

Minutes of the **EUSA Trustee Board Meeting** held on
Wednesday 25th January 2017 in the Middle Reading Room, Teviot

Present
Alec Edgecliffe-Johnson (AEJ) – President (Chair)
Jenna Kelly (JK) – VPS
Patrick Garratt (PG) – VPAA
Jess Husbands (JH) – VPSA
Esther Dominy (ED) – Student Trustee
Hannah Burghgraef-Rogues (HBR) – Student Trustee
Adam Noach (AN) – Student Trustee
Nathaniel Brimmer-Beller (NBB) – Student Trustee -Dept. 3pm
Bharat Chaturvedi (BC) – Student Trustee
Stewart Goldberg (SG) – External Trustee
Yvonne Stewart (YS) – External Trustee
Douglas Blackstock (DB) – External Trustee -Arr. 1:40pm

In Attendance
Stephen Hubbard (SH) – CEO
Euan MacLean (EM) – Finance Director
Alan Duff (AD) – Commercial Director
Zoi Mazluga (ZM) – Executive Assistant

Apologies
Sarah Purves (SP) – Director of Membership Support and Development

1.	Welcome/Introductions AEJ opened the meeting at 1:20pm and welcomed the group noting apologies from SP.
2.	Conflict of Interest None declared.
3.	3.1 Minutes from Previous Meeting, 28th September 2016 AEJ noted the minutes were approved and published online on the 16 th January.
	3.2 Matters Arising from Previous Meeting 3.2.1 AEJ confirmed ZM added HBR's query re the worker rights protection of liberation officers to the agenda of the next HR Subcommittee to be held on the 2 nd February. 3.2.2 AEJ confirmed ZM circulated the presentation on the central area development plans around Teviot extension from previous meeting.
4.	President's Report AEJ presented paper A noting the following highlights: <ul style="list-style-type: none"> The Mental Health and Wellbeing Week starts next week beginning 30th January

	<ul style="list-style-type: none"> • Lobbying continues for changes to the University of Edinburgh's (UoE) interruption studies policy • Successful #unapolgeticallyme campaign photo launch and subsequent exhibition
5.	<p>CEO Report</p> <p>SH presented paper B highlighting the central area project is going for discussion to the UoE Estates Committee on the 23rd March. There will be a verbal update accordingly at the following Trustee Board (TB) meeting on the 27th March.</p> <p>SH confirmed the Association had been granted use of the former Bank of Scotland space in Potterrow and aim to have completed works by the end of February.</p> <p>SH advised the NUS settlement vote, relating to the NUS affiliation fee, is coming up. It is for the students at NUS conference to decide on any proposals, however there SH stressed there is a financial impact as the Association purchases a lot through NUS.</p> <p>There is a reserved minute relating to commercial options on purchasing</p> <p>There is a further reserved minute relating to an approach from a new business startup to work with the Association.</p>
6.	<p>Director Reports</p> <p>6.1 Director of Membership Support and Development Report</p> <p>SH presented paper C in SP's absence highlighting the following points:</p> <ul style="list-style-type: none"> • Give it a Go was a success with higher engagement than anticipated • Work is ongoing on sabbatical training programme/induction, which as of next year, will have 5 sabbaticals. SP is reviewing the remits of all the sabbaticals and working with the current sabbaticals on ways to improve the training and induction going forward • The Representation and Democracy Manager is leaving the Association in February, recruitment is underway for a replacement. • The Academic Representation team evaluated the support for School Reps and their December 2016 survey showed 0% of respondents believed that the 'atmosphere at Student Council is hostile and not supportive'. This is down from 27% from the July 2016 end of semester survey for the previous cohort of School Reps. SH commented on the value of snapshot opinions of students <p>SG raised the topic of the current precarious situation with the National Student Survey and queried the Association using it as one of our benchmarks. It was agreed this would be monitored closely.</p> <p>6.2 Commercial Director Report</p> <p>AD presented paper D noting the following key points:</p> <ul style="list-style-type: none"> • Budget planning process is underway • KBH redevelopment work is ongoing and is due to be handed back to us mid/late March • Working on strategies around the Graduation Ball/ceremonies as Bristo Square work aim to be completed by then • Festival planning is progressing well and a new concept for Teviot garden has been conceived

