accreditation

The Activities Manager explained to the Board that the Students' Association was informed on 25th January 2017 that it had successfully achieved the Investing in Volunteers Accreditation. The Activities Manager introduced the Final Report and a brief discussion ensued. The Activities Manager explained that consideration will be given internally to the recommendations outlined within the report. The Board congratulated all those involved on a great job and for achieving the award. It was highlighted that this accreditation would contribute to the Quality Students' Unions audit.

11. Trimester 1 2016/17 Report

The Chief Executive introduced the paper and explained that the report has been re-aligned to The Bigger Plan 2020. The Chief Executive explained that it had been a more challenging Trimester as the organisation responds to the 5% Block Grant cut from GCU and establishes new ways of working to achieve KPIs and other measures. The Chief Executive added that it was challenging to produce a Key Performance Indicator (KPI) Dashboard as many KPIs could only be reported on a Trimester or annual basis, such as annual survey questions but that this report would provide an update to Trustees on progress. He also explained that the engagement statistics would be reported within the Chief Executive's quarterly report. The Chief Executive went through the report and highlighted positive areas and areas for improvement. The Board welcome the enhanced focus on outcomes and impact, citing the development of the sports and societies sections. The Chief Executive explained that the focus was on developing storytelling and case studies within the strategic plan.

At this point in the meeting, 6.40pm, the Chair called for a comfort break. The Finance Manager, Activities Manager and the Representation and Advice Manager left the meeting.

The meeting resumed at 6.45pm.

12. Draft Budget 2017/18

The Chief Executive introduced the paper outlining the Draft Budget 2017/18. After a discussion the Chair called for a vote to approve Draft Budget 2017/18. **Vote: For: 9; Against: 0; Abstentions: 0. The Draft Budget 2017/18 was approved.**

13. Financial Projections 2020

The Chief Executive introduced the Financial Projections 2020 paper and explained that this paper had been revised based on the recommendation within the Commercial Strategy paper. The Board noted the financial projections for the duration of the strategic plan period.

14. Risk Register

The Chief Executive introduced the Risk Register paper and explained that the Risk Register had received a full review to align to The Bigger plan 2020. He thanked Sarah Walker, Iniobong Enang and Kirsty McCallum on contributing to the Risk Register short-life Working Group. The Chief Executive talked Trustees through the key changes to the Residual Risks and new risks added to the Risk Register. The Chief Executive said that a new column had been added to the Risk Register to show the changes of the risk either going up, down, or remaining the same. The Chair called for a vote to approve the Risk Register. **Vote: For: 9; Against: 0; Abstentions: 0. The Risk Register was approved.**

15. Student Trustee Attendance

The Chief Executive informed Trustees that Ekpeloodum Excellence S.J. Robert, has resigned from his position as Student Trustee on 13th February 2017. The Chair asked members their thoughts on replacing this position to which members agreed to not to replace Robert as there is only one more Trustee Board meeting, for 2016/17, to take place in May.

16. Governance Review

The Chair introduced the Governance Review paper that included the NUS Strategic Support Unit Governance Review (NUS Good Governance Audit, Board Observation and High Performing Board Workshop), Desk Based Research on Trustees Boards, an extract of the minutes of the Trustee Board on 12th February 2015 and the revised NUS Good Governance Audit.

The Chair asked members for feedback on how they found the NUS Strategic Support Unit Governance Review. Trustees discussed that they found the opportunity to discuss governance useful and stimulated some conversations but overall felt the review was not value for money, that the consultant lacked credibility and experience, that recommendations were highly prescriptive in places and that NUS could not provide examples from other associations or unions to support recommendations. Some members felt that the Governance Review could have been better conducted by our External Auditors or lawyers.

