

MEETING OF THE BOARD OF HUU LIMITED
Held on 15 December 2016 at University House

Present: Trustees: Simon Clements (Chair, SC), Stuart Ferguson (SF), Robin Gilchrist (RG)
Student Officers: Matt Evans (President); Matthew Thorneycroft, Vice-President Education (VPE); George Bainbridge, Vice-President Welfare & Community (VPWC); Amy Jackson, Vice-President Activities (VPA); Matt Bramall, Vice-President Sport (VPS); Simon Hernandez, Vice-President Scarborough (VPSc)
Student Trustees: Andrew Paulszkiewicz (AP); Osaro Otobo (OO); Rebekah Greaves (RGr); Shannon Webb (SW)

Attending: Jackie Berry, Chief Executive (CEO); Andy King, Commercial Services Director (CSD); Liz Pearce, Membership Services Director (MSD); Kevin Pearson, Finance & Resource Manager (FRM); Kate Jude (HRM); Stephen Willis, University CFO (UCFO), Tania Struetzel, Democracy & Governance Co-ordinator attended for part of the meeting (DGC)

Future Campus Development Presentation

Chris Paget (University Director of Estates) presented on work taking place on campus until 2020. The University hope the developments will create a community feel and extend to the areas surrounding the campus. UCFO advised it may be useful for trustees to see the digital, accommodation and car parking strategies in line with the proposed campus developments.

Action: CEO

Apologies

None received.

1 Minutes of last meeting

The minutes were approved as a correct record.

2 Matters arising from last meeting

The matters arising from the last meeting were noted as completed or on the agenda.

3 Year End Accounts

FRM presented the Armstrong Watson report to the Board; advising that the £14k surplus is where HUU intended to be. The report commentary reinforces trends seen in reducing wet and entertainment sales as well as increasing sales from catering.

The trustees report has been proof read, with some minor amends made. FRM explained that he had attended a Student's Union Finance Managers meeting the previous day where it had come to light that some Student Unions were making a provision for 2.5% of their USS pension contribution that goes towards past service deficit. This was based on a publicly available statement of contributions that USS publish on the USS website showing the current level of contributions to 2031. This was subject to change following each actuarial valuation. FRM and RG had discussed this with Armstrong Watson that morning and advised that it was unlikely that any amendment would be required to the Financial Statements as presented as the 2.5% did not reflect a contractual deficit contribution. Armstrong Watson would confirm the position and any changes would be circulated to the Board if required. It was recommended that the Financial Statements be approved as presented.

FRM explained that the letter of representation states what has been given to Armstrong Watson by the Trustees as part of their audit and provides clarity on Trustee's responsibilities for the Financial Statements

SF asked FRM if he was pleased with Armstrong Watson's handling of the audit process. FRM advised that Armstrong Watson have been good to work with and conduct thorough checks; challenging HUU when necessary. SC thanked FARC members for their detailed checks of the statements.

The Board approved the financial statements dated 31 July 2016 and approved that SC signs the letter of representation. The Board agreed to hold the AGM on 9th March 2017.

4 **Referendum Review**

DGC joined the meeting to update the Board on the recent referendum on Officer roles. DGC said it was interesting to oversee the campaign as a returning officer, as neither side liked the atmosphere created throughout the referendum. Since the result was announced, some students have resigned from their Part Time Officer (PTO) positions.

CEO suggested that support offered to student campaigns should be reviewed. DGC has met with CEO and MSD to reflect on the referendum and hope to speak to Part Time Officers to gather their views. It is hoped that an external consultant could be brought in during semester 2 to look at additional approaches and resources for referendums and elections.

DGC will meet with the campaign team for keeping the current structure to discover their views on how changes can be made; these discussions will be linked with the second referendum. Part Time Officers will be invited to attend focus groups, to explore the proposed changes to governance structures.

President advised that UEC have reflected on the referendum; concluding that the students who expressed an interest to be represented by academic area during the research and consultation stage of the process did not vote in the referendum. President suggested involving staff more with the promotion of the referendum in the future.

SC asked if there had been much reaction from students following the announcement of the results. VPE reiterated that the students who the Officer team tried to target did not vote; the reaction from these groups was minimal as they are unengaged members. VPE added that the downside of the result is that some Part Time Officers have resigned from their posts. DGC has been asked by some students whether a turnout of 7.7% was representative of views on campus; she advised that this percentage is average across student unions.