	<ul style="list-style-type: none"> Financial landscape is having a direct impact on purchase prices for example, last week two major suppliers (from NUSSL) advised prices are going up by 6%. SG queried if we are building this into next year's budget to which AD advised yes
	<p>6.3 Finance Director Report</p> <p>EM presented paper E noting it was a busy time with the budget process and highlighting the following:</p> <ul style="list-style-type: none"> The finalised budget will go to the Finance Subcommittee on the 15th March and then onto the TB meeting on the 27th March. The budget has been subdivided in order to monitor the budget throughout the year and hold Head of Departments to account The Management Accountant has decided to leave the Association however EM is confident the Finance dept will deliver a robust budget in March as planned The UoE audit team produced a cash handling report for the Association after a review of how we handle our cash processes aiming to improve security and make it a slicker process As part of our financial systems review, the Association has installed new card terminals in the Potter Shop and Library Bar on a trial basis. NBB queried if the new card payment system being trialled is replacing employees to which EM advised no. NBB further queried if there is a minimum transaction level, which EM advised that it had been removed DB queried if the Association is paying the levy for the apprentice in the IT dept to which EM advised yes - approx. £10k per year. DG recommended we look into getting more apprentices
7.	<p>Finance Update</p> <p>7.1 Financial Position at the End of December 2016</p> <p>EM presented paper F noting year to date ahead of budget thanks to the successful festival surplus which was £200k ahead of budget. EM highlighted however the commercial areas are struggling, notably bars and catering, however this is countered by central area cost savings.</p> <p>EM advised the numbers in December show a sizable deficit, more so than was budgeted. A mismatched period start and end date occurred and included the Christmas holiday when the Association was closed. EM anticipates we will catch-up in period 10.</p> <p>EM further advised the Association's cash position is £150k-£200k better now than it was this time last year and predicted that we will not require an overdraft facility in the summer 2017.</p> <p>EM predicted that the budgeted year-end deficit of £210k will shift to a surplus of £40k-£110k. DB noted the importance of a more solid forecast for year-end so as to know if there is anything we need to do/could do now in order to improve on it. EM responded that the Association is still working with poor financial systems. SH added we could cut back on certain projects in order to achieve a more favourable year-end however we would want to do them at some point so whether goes through this financial year or next is not a true saving. SH further added the Association could however cut some project expenditure to help.</p>
	<p>7.2 Budget Progress Update</p> <p>EM advised paper G was discussed above with paper D.</p>
Access break taken at 2:30pm. Meeting resumed at 2:50pm	
8.	<p>Governance & Democracy Update & Proposals</p> <p>SH presented paper H in SP's absence highlighting the significance of this project to the Association.</p> <p>SH explained the company's general meeting gave authority to change the Articles of Association with approx. 200 voting in favour and 7 against. This was then approved at the UoE court. SH</p>

	<p>reported that the democracy changes were progressed through faster to allow the online ballot to take place. This resulted in over 2000 votes, engaging more students in the decision-making process so a clear success by this measure.</p> <p>SH advised we are looking at the current support for all student reps, particularly for the sabbaticals, and have requested additional support from the UoE due to fifth sabbatical.</p> <p>It is anticipated that the new regulations to support student activities, particularly relevant for the society reps on the Student Council, will be brought to the TB meeting on the 27th March.</p> <p>SH further reported the governance project was originally separated from the democracy project. As the work on the articles is initially complete, the Association now aims to improve using the NUS set of governance templates and the NUS good governance model. One key element of this is to review TB performance as based on the NUS good governance model, it is not as strong as could be.</p> <p>A principle decision in the democracy review is that we would pay the liberation officers. The basic recommendation is that we will provide an honorarium of £1200 per role x 4, so £4800 per annum in total paid in 3 parts. <i>All members of the Trustee Board approved with a review after the first year.</i></p> <p>SG queried the tax treatment of honoraria to which EM advised they will be subject to tax and National Insurance (NI) however it is unlikely they will have much deducted based on the amount. A discussion ensued around the necessity of international students obtaining a NI number and their permitted working hours on an international visa.</p> <p>HBR queried if other reps were likely to be paid to which PG responded the discussion on paying college rep roles have been delayed as we have been unable to reach agreement as to yet. PG advised we are looking to pay them in the future however this will not be in place in time for the election in March. HBR further queried if the honoraria payment will come out of the Association or UoE's budget to which SH advised the Association's budget.</p>
<p>9.</p>	<p>University Planning Round Update</p> <p>SH presented paper I which explained that the Association's planning round submission to the UoE focuses on our priorities and resource requirements for the next 3 years, with the emphasis on the following year, 2018.</p> <p>There is a reserved minute relating to discussion around the detail of the planning round approach.</p>
<p>10.</p>	<p>Risk Management Update</p> <p>EM presented paper J highlighting the importance of TB members being aware of the risks that surround the Association. As such, risk management work has been ongoing for the last 18 months and it has been flagged that we do not have a satisfactory business continuity plan. Work is still in progress on this however, with help from the UoE internal audit team, we hope to have a draft by March 2017.</p> <p>DB reflected that it is a comprehensive risk register and recommended highlighting 3-5 main points to focus on, particularly where TB members could contribute. DB emphasised the need to keep things in the discussion and the papers confidential such as cash locations.</p>

11.	Subcommittees Update
	<p>11.1 Trading Committee Minutes, 14th December 2016 JK noted the Trading Committee members approved the minutes and they were published online on the 24th January.</p> <p>11.2 Finance Subcommittee Minutes, 16th January 2017 All approved.</p>
12.	Legal & Risk Update
	There is a reserved minute relating to the settlement of a legal dispute.
13.	AOB
	None.
<p>AEJ closed the meeting at 3:50pm and thanked all for attending noting the next meeting will take place on Monday 27th March in the Middle Reading Room from 1pm.</p>	