The Chair asked members if they could review and approve the revised NUS Good Governance Audit which had been updated to reflect the feedback from the NUS Strategic Support Unit and actions that have already taken place. The Chair explained that the audit was a tracked changes document to make it easy for Trustees to identify the changes. A new diagram showing the links between democracy, governance, and operations within the Students' Association was circulated by the Chief Executive. The Chief Executive explained that the NUS Good Governance Audit toolkit would be used as evidence for the Quality Students' Unions audit. The Chair said that there are still outstanding actions that will be progressed as outlined within the audit. The Chair called for a vote to approve Revised Good Governance Toolkit. **Vote: For: 9; Against: 0; Abstentions: 0. The Revised Good Governance Toolkit was approved.**

The Chair asked Trustees for any aspects of the NUS Strategic Support Unit report that they would like to discuss or to be taken forward. Trustees discussed that there were many strong areas of governance within the Students' Association that were highlighted in the report, including the high quality reporting to the Board. The Chief Executive said that all Senior Managers attendance for the entire duration Board has already been reviewed. A discussion took place on introducing 'Board Talk' before or after the Board meeting. The Chief Executive said that whilst this is worth exploring it should not be to the detriment of collegiate working with staff. It was agreed that this should be piloted at the end of a future meeting. **Action: Chair.** It was also confirmed that the Ad Hoc Working Groups would continue where necessary, such as was conducted for the Governance Review, Commercial Strategy and Risk Register review.

The Chief Executive introduced the Desk Based Research on Trustee Boards in students' associations in Scotland and in the sector. He explained that this research included who was Chair for each Board and the length of term of the External Trustees. The Chief Executive highlighted that NUS, through its Model Articles of Association, promotes the Student President being Chair of Trustee Boards in order to be truly student-led organisations and encourages Student Trustees moving towards a two year term to assist with Board continuity. He however added that there was a mixed picture within Scotland with five associations using an External Trustee as the Chair. He also added that the Good Governance: a Code for the Voluntary and Community sector identified that the Chair should be identified based on the skill set required for the role. After a brief discussion it was decided that the

Chair would remain the Student President, that a Student Trustee could be a two year term and the term of an External Trustee would remain the same. It was noted that an Idea would need to be presented to Student Voice to change the bye-laws for Student Trustees length of term. **Action: Chair.**

The Chair then asked the Board to review the extract of the Minutes of the Trustee Board on 12th February 2017 where a decision was made by the Board to approve an extension of the length of term of an External Trustee who was appointed Vice Chair. A question was asked on why this had not been approved by Student Voice already and the Chief Executive explained the context to the complications in taking this forward. The Chair asked the Board whether they still agreed with the original proposal and after a brief discussion this was confirmed. It was noted that an Idea would need to be presented to Student Voice to change the length of term of the Vice Chair and it was acknowledged that this was a difficult proposal to explain. **Action: Chair.**

At 7.55pm the Chief Executive and the Clerk left the meeting room whilst the Board discussed the role of performance managing the Chief Executive. Jen Broadhurst took over taking the minutes from the Clerk.

The Chair explained that the Trustee Board Chair has responsibility for the performance management of the Chief Executive with the assistance of the Vice Chair but would like to discuss whether the Vice Chair could lead the performance management of the Chief Executive with the assistance of the Chair, ie the Vice Chair takes a more significant role. Kevin Campbell declared a conflict of interests as the Student President-elect and refrained from being involved in discussions. The Vice Chair had highlighted the importance, regardless of who leads the performance management, for the effective professional support of the Chief Executive to the Chair. After a brief discussion it was decided that there should be no change to the status-quo. The Chair reminded Trustees that creation of the Chief Executive Performance Management Framework was included within the NUS Good Governance audit as an action.

At 8.10pm the Chief Executive and the Clerk returned to the meeting.

17. Trustee Board Performance Review

The Chair introduced the paper outlining the results of the Trustee Board Performance Review, which was a self-assessment tool completed by Trustees. The Chair explained that the two main themes identified was that some Trustees felt they do not act as a champion for the Students' Association outside of meetings and some Trustees could contribute more to the Students' Association and the Board. The Chair encouraged all Trustees to identify what actions they could personally take forward. It was noted that the same Trustee disagreed with 10 statements and was encouraged to speak to the Chair or Vice Chair in confidence to discuss their concerns or to establish any learning and development needs.

18. Chief Executive's Report

The Chief Executive presented his paper and highlighted that there were 14 candidates in the Full Time Officer elections and that voting opens on Monday 6th March and closes on Friday 10th March 2017 at 2pm, with the results being announced at Strathclyde Union at 7pm on Friday 10th March. The Chief Executive also added that he was at a Chief Executive Networking Conference in Birmingham on 19th and 20th January 2017 and highlighted two interesting presentations, one on NSS Collective Research Project testing the impact of the new NSS question and a presentation of the impact of Brexit that Trustees should note.

