

University of St Andrews Students' Association

Minutes of the Students' Association Board Meeting

Held via MS Teams on 30th September 2020, 5:00 pm

Present: Debbie MacCallum (lay trustee), Avery Kitchens (SSC Senior Officer), Dan Marshall (Association President), Tom Groves (Association Director of Events and Services), Gavin Sandford (Association Director of Student Development and Activities), Amy Gallacher (Association Director of Education), Emma Walsh (Association Director of Wellbeing), Andy Goor (University-appointed trustee), David Scott (lay trustee, Chair), Joe Horsnell (SRC Senior Officer), Clare Peddie (University-appointed trustee), Will MacFarlane (lay trustee), Debbie Birrell (lay trustee).

In attendance by invitation: Iain Cupples (Secretary to Board), Jillian Cowan (Management Account/Deputy General Manager), Christine Miller (Clerk to Board), Dave Whitton (General Manager), Sophie Tyler (Athletic Union President), Chris Clarke (Operations Manager)

1. Election of Chairperson for 2020-21

On the recommendation of the Governance, Nominations and Staffing subcommittee, David Scott (DS) was reappointed as a trustee for a final three-year term.

DS was then nominated to serve as Chair for the academic year 2020-21 by Debbie McCallum (DMc), seconded by Andy Goor (AG). No other nominations being received, the appointment was unanimously **approved**.

2. Chairperson's Business

DS noted that the Association currently faced a number of very significant challenges and that it was vital for the meeting to focus on the critical issues for the Board. DS reminded trustees of protocol for online meetings.

2.1 Apologies for Absence

No apologies were received.

2.2 Acceptance of Minutes of Students' Association Board Meeting of 24 June 2020 And 13 July 2020

These were **approved**.

2.3 Matters Arising from 24 June 2020

a. Sustainability Policy

There was no update on the issue of measurable outcomes for this policy. It was noted that later in the agenda there is reference to a regular schedule of policy reviews.

2.4 Priorities for 2020/2021 and operation of Committees (see attached paper)

Trustees agreed the paper, noting the importance of working within legal guidelines of compliance and safety while continuing to provide the maximum support for members in the areas of activities, advice and support. The importance of working with the University and community was highlighted.

Specific action points to work on in the upcoming academic year would include:

- **Creating a central repository of existing policies in areas such as HR, finance, and health and safety that can be easily accessed by SA staff, trustees, to support an ongoing rolling review of such policies. (Governance, Nominations and Staffing subcommittee should lead in this area, supported by senior management.)**
- **A focus on financial performance to be maintained, with a formal review in December of progress to date against projections. (Finance, Audit and Risk subcommittee to lead, supported by Jillian Cowan (JC)).**
- **The strategic plan to be reviewed and updated (Dan Marshall (DM) to lead, supported by CC as lead from the management team but with involvement from all stakeholders.)**
- **Sabbatical officer workload to be kept under review: sabbatical officers and the senior management team to lead on this.**
- **Scottish Charitable Incorporated Organisation (SCIO) status to be further explored – FAR to lead on this supported by JC.**
- **A review of the terms of reference for the Governance, Nominations and Staffing subcommittee. (GNS committee to lead.)**
- **Maintaining the Board COVID-19 working group, with a wider circulation of minutes and the understanding that attendance and input by any trustee would be welcome. (COVID-19 working group to lead.)**

3. COVID-19 Operations – Board Working Group

1. Update on current status re Union Building Operations

CC updated trustees on developments, including limited reopening of the Main Bar with amended opening hours.

2. Update on plans and timing for accommodating Student Activity

The focus was on reopening the top floor for bookable study space, with the Beacon Bar in particular reserved for students commuting from Dundee. This was being done with support from the University, and the target date was week commencing the 5th October.

It was recognised that both the Association and the University were encountering severe limitations on space for students due to social distancing requirements.

During discussion some concerns were raised about the pace of reopening plans and whether the correct balance of cautious opening to ensure safety and compliance, vs pace of making space available. was being struck. Safety and compliance are essential, but student needs in the circumstances remain pressing.

There was an extended discussion regarding the challenges of the current working environment, highlighting areas for improved communication and engagement between

sabbaticals and management could improve. All agreed that a team approach was essential to address any issues, and any current challenges were a result of the exceptional circumstances.

During an extended discussion, concerns were raised about the pace of re-opening plans and whether the appropriate balance between caution to ensure safety and legislative compliance was being struck. It was agreed that safety and compliance were essential to protect the organization and ultimately the trustees, but student needs in the current environment remained pressing and this balance requires constant attention and consensus.

Further discussion highlighted the challenges of the current working environment and the need for improvement in internal communications between the Sabbatical and Management Teams. It was agreed that a team approach was essential to address any issues and that most of the current challenges were as a result of the exceptional circumstances we are operating in. It was noted that there had been a daily huddle meeting started to address some of these problems which had been successful in this regard so far.

4. Finance and Risk Committee Business

1. Update from Finance & Risk Committee of 25 September
2. 2019/2020 Financial Results (subject to Audit)

JC noted the significant contribution of the government Coronavirus Job Retention Scheme (CJRS) in helping to minimise losses for the year 2019-20. Management had also made extensive efforts to cut costs while the building was closed. The importance of the timing of the pandemic was noted, with most income for the Association typically occurring over semester 1, which was unaffected. With semester 1 activity severely impacted this year and the CJRS ending on October 31st, the academic year 2020-21 would be considerably more challenging for the financial position.

