

University of St Andrews Students' Association

Minutes of the Students' Association Board Meeting

Held via MS Teams on 9th December 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, item 2.2 onwards)

In attendance by invitation: Iain Cupples (Secretary to Board/HR Manager), Jillian Cowan (Management Accountant/Deputy General Manager), Christine Miller (Clerk to Board/Administrator), Sophie Tyler (Athletic Union President), Chris Clarke (Operations Manager), Dave Whitton (General Manager), Jonnie Adamson (Henderson Black, item 2.1 only).

1. Chairperson's Business

1.1 Apologies for Absence

None.

1.2 Acceptance of Minutes of Students' Association Board Meeting of 28th October 2020

Approved.

1.3 Matters Arising

- Statistics on teaching space and discussions – agreement had been reached to continue use of STAge as teaching space in semester 2. Usage of all teaching spaces in the Union building would continue to be monitored. This matter was **closed**.
- Measures to be taken in the event of a second lockdown – this matter would remain with the COVID working group. The University were including the Association in talks on the implications of a move to Tier 4. This matter was **closed**.
- Use of the now-vacant retail unit formerly let to Blackwell's had been discussed at the recent meeting of the Finance, Audit and Risk committee. The management team would investigate options and update trustees as appropriate.
Action point: DW, JC and CC to investigate leasing retail unit.
- Sabbatical officer workload would be kept under review – the sabbaticals should continue to raise concerns as and when they arise.
Action point: sabbatical workload to be kept under ongoing review.

Other matters arising would be dealt with under the relevant agenda items.

2. Finance and Risk Committee Business

2.1 Report of the Board & Financial Statements for year ending 31st July 2020

Jonny Adamson (JA) presented the financial statement and report to Board, the letter of representation and the letter of comment on behalf of the auditors, Henderson Black.

JA confirmed that the report was unqualified. The auditors, having assessed the current risks and exceptional reductions in income caused by the impact of the COVID-19 pandemic, were satisfied that the Association continued to meet the requirements as a 'going concern'. JA noted that this was in reference to the accounts at the end of July 2020: the financial year 2020-21 would inevitably present further financial and other challenges.

Trustees agreed that in order to protect the charity, a sustainable financial position must be secured in both the short and longer term, while still achieving the charitable objectives. This would require flexibility and creativity. There was discussion of a potential move to SCIO status and associated issues.

The report and financial statement were **approved**.

JA left the meeting.

2.2 Update from Finance & Risk Committee

- End of October Position Compared to Projections

Jillian Cowan (JC) reported that the financial position at end of October was close to projections despite ongoing trading difficulties and various changes to COVID-19 restrictions. Year end figures were expected to match existing projections. Trading activity would be expanded as and when restrictions allowed.

- Short term actions to manage costs

Costs were being closely controlled. Staff had been furloughed where appropriate, and capital expenditure deferred where possible, while maintaining a high level of safety for staff and members.

Heating cost management was an issue due to flaws in the building heating systems. Discussions with Estates about this were ongoing.

Moves were under way to assess the leasable value of the retail space. It was noted that this was not a contained unit so any occupant would have to work closely with the Association to ensure COVID-19 safety.

3. COVID 19 Operations

3.1 Update from Board Working Group on Operational Plans

Tier 3 restrictions were currently in place across Fife and trading activity was organised around these requirements. The piazza area was now licensed permanently, and it was hoped that having a substantial outdoor area would increase flexibility both in meeting COVID-19 restrictions and in future activities. Data suggested there was reasonable usage of study spaces within the building.

It was noted that the Scottish Government's plan to stagger student return to campus after the winter break may affect semester two operations.

3.2 Update from Chair on plans for engagement with the University on strategic position

David Scott (DS) discussed the need to return to a sustainable financial footing and confirmed that all options were being considered in pursuit of this aim. Discussions with the University at a high level would take place before the end of December.

Action point: DS to meet with University on financial support.

4. Governance, Nominations and Staffing Committee Business

4.1 Update from Governance, Nominations and Staffing Committee

Emma Walsh (EW) updated trustees on the progress on issues including the feasibility of appointing a new lay trustee, updating the skills matrix for existing trustees, the ongoing review of the Laws, and a potential move to SCIO status. Preliminary legal advice on the latter point from Turcan Connell was expected within the week.

Action point: Will MacFarlane (WMac) to lead discussions with Turcan Connell on move to SCIO status.

It was noted that one University-appointed trustee (Andy Goor) would reach their constitutional term limit this summer. Trustees felt that, due to the exceptional circumstances of the pandemic, the specialist skills and knowledge possessed by the trustee in question, and the importance of the University fully understanding the financial position of the Association, an exceptional one year extension would be justified and appropriate. It was noted that the University Court had offered such extensions in the past. The University Court should be formally contacted to agree to this, and OSCR should be notified.

Action point: EW to contact University Court and OSCR regarding one year extension.

5. General Manager's Business

5.1 Update from Management Team

No additional business to report.

6. Association President's Business

6.1 Update from President

Taken as read.

6.2 Association Councils Review

Trustees noted the ongoing review and approved of the principles underlying it. Dan Marshall (DM) would take this forward with the Association Chair and provide an update on progress at the next meeting.

Action point: DM to provide update on Laws review to next SAB meeting.

7. Director of Events and Services Business

7.1 Update from Director of Events & Services

Taken as read.

7.2 Revised Member Discipline Procedure

Trustees noted and approved the revisions, in particular provisions to facilitate cases where student trustees may face disciplinary action.

8. Director of Student Development and Activities Business

8.1 Update from Director of Student Development & Activities

Taken as read.

8.2 Website analysis

Trustees noted the paper and approved in principle the recommendations, while noting that specific staffing support needs were a matter for the sabbaticals and management team. Potential security issues were highlighted as an area of concern and should be prioritised.

Action point: Gavin Sandford (GS) to take forward updates with CC/Design and Marketing staff.

9. Director of Director of Wellbeing Business

9.1 Update from Director of Wellbeing

Taken as read.

10. Director of Education Business

10.1 Update from Director of Education

Taken as read.

11. Association Updates

11.1 SRC/SSC Updates

12. AOCB

None.

13. Date of Next Meeting

27th January 2021

ACTIONS

Ref	Description	Owner	Target Date & Status
091220.01	DW, JC and CC to investigate leasing shop unit	DW/JC/CC	17/3/21
091220.02	Sabbatical workload to be kept under ongoing review	Sabs, management	Ongoing
091220.03	DS to meet with University over financial support	DS	31/12/20
091220.04	WMac to lead discussions with Turcan Connell over SCIO status	WMac	27/1/21
091220.05	EW to contact University Court and OSCR over one year extension for AG	EW	27/1/21
091220.06	GS to take forward website recommendations, in conjunction with Design and Marketing staff	GS/CC	27/1/21