19. Trustee Board Previous Minutes

The Chair called for a vote to approve the minutes of the meeting of the Trustee Board held on Monday 12th December 2016. **For: 8; Against: 0; Abstentions: 1.**

20. Matters Arising

20.1 Commercial Strategy Working Group

The Chair confirmed that the Commercial Strategy Working Group had met and this matter was therefore resolved.

20.2 Stakeholder Analysis Final Draft

The Chair confirmed that the Stakeholder Analysis had been presented to the Board and therefore the matter was resolved.

20.3 The EDIT Logo

The Chief Executive confirmed that he informed all relevant parties that the approval of The EDIT logo would continue to be approved by Student Voice. This matter was therefore resolved.

20.4 Student Records System and PhD students

The Vice President SEBE explained that he sits on the GCU Student Information Management System (SIMS) working group and would raise the issue of PGR students receiving both a student and staff email account and that they do not use their student account, therefore resulting in problems using the Students' Association website. He explained that a further update will be given at the next meeting. This matter is ongoing. **Action: VP SEBE.**

20.5 Chair Performance Review

The Vice Chair explained that she has not yet met with the Chair regarding her Chair Performance Review and this matter is ongoing. **Action: Vice Chair.**

20.6 Student Friendly Strategic Plan

The Chief Executive explained that the Student Friendly Strategic Plan leaflet had been produced and included within the papers. He asked for any further feedback by 22nd February 2017 so it could be sent to the printers. **Action: Trustees.** The Chief Executive added that a video was in the process of being made in relation to The Bigger Plan 2020.

21. Student Voice Report

The Board noted the report from the 3rd Student Voice meeting of 2016/17.

22. Executive Committee Report

The Board noted the report from Executive Committee.

23. Annual Report on Health and Safety

The Board noted the Annual Report on Health and Safety.

24. Annual Report on Complaints

The Board noted the Annual Report on Complaints.

25. Quinquennial Review

The Board noted the Quinquennial Review paper which will be presented to University Court meeting for approval in February 2017.

26. Any Other Business

The VP SHLS commented that he would be part of a Task and Finish Group in relation to the National Student Survey, Postgraduate Research Experience Survey, Postgraduate Taught Experience Survey and new Undergraduate survey. He said that he has ensured that the Students' Association is reflected, where relevant, in questions within these surveys.

The Chief Executive reminded members of the highly sensitive and confidential decisions made at the meeting and Trustees were reminded not to discuss items outside of the meeting.

The Chair prompted members to check out key dates on the Students' Association website for Trustees to attend events.

The meeting closed at 8.40pm.

The next meeting of the Trustee Board is on 22nd May 2017.

EXTRAORDINARY TRUSTEE BOARD MEETING

The Minutes of the Extraordinary Trustee Board meeting held on Monday 10th April 2017 at 6pm in NH209.

Sederunt:

Lauren Ramage, Sabbatical Trustee (**Chair**)
Jodie Waite, Sabbatical Trustee
Chris Daisley, Sabbatical Trustee
Kevin Campbell, Sabbatical Trustee
Stuart McCallum, External Trustee
Lisa Kirkwood, External Trustee
Lynn Tennent, External Trustee

Via Telephone:

Sarah Walker, External Trustee
Iniobong Enang, Student Trustee
Jen Broadhurst, Student Trustee

Apologies:

David Carse, Chief Executive
Kirsty McCallum, Student Trustee

In Attendance:

Kathryn Collins, Clerk

At 6.00pm the Chair commenced the meeting.

1. Chairs Announcements

The Chair welcomed and thanked the members for their attendance at the meeting.

2. Declaration of Interests

The Chair stated that Jodie Waite had a conflict of interest in agenda item 5.