VPS believes an external consultant would help to share best practice from other unions. CEO proposed that HUU look outside of the student movement to find new ways of engaging with students to overhaul the current system. SF asked the Officers if they have reviewed ways of improving the current system; VPA said the Officer team would be meeting to find a solution before the elections. VPS suggested using the views of students who are involved with HUU to show they can make positive change. VPSc asked if there is a compromise that could be reached between the two structures to improve representation. AP queried whether the current system could involve Faculty and School Representatives more to increase representation by academic area; VPE advised that input by elected education representatives is being reviewed to better support the VPE role; VPE does not want to put too much pressure on Part Time Officers and other student volunteers. DGC suggested Student Officers are more widely recognised by the faculty board they sit on, by improving the relationship between Officers and the relevant Faculty Representative. CEO

recognised the good work being done within the academic representation system and hopes to review additional support to help them make change and establish a proactive system.

DGC said we need to target unengaged students and ensure they are included in the proposed new structures, it is clear that unengaged students agree with the proposed changes but do not vote in elections. DGC believes HUU should continue to try and engage with these students for future elections and referenda. President reminded the Board that more needs to be done to ensure all students feel included by HUU and remove negative views held by some students. UCFO agreed it is a difficult relationship to manage, particularly with the increasing use of social media by students.

5 Recommendation for March Referendum on changes to Union Council

DGC asked the Board to call a referendum in March 2017 on the proposed bye-law changes to remove Union Council. CEO said the referendum would run alongside the spring elections, candidates for Student Officer positions could use their referendum views as part of their campaign.

RG questioned whether a second failed referendum would damage the credibility of HUU; DGC advised that engaged students are most likely to vote in the referendum as a change would directly affect their roles. DGC added that either outcome would be respected as we are a student led organisation. CEO advised that not calling the second referendum would pose a greater risk; this was the next critical step of the governance review which was based on student feedback.

UCFO said HUU and the University must review how they operate more regularly to ensure they stay relevant as the sector changes. SF said it's important that the referendum is used to gather data. President said the referendum should be made a priority for staff and Officers.

The Board agreed to call a referendum on the removal of Union Council in March 2017. SC thanked DGC and other staff for their ongoing governance work.

6 Updated Strategy

CEO updated the Board with ongoing work to the strategic plan. CEO thanked MSD, RG and SF for their input. The updated plan was shown to staff at the December staff meetings, where staff gave input on how the plan can be measured and produce outcomes. The main option suggested was to monitor service delivery in all areas of HUU. CEO asked the Board for feedback on prioritising KPIs and how often progress should be reviewed.

SC asked when the strategic plan will be updated to include suggested KPIs; CEO will bring an updated strategic plan to the March 2017 meeting. **Action: CEO**

President queried what would happen if a service failed to meet targets; CEO advised that trustees would review the service offering and investment in areas accordingly. The AGD Committee will review the documents in detail, with updates provided at every Board meeting.

VPWC asked what the campus charter mentioned in the paper is; CEO advised the charter is an idea that has been discussed by HUU and University Student Services to set out the code of conduct for staff and students. MSD added that the Student Charter in place currently had been poorly communicated to students in the past and has little impact; a relaunch as the Campus Charter covering all people on campus would increase participation. MSD advised that the charter is still in the planning stages, VPE suggested using the new 'My

Voice' process to review and assess impact following the implementation of the Teaching Excellence Framework (TEF).

8 **Financial Performance Period 4**

FRM said wet sales are continuing to decline, with entertainment struggling due to low Infinity Card sales. Some of this loss will be covered by increased sales of food, coffee and retail. Following the period 4 results, a reforecast will be taken to FARC in February. SF questioned whether the card should continue; FRM advised that a working group will be reviewing the Infinity Card offer. Students who bought the card believed it was good value for money, AP and VPE suggested students may think they might not use the card enough for it to be good value. CEO said the Entertainment team are hoping to change the venue for MIX in semester 2 to reduce losses. The working group will work with students to review the Infinity Card offering to include other events, VPE received feedback from students that Friday may be a better night; AP agreed that there is a lot of competition in the city on a Saturday night.

9 **Report from Finance, Audit & Risk Committee**

RGr provided the update from FARC on 24 November. There were 3 main points for the Board to note from the Armstrong Watson report; the first is the contingent asset fund following the fraud. The amount and date of recovery remains unknown; Armstrong Watson have noted there should be no tax implications on the funds recovered. The HUU Homes administration fee has been included in the report for the first time, this follows a wider trend in the lettings sector to replace deposits with a non-refundable administration fee. RGr advised that FRM is currently reviewing HUU Homes to ensure it remains relevant. SF questioned whether a non-refundable fee increases the risk to HUU Homes; KP advised that £26k is currently being held, tenants must have a guarantor to mitigate the risk. Next year the package will include insurance with Endsleigh. FRM advised that HUU Homes has expanded in the last 3 years and is currently operated by 2 members of staff.

