

MEETING OF THE BOARD OF HUU LIMITED
Held on 3 February 2016 at University House

- Present: Trustees: Andrew Gurr (Chair/AG), Jeff Caplan (JC)
Sabbatical Trustees: Chubike Okide (Deputy Chair/President); Matthew Evans, Vice-President Education (VPE); Ashleigh Davies, Vice-President Welfare & Community (VPWC); Gurmok Sanghera, Vice-President Sport (VPS); Simon Hernandez, Vice-President Scarborough (VPSc)
Student Trustees: Jamie Boote (JB), Elizabeth Palmer (EP), Lewis Worrow (LW)
- Attending: Stephen Willis, University Chief Finance Officer (SW) (part); Kevin Pearson, Interim Finance Manager (FM); Andy King, Commercial Services Director (CSD); Liz Pearce, Membership Services Director (MSD); Kate Jude, HR Manager (HRM); Rachel Kirkby, Marketing & Communications Manager (MCM)

1 Apologies

Received from Simon Clements, Judith Donovan, Kathy Brook, Jackie Berry.

2 Minutes

The minutes were approved.

3 Matters Arising

The matters arising from the last meeting were discussed.

4 Period 4 Financial Performance and Forecast for the Year End

Reported separately

5 University Shape and Size

VPE's paper summarised the background to the University's Shape and Size review and the impact that the proposed "shape" of the faculties and schools would have on HUU. He said the way the University was changing provided HUU with a real opportunity to reassess what the Union is for, what we are trying to do and where our priorities lie. We would also have to look at the governance review work undertaken last year and take a more structured approach to academic representation – which is a key requirement of the student population. As the review currently stood, there would be an impact on the role of sabbatical officers and faculty representatives – which would also affect our election process.

VPWC said it was important that the Union was behind these proposals so we could ensure a smooth transition for students. VPE said there had already been questions from students, lobbying for clear and consistent change plans for the transition.

VPE said the workshop discussions that followed would give a steer to the Board on how the Union moved forward in line with the Shape and Size Review. MCM said that the Board had considered options during the summer away day on a “stop, start and continue” basis but different challenges had arisen since then and the workshop would look at the current services HUU provides and discuss where the priorities were. A report showing services and priorities would be produced from the workshop and circulated to the Board for further consideration.

Action: VPE/MCM

6 Report from Finance, Audit & Risk Committee

The agenda for the Finance, Audit & Risk Committee’s January meeting was a full one and had included: management accounts for period 5, financial forecast for 2015/16; recruitment of external auditors; sales performance year to date; capital expenditure; risk management policy; health and safety report and an update on the Finance team and the papers had been circulated to the Board. JC ran through the minutes and thanked FM particularly for his efforts in preparing the report and accounts in readiness for the auditors. The minutes of the Finance, Audit & Risk Committee were accepted by the Board.

7 External Auditors

FM advised that Smailes Goldie, Mazars and Armstrong Watson had presented to a panel of Finance, Audit & Risk committee members. The panel was split between Mazars and Armstrong Watson and as both firms had offered differing “unique” services, it was suggested that FM went back to them to see if they could match what the other firm offered.

Armstrong Watson offered a VAT review and annual training for trustees and the decision was taken to recruit them. FM said they have started work already, having had a planning meeting this week and a system reviews will be undertaken next week. The FAR Committee recommended their appointment to the Board and this was formally approved. FM said the auditors would require ID from trustees and to see a register of interests. **Action: All**

8 Risk Register

FM circulated the draft risk management policy and suggested risk register format he had prepared for the Finance, Audit & Risk Committee and explained how the risks would be categorised and recorded. He asked the Board to approve these in principle so that the FAR Committee could commence work on this. The register would be reviewed quarterly and an annual update brought to the Board. The policy and register were approved by the Board.

9 Report from Appointments & Governance Development Committee

The agenda for the January meeting had covered: trustee recruitment, induction and recording conflicts of interest; the NUS governance self-assessment; and review of the Memorandum & Articles of Association. VPE summarised the reports. He said there were two candidates for the student trustee roles and they would be interviewed by an appointments panel after the Board meeting. There had been challenges in generating interest in the roles and VPE said we would have to review how student trustees are recruited for the future. The proposals for trustee induction programmes were discussed and VPE asked the Board to forward any feedback on this to CEO. **Action:**

All

VPE explained the background to the review of HUU's Memorandum & Articles of Association and advised that the Appointments & Governance Development Committee had agreed they were largely fit for purpose but the Board were asked to discuss and/or approve a number of initial recommendations. These were discussed by the Board (see attached).

10 Sabbatical Trustees Reports

The reports were taken as read and Sabbatical Trustees updated the Board on outcomes since the reports were prepared.

President advised that the accessibility survey had gone out this week. VPE said the PDR 360 feedback experience was a valuable process. He said it had highlighted that they need to work as a team. LW asked about the HE review – VPE said the full report would be published on 26 February.

VPWC said the gender neutral toilets trial was going well with a lot of positive feedback and the Vlog had gone out: <https://www.youtube.com/watch?v=6f2Az1cgq2Y>

In VPA's absence, VPWC reported that the ISA speed-friending event was very successful. JB said that the issue of rewarding volunteers did not appear to get resolved and recommended that a staff member should take responsibility for it to ensure an approach is agreed and then happens.

VPS said a "Just Giving" web page had been completed – allowing students to donate to the AU. Highlights for AU included being invited to the rugby league challenge cup, winning a national dance competition and a boat club member being responsible for running the biggest regatta in Europe.

VPSc said he was trying to keep staff and student morale up in view of the changing picture at Scarborough and maintaining support on academic representation.

11 Chief Executive & Senior Management Team Reports

The senior management team reports were taken as read. JC asked about the Fidelity software. CSD said the launch was 26 February and that this would enable the bars to be managed more effectively. The difficulty of getting the staffing levels right in the bars was discussed, with empty venues until late and then a rush at the bars. HRM said the employee survey had been extended until Friday and asked managers to encourage their teams to complete this. MCM recommended that trustees had a look online at the

impact report which was launched this week.

Action: Trustees

FM asked for approval to change the bank mandate following the changes in staff. This was approved.

12 Health & Safety Report

The report was taken as read. CSD had recently met with Links following an incident at the weekend and was advised that students were going to Links for treatment rather than going to hospital, even if they were not on the premises when accidents happened. He said that Links would now record where accidents take place.

Any Other Business

JC asked about future meetings. FM said there would be an additional FAR committee to review the report and accounts which would then hopefully go to the Board on 7 April. A decision about when to hold the AGM would be discussed with the auditors.

Next meeting: 7 April 2016 at 10.30 am