3. Cycling Rate

The Chair introduced the paper that proposed a change to the Financial Policy and Procedures to include a section on a Cycling Mileage Rate. It was explained that the reason behind the proposal was that this was a new requirement within the NUS Green Impact accreditation, under criteria SU004, and this would have to be approved before the submission date of 5th May 2017 in order to achieve the Good Award. The Chair called for a vote to approve the wording for the bicycle mileage rate within the paper to be added to the Financial Policy and Procedures. **Vote: For: 10; Against: 0; Abstentions: 0. The addition of a bicycle mileage rate within the Financial Policy and Procedures was approved.**

4. Election of Vice Chair

The Chair advised that Lynn Tennent finishes her second term of office as an External Trustee and as Vice Chair on 31st May 2017 and therefore there was a requirement to elect a new Vice Chair. The Chair introduced the paper which outlined the requirements of electing a Vice Chair and highlighted the Role Description for the Vice Chair. Lynn Tennent also provided an insight into the role as Vice

Chair. The Chair asked if any External Trustees were initially interested in nominating themselves and both Lisa Kirkwood and Stuart McCallum put themselves forward. After a discussion took place on the experience of Lisa Kirkwood and Stuart McCallum and on the requirements of the role, Stuart McCallum decided to withdraw his nomination due to current work commitments. **The Chair called for a vote to approve Lisa Kirkwood as the new Vice Chair of Trustee Board as of 1st June 2017. Vote: For: 9; Against: 0; Abstentions: 1. Lisa Kirkwood was therefore approved as the new Vice Chair of the Trustee Board.** The Trustee Board congratulated Lisa Kirkwood on her new role as Vice Chair.

Item 5 and Item 6 are confidential.

The meeting closed at 7.05pm.

TRUSTEE BOARD MEETING

The Minutes of the Trustee Board meeting held on Monday 22nd May 2017, at 6.00pm in NH208.

Sederunt:

Lauren Ramage, Sabbatical Trustee (**Chair**)
Jodie Waite, Sabbatical Trustee
Chris Daisley, Sabbatical Trustee
Kevin Campbell, Sabbatical Trustee
Stuart McCallum, External Trustee (arrived at 6.20pm)
Sarah Walker, External Trustee
Lynn Tennent, External Trustee
Lisa Kirkwood, External Trustee
Iniobong Enang, Student Trustee
Kirsty McCallum, Student Trustee (arrived at 6.30pm)

Apologies:

Jen Broadhurst, Student Trustee
Melissa Cairney, Finance Manager
Rachel Simpson, Incoming Sabbatical Trustee
Susanne Quigg, Student Trustee
Gavin MacLeod, Student Trustee

Observer:

Alan Gordon Adamson, Student Trustee
Yetunde Ogedengbe, Incoming Sabbatical Trustee

In Attendance:

David Carse, Chief Executive
Gordon McTweed, Activities Manager (present until point 12)
Caroline Miller, Representation and Advice Manager (present until point 12)
Kathryn Collins, Clerk

At 6.00pm the Chair commenced the meeting.

1. Chairs Announcements

The Chair welcomed and thanked the members for their attendance at the last meeting of 2016/17. Members were informed that Alan Adamson and Yetunde Ogedengbe would be attending the meeting as observers only.

The Chair congratulated Jodie Waite on her new role as Vice President Education 2017/18 with NUS Scotland.

The Chair informed members that her last day with GCU Students' Association would be on Wednesday 24th May 2017.

The Chair updated members that the section on Confidential Items had been removed as it was deemed that all items are confidential. The Chair reminded any Trustee who wished to discuss agenda items outside of Board meetings should seek the consent of the Chair, or the Chief Executive who would be able to advise if the information is already in the public domain.

The Chair added that the Activities Manager and the Representation and Advice Manager would be leaving after point 11 on the agenda.

2. Declaration of any Conflicts of Interest

The Chief Executive stated that he had a conflict of interest on agenda item 20.3, Senior Managers Notice Period.

3. Agenda Change of Order

The Chair asked members if anyone wished to move any items further up the agenda or moved into a different section. No items were asked to be moved on the agenda.

