

Minutes of the **EUSA Trustee Board Meeting** held on
Wednesday 30th September 2015 in the Dining Room, Teviot

Present	
Jonny Ross-Tatam (JRT) - President (Chair)	Stewart Goldberg (SG) - External Trustee
Andy Peel (AP) - VPSA	Juliana Fentress (JF) - Student Trustee
Urte Macikene (UM) – VPS	Greg Lane (GL) - Student Trustee
Stephen Hubbard (SH) - CEO	Harriet Protheroe-Davies (HPD) - Student Trustee
Euan MacLean (EM) - Director	Lucy Eskell (LE) - Student Trustee
Sarah Purves (SP) - Director	Kelly Adams (KA) - Auditor - departed at 1:45pm
Conrad Jones (CJ) - Director	Zoi Mazluga (ZM) - Executive Assistant
Apologies	
Yvonne Stewart (YS) - External Trustee	
Imogen Wilson (IW) - VPAA	
Alec Edgecliffe-Johnson (AEJ) - Student Trustee	
Douglas Blackstock (DB) - External Trustee	

		Action
1.	<p>Welcome/ Introductions</p> <p>JRT opened the meeting at 1:11pm and welcomed the group including the new sabbatical officers and JF, a new student trustee. JRT also welcomed the Auditor, KA, to the meeting who is to present agenda item 3.1. JRT noted apologies from YS, IW and AEJ and cited that DB is having IT difficulties joining us by skype but is attempting to rectify.</p>	
2.	<p>Standing Business</p> <p>2.1 Conflict of Interest</p> <p>None declared.</p>	
3.	<p>Auditor Presentation and Statutory Accounts Approval</p> <p>KA presented the auditor’s report. KA noted that both sets of accounts are deemed clean and unmodified.</p> <p>SH queried if the management responses are correct i.e. to be in on the 20th of the month as that would make us 1 day late. KA and EM advised well spotted and that it will be updated, it is the filing date that is later.</p> <p>GL queried societies accounting. EM confirmed the society bank accounts are not held as part of EUSA balance sheet therefore do not show on EUSA’s accounts. LE queried if a society didn’t register would EUSA get the money. SH advised we would hold the money ‘on trust’ acting like a guardian, most likely until a new society formed.</p> <p>UM sought clarity between gift aid and the old EUSA donation. KA explained that when the old EUSA terminated, the balance was carried over. UM commented that that happened a long time ago. EM advised yes, 18 months ago and this will not be appearing on the accounts again.</p> <p>JRT thanked KA on behalf of the Trustee Board for her presentation. JRT then passed on to EM to hold a vote. <i>The Trustee Board unanimously approved the accounts.</i></p>	

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<p>4.</p>	<p>Minutes from Previous Meeting All approved.</p>	
	<p>Matters Arising: 4.1 JRT advised the statement had been circulated and further that Student Council is due to meet tomorrow, 1st October where EUSA’s statement to the DKEff will be noted. 4.2 JRT advised the disciplinary regulation update will be discussed in item 8. 4.3 JRT advised all of the Trustee Board approval of the Nominations Subcommittee trustee allocation.</p>	
<p>5.</p>	<p>President’s Report Paper G JRT advised on a very good start to the year with everyone working well together. The results of the National Students Survey (NSS) showed EUSA up by 4 percentage points (from 58% to 62%), which is still behind the average of Student Unions across the UK but things are moving in the right direction. The survey highlighted EUSA’s need to strategically reach out to students in KB and ECA as presence appears to be weakest among these students. UM reported a successful commercial period and that we had an intern for the last 10 weeks who did research into improving food provision at EUSA which involved a field trip with CJ to our fruit and vegetable supplier which was fantastic. In addition, UM is pleased that the University intends to not invest in controversial companies with arms ties. HPD queried this and UM advised there is a potential to move the focus to a positive investment in renewables. However UM cited an investment in a company that deals with drones – UM will be addressing this with the University as she was assured no more investment in arm companies was happening. There is a meeting next week. UM also advised she is looking forward to working with the University in their path towards a socially responsible investment strategy. Furthermore, UM and AP are working with University colleagues in a sexual harassment strategy. Also noted was the success demonstrated so far by UM and AP arranging free sanitary products/pregnancy tests which are available from the Advice Place. IW has been busy meeting all the Heads of Schools and pushing for all physical hand-ins to the digital sphere as well as a new Gender Studies course and intro to Politics MOOC for first time voters in the 2016 elections. JRT reported he is reviewing if our extra-curricular activities are as open to all walks of student’s research and been working on an alumni mentorship programme alongside the University’s Career Service. HPD asked for more information about the alumni – JRT advised they are working to connect with our 2050 alumni members. LE cited the work with the University regarding the refugees – AP advised the University has a comprehensive strategy and they are looking to develop a scholarship fund – in the meantime, a refugee crisis response centre has been set up to coordinate all queries. Furthermore, three round table discussions/forums will be taking place in semester 1. The panel will include Islamic studies dep, Mercy Corps and the University. UM added that she hopes to lobby the Government but the International Office have already been working on this and asked EUSA to hold off until they can update. UM also noted the collection point outside EUSA office and reported that IW held a book sale which raised over £2k. GL expressed a desire to see a more detailed version of the NSS but SP advised it is just one question related to Student Unions, although the demographics were of interest. SH advised we</p>	<p>SH/SP</p>