Action: FRM to update on HUU Homes at a future Board

The report also notes an issue with producing aging reports on items in the shop; this will be monitored once the move to SPAR is complete.

FARC agreed for Armstrong Watson to conduct additional testing throughout the year at no extra cost. In addition to the additional testing, an independent account will review and test processes monthly at a cost of around £3k per year.

The committee agreed to take out a crime insurance policy with Zurich, which provided £100k of cover at a cost of £2.5k. The excess would be £15k due to the recent fraud at HUU. The committee expect the cost of cover and excess to reduce annually as long as we have a good claims experience.

FARC analysed the impact lower Infinity Card sales will have on the budget for End of Year Ball, suggesting more students may buy tickets nearer the event. A working group was actioned to review the offering or cost of the card going forward.

The committee also approved a possible spend of up to £20k for the refurbishment of the shop to a SPAR. RG thanked CSD and the Commercial Services team for their professional conduct and thorough evaluation throughout the supplier tender process.

A historic PAYE record system issue with HMRC is being resolved with assistance from Armstrong Watson.

10 **Report from Appointments & Governance Development Committee**

VPA updated on activity from the November AGDC meeting. The main focus was the governance review; DGC attended to provide results of the latest student feedback following consultation at lectures, zone meetings and societies council; this showed a preference to be represented by academic area. Welfare zone members would prefer to have a Student Officer with a welfare remit, the committee discussed adding this to a member of staff. AGDC rejected a proposal to take 6 positions to referendum. AGDC decided not to change the number of signatures required to hold a referendum from 50, this may be reviewed at a future meeting.

AGDC agreed to extend the external trustee recruitment process, interviews will take place at the end of January to allow more time for candidates to apply. HUU are looking for ideally a local person with strategic experience in marketing and communications.

The committee reviewed the NUS self-assessment document and considered ways to increase student attendance at the AGM. The committee found no issues with the University relationship agreement.

AGDC also formally received a letter of resignation from the President and agreed responsibilities of this role will be shared by Officers. SF asked how responsibilities will be shared; VPA advised that Officers have taken on work that relates to their current roles to minimise disruption.

11 Student Officer Reports

President reviewed his time as an Officer at HUU; recommending that all staff are included in changes and supported by SMT and the trustees.

VPE hosted a feedback event in the Brynmor Jones Library; the Student Officers received feedback on a range of topics. VPE will be collating the information and referring feedback to the relevant areas of HUU and the University. VPE held the first online Course Rep Forum earlier this month, the forum allowed students who are on placement or have care commitments to attend. Trustees will now receive the course rep newsletter.

VPA thanked RG for his work with the Alumni office; VPA is working with alumni to run joint events.

VPS updated on recent issues between AU clubs and the Sports Centre due to ongoing redevelopment work. The issues highlighted the need to improve communication with all members of the AU. VPS advised that during November there was an increase in student complaints and disciplinaries; this was a trend seen in other parts of the country. The code of conduct and other policies were made clear to AU committees at the start of the year.

VPSc has seen an improved atmosphere on the Scarborough campus, despite low numbers. In January, the Shop Supervisor will return from maternity leave. During semester 2, VPSc will be based in Hull 2 days a week; VPE advised that a high number of Scarborough students will be on placement from February 2017.

12 Senior Management Team Reports

CEO updated on the recruitment of an External Trustee; an email has gone to 500 alumni working in the marketing and communications industry.

CSD advised that work to the shop is underway; with work on the cellar starting next week ready for the new supplier contracts to begin in January.

Membership Services have seen record numbers of students attending course reps forums, MSD said it is positive that so many reps have sustained interest during the semester. SF asked whether the Advice Centre numbers were a big change; MSD said staff have shortened appointment times to focus on having a wider presence on campus.

HRM will be launching the employee handbook in January, staff will be able to view the document on PeopleHR. HRM thanked ESC for proof reading the document.

13 Health & Safety Report

The board had no queries for the health and safety report. Chair thanked the Commercial Operations Manager for the detailed report.

Any Other Business

SC announced that he is stepping down as Chair of the Board; and proposed that SF will chair his first meeting in March 2017. SC and SF have had a formal handover meeting, SF will also be part of the interview panel for recruiting an External Trustee. SC confirmed that he will remain a trustee for another year.

The Board agreed this change and thanked SC for his time as chair, noting the challenges faced by HUU during this time. SC thanked SMT for the ongoing leadership and support they provide to Student Officers and staff.

SC thanked President, recognising his contribution to HUU over the last 18 months. The Board wished President the best of luck in his new role. VPSc added thanks from the Student Officer team for the leadership shown in the last 6 months.

Next Meeting

15 December 2016 at 10.30am