4. Management Accounts to February 2017

The Chief Executive explained that when the Management Accounts were available they would be forward to Trustees. **Action: Chief Executive.**

5. Revised Financial Policy and Procedures

The Chief Executive introduced the Revised Financial Policy and Procedures paper. He explained that the last review took place in May 2015 and that an initial draft was presented to the Trustee Board in December 2016 and there are now further revisions proposed. The Chief Executive talked through the key proposed changes and explained the consultation approach. The recommendation within the Management Letter by the External Auditor has not been addressed within the Financial Policy and Procedures, i.e. does not appear to be formal procedures in place for regular banking of cash held in the safe. He explained the Finance Manager would address this for the October Board. **Action: Finance Manager.** To a question raised the Chief Executive clarified that the Full Time Officers will now receive the Monthly Management Accounts that are sent to GCU every month. The Chair called for a vote to approve the review of the Financial Policy and Procedures. **Vote: For: 8; Against: 0; Abstentions: 0. The review of the Financial Policy and Procedures was approved.**

6. Changes to Bank Signatories

The Chief Executive introduced the Change in Bank Signatories paper and explained that the Bank of Scotland required the Trustee Board to consent to the changes in the bank signatories. He explained that the Full Time Officers, Vice Chair and Chief Executive are a Full Signatory and other Trustees are a Non-Signatory. He advised that the Charity Trustee Declaration Form had been updated to reflect the information required from the bank.

At 6.20pm Stuart McCallum, External Trustee, arrived at the meeting.

The Chief Executive added that the Students' Association will be undertaking a Banking Review in summer 2017 with a report being produced for the Board. Any new bank may require further checks.

The Chair called for a vote to approve the proposed changes to the bank signatories as outlined with the paper. **Vote: For: 9; Against: 0; Abstentions: 0. The Change in Bank Signatories was approved.**

7. Communications and Marketing Strategy 2020

The Activities Manager introduced the Communications and Marketing Strategy 2020 paper. He advised that there had been no changes to the proposed strategy presented to the Board in February 2017. No further questions were asked. The Chair called for a vote to approve the Communications and Marketing Strategy 2020. **Vote: For: 9; Against: 0; Abstentions: 0. The Communications and Marketing Strategy 2020 was approved.**

8. Commercial Strategy 2017-2020.

The Activities Manager introduced the Commercial Strategy 2017-2020 paper and said that the paper provides the Trustee Board with the organisation's commercial strategy for reaching the targets set out in the Financial Projections 2020. No questions were asked. The Chair called for a vote to approve the Commercial Strategy 2017-2020. **Vote: For: 9; Against: 0; Abstentions: 0. The Commercial Strategy 2017-2020 was approved.**

At 6.30pm Kirsty McCallum, Student Trustee, arrived at the meeting.

9. Student Voice Report

Kevin Campbell, Sabbatical Trustee, introduced the paper on the fourth meeting of Student Voice. He provided a brief summary of the Ideas (motions) and policies passed by Student Voice that included a discussion on the disaffiliation of NUS, which was not approved. He advised that Trustee Board were required to approve any changes to the Funding Models for sports and societies proposed by the Sports Council and Societies Council. The Chair called for a vote to approve the revised funding model for sports clubs and societies, as outlined in the Sports and Societies Policy Documents. **Vote: For: 9; Against: 0; Abstentions: 1. The Societies Council and Sports Council Funding models were approved.** The revised funding models for sports clubs and societies were approved. It was also proposed that the Life Membership Policy be amended to be 'non-student' instead of 'external', so that Honorary Membership could also be awarded to GCU or Students' Association staff. The Chair called for a vote to approve this amendment to the Life Membership Policy. **Vote: For: 9; Against: 0; Abstentions: 1. The amendment to the Life Membership Policy was approved.**

10. Elections 2017 Report

The Representation and Advice Manager said that the report provides an update on the Full Time Officer Elections 2017, including voter turnout, demographics of voters, communications, candidates' survey and future recommendations. Highlights include a turnout of 2,647 students, an increase of 202 votes from the previous year. There were 14 candidates standing for the Full Time Officer Elections 2017 (2016: 8), and after 1 candidate withdrew the election was contested by 13 candidates. The Chief Executive highlighted that there was a considerable mix of demographics for the candidates, including one from GCU London. The Representation and Advice Manager discussed the six recommendations made for the 2018 Full Time Officer Elections. There were no questions asked. The Board gave their congratulations on the Full Time Officers-elect.