	<p>can send round a summary. UM further advised we are in discussions with the University to perhaps have a small refurbishment in KB to take place by next summer, in addition to the large scale redevelopment at the campus which is set to take place in 7-10 years.</p>	
<p>6.</p>	<p><u>CEO Report Paper H</u> There was a reserved minute relating to the University Grant which was noted as having been agreed at £2.8m per year for the next three years.</p> <p>SH cited the matter of the National Living Wage and noted that a few trustees have raised queries about the financial impact on EUSA. SH further noted that it will be taken to the Finance and HR Subcommittee and decisions will need to be made by around February 2016. SG advised the National Living Wage may be a reason to get extra support from the University. SH replied yes possibly. SG further commented on the inability to recruit for specific roles. SH advised it appears to be because EUSA perhaps pays less than the going market rate. We have looked to raise pay for some roles but are still left lagging behind market rates in some cases. SG commented that would possibly be fine if we have a great reputation. SH replied that he believes it is not solely down to reputation but rather a lack of understanding as to what EUSA is. SH advised these matters will be dealt with in more detail at future HR Subcommittee meetings.</p> <p>There was a reserved minute relating to a confidential discussion about University facilities and EUSA possible involvement.</p> <p>SH advised that the Pleasance work is due to start in the next couple of weeks as contractors have been appointed. The work will take place over the next 2 years and will be done in stages.</p> <p>SH updated that the University seems willing to give us some financial support to improve KB and that we may wish to add some of our own finance to any potential funding.</p> <p>LE queried if there is news on central redevelopment. SH advised the University has agreed to spend approximately £800k to appoint a design team for extension to Teviot and a major project at 1 George Sq which is driven partly by the motive to demolish Potterrow. The design team shortlist has been finalised. UM is due to attend a meeting in a few weeks' time to finalise their appointment. The design team ought to be in place by December with feasibility study done by May 2016. UM added the University may focus on the Teviot extension so we can move out of Potterrow so it can be demolished. There is a danger here that this will divide the redevelopment plan into two. SH advised EUSA having the Teviot extension does not solve the problem as a percentage of George Sq is critical for us to be able to vacate Potterrow</p>	
<p>Access Break taken at 2:36pm. Meeting resumed at 2:52pm.</p>		
<p>7.</p>	<p>Director Reports</p>	
	<p><u>7.1 Commercial Director Report Paper I and Paper J</u> There was a reserved item relating to the commercial performance of the Festival operations and the detailed relationships with promoters and sponsors. This noted the festival had largely been successful financially although sponsorship was in decline.</p> <p>There was a reserved item relating to a staffing matter.</p>	