Signoff of the accounts by the auditors was expected around December. In the meantime, the FAR committee had recommended a contingency for capital expenditure with one item to be actioned immediately: all other capital expenditure would be placed on hold until further financial updates were provided. The Board **approved** this decision.

3. 2020/2021 Budget

Trustees noted that the projected losses were significant, and recognised the long term challenges and changes that the pandemic would bring. The budget reflected a commitment to support student activity and representation, despite the challenges facing trading departments. Capital investment, repairs and maintenance had been minimised as far as was practicable.

Trustees acknowledged that although the Association had a healthy reserves position, operational losses of this scale were not sustainable over the longer term and committed to a formal review of the financial situation in December. DS and JC would lead on this and consider options moving forward. There would be a rolling cash flow forecast reviewed by the management team, FAR subcommittee and the Board as a whole.

The Budget as presented was approved on the basis that:

- It represented a plan with cautious assumptions reflecting the COVID-19 environment;
- The Association's reserves could comfortably cater for the projected 2020/2021 projected losses;
- Continued losses on this scale could not be accommodated into 2021/2022 and with ongoing rolling cashflow forecasts and updated assumptions, the Board would carry out a formal review of the latest position in December, to determine what actions may be required and options for the protection of the ongoing operation of the Association.

Action point: formal review of performance vs budget to be held by FAR and reported to SAB in December.

Action point: rolling cash flow forecast to be kept under review by management, FAR and SAB.

4. Update on changes to Risk Register

The entry on COVID-19 risks had been updated and would be kept under review. Work was ongoing with the University to provide a report in a format easily accessed by trustees.

Action point: JC and CC to continue work with University on providing risk register reports to trustees.

5. Assessment of change of status to SCIO (Scottish Charitable Incorporated Organisation)

Trustees had previously considered a shift to SCIO status but this had not been progressed after concern about issues relating to pensions liability. The FAR committee was now considering the issue again and JC would seek expert external advice on the subject and report back. It was agreed this action to seek advice should be progressed as a priority.

Action point: JC to seek expert advice on shift to SCIO status and report to FAR.

3. Governance and Nominations and Staffing Committee Business

3.1 Update from the Governance and Nominations and Staffing Committee

Emma Walsh (EW) noted that the GNS minutes had not yet been signed off or approved and would be circulated at a later date once this had been done. Another meeting would be scheduled by the end of October.

The skills matrix for trustees should go to the next meeting of GNS ahead of an update.

Action point: EW to schedule GNS meeting by end of October.

Action point: GNS minutes to be brought back to next meeting of SAB.

Action point: skills matrix to be brought to next GNS meeting.

4. General Manager's Report

4.1. Update from General Manager

See earlier update in item 3.

5. President's Business

5.1. Update from President

The paper was noted. DM noted that the online teaching survey had an extremely strong response with over 5,000 students participating to date.

The revised Media Policy was **approved**.

6. Director of Events and Services' Business

6.1 Update from Director of Events & Services

The paper was noted. Tom Groves (TG) noted that the use of apps to improve table service was an urgent issue to be explored, and that as Director of Events and Services, being able to have input on strategy in these areas was a high priority.

7. Director of Student Development And Activities' Business

7.1. Update from Director of Student Development & Activities

The paper was noted. Gavin Sandford (GS) highlighted improvements as a result of a revision to the way risk assessments were being dealt with. GS also highlighted the volunteer portal and website as key priorities.

8. Director of Wellbeing's Business

8.1. Update from Director of Wellbeing

The paper was noted. EW updated trustees on liaison between the Association and the sexual assault survivors' group. Clare Peddie (CP) noted thanks to EW and DM for their work in reaching out to and gaining trust with these students.

9. Director of Education's Business

9.1 Update from Director of Education

The paper was noted. Amy Gallacher (AG) updated trustees on the class representative elections.

10. Association Updates

Joe Horsnell (JH) and Avery Kitchens (AK) updated trustees on motions carried at SRC, SSC and Joint Councils meetings. Trustees gave approval to changes to the Laws passed at these meetings.

11. AOCB

None

Date of Next Meeting

28th October 2020

ACTIONS

Ref	Description	Owner	Target Date & Status
300920.01	Central repository of internal policies in HR, H&S, finance etc. to be created to facilitate rolling review	GNS ctee, management team	12/ 20
300920.02	Formal review of performance vs budget	FAR ctee, JC	12/20
300920.03	New strategic plan to be created	DM, GNS, CC	12/20
300920.04	Sabbatical officer workload to be kept under review	Sabs, mgt team	Ongoing
300920.05	SCIO status to be explored and expert advice sought	JC, FAR	12/20
300920.06	Terms of reference for GNS to be reviewed	GNS	12/20
300920.07	COVID-19 working group to continue with wider distribution of minutes and wider attendance	COVID-19 WG	Ongoing
300920.08	Work to continue on providing risk register reports in accessible format for trustees	JC, CC	Ongoing
300920.09	GNS to meet before end of October	EW	10/20
300920.10	GNS minutes to be brought back to next SAB meeting	EW	10/20
300920.11	Skills matrix to be brought to next GNS meeting	IC	10/20