11. Draft Quality Students' Unions Report

The Representation and Advice Manager discussed the draft Quality Students' Union Report from the audit that took place on 18th and 19th April 2017. The report confirms that we have moved from **Good** to **Very Good** and therefore met this Big Action within The Bigger Plan 2020. The Chief Executive highlighted that the Students' Association is the first modern university in Scotland to achieve this award and the second overall in Scotland. The Board provided feedback to the Chief Executive on the accuracy of parts of the report for the auditor, including that it should read SUEI Bronze, that the name of the organisation was wrong throughout the document and that several of the recommendations are already been enacted prior to the audit. The Chief Executive noted the proposed amendments. The Representation and Advice Manager added that the final report will be coming back to the Board for discussion and next steps. The Board thanked all those who were involved in achieving the Quality Students' Unions Very Good accreditation.

At this point (6.50pm), the Representation and Advice Manager and the Activities Manager left the meeting.

12. Trimester 2 2016/17 Report

The Chief Executive apologised that the Trimester 2 report was not yet available but this was due to considerable attention that was required elsewhere in the organisation. He advised that current progress on memberships was outlined within his report. He advised that the Trimester 2 report would be circulated in due course. **Action: Chief Executive.**

13. International Student Barometer Report

The Chief Executive presented to the International Student Barometer paper that outlines the results from the Autumn Wave 2016. He informed that the Students' Association received a 93% satisfaction, performing well against International, Modern Universities, UK and Scottish averages benchmarking. He however advised that Clubs and Societies have taken a 2% drop in satisfaction and was performing poorly against all benchmarked institutions. It was agreed that further focus should be made on international students and involvement in societies within the annual planning for 2017/18. **Action: Activities Manager.**

14. Student and External Trustee Appointments

The Chair introduced the Student and External Trustee Appointments paper. The Chair advised that the Appointments Committee had selected Alan Adamson, Susanne Quigg and Gavin MacLeod as Student Trustees for 2017/18, with the ability for a one year extension. The final vacancy will be advertised again in September 2017.

A discussion also took place on the specialism required from the new External Trustee. The Appointments Committee had proposed Marketing and Communications, Income Generation, HR, Third Sector and Community Engagement. These skill sets was approved and it was agreed that the recruitment would open during summer 2017. **Action: Chief Executive.**

The Chair asked members view on Trustee Board Training and whether the Residential Training Weekend should continue or whether new Trustees should receive external training and that a Board half day event would take place. The Board discussed the merits and limitations of each approach. It was decided that the in-house Residential Training Weekend would continue and that the Chief Executive would explore whether NUS could provide part of the training. **Action: Chief Executive.** It was agreed that the Students' Association could not budget for external training and a training residential. The Chief Executive however advised that free training was provided within the third sector and would highlight to trustees as opportunities arose.

15. Budget 2017/18 Update

The Chief Executive provided an update on the Block Grant 2017/18 progress.

16. Sector meeting with OSCR

The Chair informed Trustees on a sector meeting that she attended with the Office of the Scottish Charity Regulator (OSCR) on 28th April 2017, attended by Full Time Officer Trustees, Student Trustees, External Trustees and Senior Managers from Scottish students' associations. A discussion at the meeting took place on the tensions and challenges for Full Time Officers: being elected, being trustees and being staff. OSCR advised that the appointment of a Chair should be in a way that works best for their organisation and they do not have a view on whether this should be the Student President, which is different to NUS advice. The Chair advised that OSCR recognised the risks within the students' association sector and would work with NUS to advise accordingly, however each charity is responsible for assessing its own risks and addressing these.

17. Chief Executive Report

The Chief Executive presented his paper and highlighted the Annual Satisfaction Survey had 916 responses and re-iterated again the risks of the new National Student Survey question, predicting that the students' association satisfaction score will significantly drop as sector research suggests that students do not understand the new question.