	<p>UM and JRT thanked CJ and the commercial team for their hard work over the festival.</p>	
	<p>7.2 Director of Membership Support and Development Paper K SP reported that the departmental time limited funded projects that ended in August received strong commitment from the University in that they approved the funding for the projects to carry on. SP commented that consequently, Peer Support now reports directly to SP.</p> <p>SP advised that societies and volunteering want to engage with students that they don't yet engage with. The ultimate ambition is to expand what they do – this will require bigger resources. SP will update in due course.</p> <p>Partnership and relationship building with ECA, Sports Union and Careers Service continues with a real opportunity to develop further. JRT added that there could be perhaps collaboration with the Alumni dept.</p> <p>The societies impacted by the Pleasance redevelopment are being consulted. SP reported a lot of dialogue is occurring in an attempt to as quickly as possible accommodate as many requests as possible. Overall it is going very well although there were always going to be some short term negative impacts.</p>	
	<p>7.3 Finance Director Report/Period 11 Financial Summary Paper L EM reported that the good results of the festival has meant we are in a positive financial position. By end of August we were running £300k ahead of budget (a far better position than predicted a few years ago). This poses the question what next. The answers are however not available as a forecasting exercise needs to be conducted. The options from this might be to put the full surplus into reserves to continue in our financial recovery or partially invest. This would be discussed at the appropriate time around the planning timetable. Either way we aim to become a more viable, sustainable organisation.</p> <p>KA will sign off on our accounts. As of now we don't have an overdraft as we don't need one, unlike previously when we would use an overdraft for the majority of the year. We went into the overdraft in July for a low amount for a very short period of time (3 days). We are moving in the direction where we will not need an overdraft at all.</p> <p>The capital plan release of £200k to spend on capital projects saw a budgeted £100k spend in the first half of the year then we were to decide if to release the other £100k depending on financial position. EM emphasised that we are catching up in terms of investment and as we are in a good financial position, EM recommended we do release the second £100k. GL queried details of plans to spend. EM advised he will report into the Finance Subcommittee with this. SH suggested we circulate it however noted the Trustee Board had previously approved the £200k investment so there was no need for further formal approval.</p> <p>SG asked about the 5 year recovery plan and where we are in relation to that. EM advised we are halfway through and we had forecasted we would break even by the end of the 5 year plan in terms of net assets on the balance sheet. This had been achieved at this stage. SH advised we have specific targets in the new strategic plan. EM commented the University are aware of our position and this is reflected in their support for us.</p> <p>LE queried age discrepancy in any new wage vs surplus of money. EM responded that salary increases are continuous which posed a challenge versus the one off additional surplus. CJ further commented the festival's performance was a one-off and we cannot expect a similar one next year. Again however this would need to be considered during the budget discussions.</p>	<p>SH/EM</p>