18. Trustees Appointed

The Chair asked if three members wished to sit on the Trustee Board Appointments Committee. Chris Daisley and Lisa Kirkwood put forward their names. The Chair asked Alan Adamson if he would be willing to sit on the Trustee Board Appointments Committee and he agreed. The Chair called for a vote to appoint Chris Daisley, Lisa Kirkwood and Alan Adamson on to the Trustee Board Appointments Committee. **Vote: For: 8; Against: 0; Abstentions: 2. Chris Daisley, Lisa Kirkwood and Alan Adamson were approved to sit on the Trustee Board Appointments Committee.**

The Chair asked if a member wished to sit on the Health and Safety Committee. It was noted that this position would be better for a student on campus as the meetings held were usually short. Alan Adamson put his name forward in the interim and it could be confirmed at the Board in October 2017 if he wished to remain on the Committee. **Action: Clerk.** The Chair called for a vote to appoint Alan Adamson on to the Health and Safety Committee. **Vote: For: 10; Against: 0; Abstentions: 0. Alan Adamson was approved to sit on the Health and Safety Committee.**

19. Trustee Board Previous Minutes

The Chair called for a vote to approve the minutes of the meeting of the Trustee Board held on Monday 20th February 2017. **Vote: For: 8; Against: 0; Abstentions: 2. The minutes were approved.**

The Chair called for a vote to approve the minutes of the meeting of the Extraordinary Trustee Board held on Monday 10th April 2017. **Vote: For: 9; Against: 0; Abstentions: 1. The minutes were approved.**

20. Matters Arising

20.1 Feedback on QSU submission

The Chief Executive thanked Trustees who provided feedback on the Quality Students' Union statements. This matter is resolved.

20.2 Update Stakeholder Analysis

The Chief Executive advised that the Stakeholder Analysis was updated. This matter is resolved.

20.3 Senior Managers Notice Period

The Chief Executive advised that he had a conflict of interests on this item and would therefore not get involved in discussions but would seek to answer any points for information. After it was established that the Board required further discussions the Chief Executive removed himself from the meeting.

At 7.45pm the Chief Executive left the meeting.

[Private and Confidential discussion]

At 8.02pm the Chief Executive returned to the meeting.

20.4 Piloting Board Talk

Members agreed to pilot the Board Talk as a standing agenda item for the next few meetings and if not used then removed from the agenda. This matter is resolved.

20.5 Student Trustee Idea to Student Voice

This Student Trustee Idea was taken to Student Voice meeting in March 2017 and approved. This matter is resolved.

20.6 Vice Chair Idea to Student Voice

This Vice Chair Idea was taken to Student Voice meeting in March 2017 but was not approved. This matter is resolved.

20.7 GCU Student Records System and PhD Students

This matter is ongoing and an update will be given at the next Board meeting. **Action: VP SEBE.**

20.8 Chair Performance Review Feedback

The Vice Chair advised that feedback had been presented to the Chair. This matter was resolved.

20.9 The Bigger Plan 2020 Leaflet and Video

The leaflet was distributed and the Chief Executive advised that he would circulate the link to the video. [Clerks Note: The video is available from www.GCStudents.co.uk/strategicplan]. This matter is resolved.

20.10 Chair to address Misconduct with Trustees

[Private and Confidential]. This matter is resolved.

20.11 Briefings before Student Voice

The Chair advised that the Chair would be responsible for ensuring that Full Time Officers are briefing on any matters from the Board to be discussed at Student Voice to ensure Collective Responsibility. This matter is resolved.

20.12 Chair to address Misconduct with Trustee

[Private and Confidential]. This matter was resolved.

20.13 Chair to arrange additional training for Trustee

The Chair advised that all returning Trustees would receive a Residential Training Weekend. This matter is resolved.

21. Executive Committee Report

The Board noted the report from the Executive Committee.

22. Risk Register

The Board noted the Risk Register.

23. Annual Cycle of Business 2017/18

The Board noted the Annual Cycle of Business and proposed dates for meetings of Trustee Board and Student Voice for 2017/18.

24. Any Other Business

The Chair thanked Lynn Tennant for her six years of service with the Trustee Board.

The Chair thanked Kirsty McCallum, Iniobong Enang, Jen Broadhurst and Jodie Waite for their time on the Trustee Board and they were presented with Honorary Life Memberships. Jodie Waite will be presented with her Honorary Life Membership after 16th June 2017. It was noted that Lynn Tennent already had an Honorary Life Membership.

Members wished the Chair good luck and all very best for the future. The Chair was presented with an Honorary Life Membership.

**The meeting closed at 8.10pm.
This is the last meeting of the Trustee Board 2016/17.**