<p>8.</p>	<p>Disciplinary Regulation Update Paper M</p> <p>SH reported the disciplinary regulations were triggered by, amongst other issues, the DKEff incident as EUSA couldn't do anything about it internally due to a lack of regulations. The Trustee Board agreed in the last meeting in May we would draft these regulations.</p> <p>SH advised these regulations are based on other SU's model and should the board wish to redraft/reword regulations we would do that offline as to attempt it in the meeting would be challenging.</p> <p>SH emphasised an advantage is we can change this as we want in the future but SH suggested we all agree to these regulations to at least have as a basis.</p> <p>SH highlighted that the regulations delegate to the CEO or their nominee due to the potential quantity of minor incidents, the intention being the staff team will handle these. SH however assured the Trustee Board that if something like the DKEff came up or another sensitive matter, SH would direct to the Student Panel.</p> <p>LE cited there was a mistake in 2.1 and that it should be referencing 1.4. Furthermore that in 5.2 'one woman and one man' may find some people not identifying with gender. It was agreed to consider this wording further.</p> <p>UM also cited that the some may find it a shock to be on the disciplinary panel as in 7.1 and suggested to add in 'only should they agree'. This was agreed. UM further queried, 2 people on the panel better to be an odd number. SH confirmed it is as it is 2 students plus a Sabbatical Officer.</p> <p>SG was conscious of stating 'exclusion' when there was little way of enforcing this. SH replied the method of managing the breach of sanction, is that the sanction is automatically doubled. It becomes self-policing is the intention although this might need reviewing. If an excluded student enters a EUSA premises and is identified, the suspension will be doubled.</p> <p><i>All the Trustee Board <u>approved</u> – SH to take back to AB to reflect the minor changes.</i></p>	<p>SH</p>
<p>9.</p>	<p>Strategic Planning and Delivery Process Update Paper N</p> <p>SH reported that the Strategic Subcommittee has discussed how to manage the strategic plan delivery. This is summarised in the paper to the full board. It is further proposed that the remit be extended to add 'To review the plan and to make recommendations from time to time' to make sure it is a live and relevant document as the initial strategic plan doesn't include regular reviews.</p> <p><i>All the Trustee Board <u>approved</u> this to be added in.</i></p>	
<p>10.</p>	<p>Trustee Board and Subcommittees Meeting Dates and Issues Paper O</p> <p>SH requested that we look at the Trustee Board meeting dates going forward.</p> <p>It is proposed not to schedule summer Trustee Board meetings recognising if there were any particularly urgent business then we now have in place electronic business. SH suggested if we actively decided to not have one we would move the business into the meetings immediately before and after summer, therefore by planning this we could minimise the impact.</p> <p><i>All the Trustee Board <u>approved</u> to not have a summer Trustee Board meeting.</i></p> <p>Secondly SH raised the question of whether to try to have some alternate days and times for the Trustee Board meetings. It was recognised that the regular timetable and long notice was essential to enable Board member to organise their attendance, but that alternating some days and times might be of benefit. ZM to canvas member's offline to find out if there is any popularity to alternating between a few options, if no suitable alternatives can be found however we would stick with the current Wednesdays, 1pm-4pm slot.</p>	<p>ZM</p>

11.	Subcommittees Update	
	<p>11.1 Finance Subcommittee, 20th August 2015</p> <ul style="list-style-type: none"> • Minutes Paper P <p>UM reported no action points, nothing particular to note as the statutory accounts had been presented to the meeting.</p> <p>11.2 Strategic Planning Subcommittee, 18th September 2015</p> <ul style="list-style-type: none"> • Minutes Paper Q <p>JRT advised that they reviewed the remit of the strategic plan and its implementation going forward, nothing particular to note not covered elsewhere in the meeting.</p> <p>11.3 HR Subcommittee, 22nd September 2015</p> <ul style="list-style-type: none"> • Minutes Paper P <p>AP advised SH covered the matter of the National Living Wage in paper H and noted the discussion on trade unions.</p> <p>There was a reserved minute on a staffing matter, relating to trade union relationships.</p> <p>11.4 Elections Subcommittee Note of Electronic Business, 19th August 2015</p> <ul style="list-style-type: none"> • Elections Regulations Paper S <p>SP noted we need to have these election regulations in advance of the by elections. <i>All the Trustee Board <u>approved</u>.</i></p>	
14.	Legal & Risk Update <p>To Note any Legal or Risk Issues</p> <p>There was a reserved minute relating to a possible legal claim.</p> <p>EM further updated that a risk management update is going to the Finance Subcommittee next week.</p>	
15.	AOB None.	
	<p>JRT expressed thanks to all for attending and closed the meeting at 4:04pm with apologies that the meeting overran. JRT extended thanks to Lucy Eskell for all her work over the last 2 years as a student trustee and wished her all the best.</p>	
The next meeting is scheduled to take place on Wednesday 25th November from 12:30pm.		

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Apologies	
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JRT opened EUSACO Board Meeting at 4:05pm and handed over to EM.

EM proposed that the Trustee Board members approve the EUSA accounts that KA presented in the EUSA Trustee Board meeting earlier. *All the Trustee Board approved.*

EM proposed that the Trustee Board approve that EUSACO gives its profits to EUSA the charity in 2015-16. *All the Trustee Board approved.*

Meeting closed at 4:06pm.