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University of St Andrews Students' Association

Minutes of the Students' Association Board Meeting

Held in the Committee Room of the Students' Association Building on 12th December 2018, 5:15 pm

Present: Debbie MacCallum (lay trustee), Sarah Ramage (SRC Senior Officer), Kevin Phelan (SSC Senior Officer), Paloma Paige (Association President), Adam Powrie (Association Director of Events and Services), Jamie Minns (Association Director of Student Development and Activities), Alice Foulis (Association Director of Education), Nick Farrer (Association Director of Wellbeing), Andy Goor (University-appointed trustee), Professor Paul Hibbert (University-appointed trustee)

In attendance by invitation: Fiona Murray (Athletic Union President), Iain Cupples (Secretary to Board), Jillian Cowan (Management Account/Deputy General Manager), Christine Miller (Clerk to Board), David Whitton (General Manager), Jonnie Adamson (Henderson Black & Co, auditor: items 1 and 2 only)

1. Chairperson's Business

In the absence of the Chair, Andy Goor (AG) was asked to chair the meeting.

1.1 Apologies for Absence

David Scott (lay trustee), Jacqueline Cassidy (lay trustee), David Stihler (lay trustee).

Jonnie Adamson (JA) was welcomed to the meeting.

1.2 Acceptance of the Minutes of the Students' Association Board Meeting of 18 October 2018

Approved.

1.3 Matters Arising

a. Memorandum of Understanding

AG noted that he and David Scott (DS) intended to meet in early January and would take this forward. It was noted that the auditors had inquired about progress on this issue.

ACTION : DS to meet with AG in early January.

b. GDPR

Iain Cupples (IC) said that following the last meeting of the Board, he had spoken to Christopher Milne (CM), the University's Head of Information Assurance and Governance, about fulfilling the role of Data Protection Lead. CM had said he was happy in principle but this would need to be covered by the Memorandum of Understanding (see item a). In the meantime, IC and Jillian Cowan (JC) would set down the requirements of the role.

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ACTION : IC and JC to draw up requirements for DPL role.

c. Blackwells

JC was following this up: missives would be circulated to trustees in advance of the next Board

ACTION: JC to circulate missives before next meeting

2. Finance and Risk Committee Business

2.1 Minutes of Finance and Risk Committee Meeting 12 October 2018

These minutes were approved. Minutes of the meeting of 7 December were not yet available.

It was noted that there had been a discussion about the investment of the reserves at the 7 December meeting. The current investment had matured, but the new investment policy had not been finalised: the Finance and Risk committee had recommended reinvestment of the reserves for six months meantime. The Board **approved** this decision.

2.2 Audited accounts

Copies had been circulated previously.

For the auditors, Jonny Adamson (JA) noted that the audited accounts had been discussed at the Finance and Risk Committee meeting in detail, so he proposed to summarise them here and then take questions. He noted that the audited accounts consisted not only of the accounts, but also a letter of representation and a letter of comment. The format was the same as in previous years. JA suggested that in future it might be a good idea for the outgoing Association President, rather than the incoming one, to write the report reviewing the year's activities. JA also noted that investment policy should be looked at in the light of new OSCR guidance, and drew attention to other matters in the accounts and the letter of comment, before taking questions from the trustees.

The Board **approved** the audited accounts.

JA drew the Board's attention to the letter of representation, which noted that he and the firm had now been the auditors for the Association for ten years, and that the Board must consider whether they remained sufficiently independent. JA then left the meeting.

AG outlined the options in relation to appointing an auditor for the new financial year. He referred to OSCR guidance on the matter and discussed the University's policy, which was to stay with the existing firm but change the individual auditor regularly. He noted that the Board must consider not only the fees charged by possible auditors, but also the availability of alternatives. On behalf of the management team, JC and DW attested to the continuing thoroughness of the Henderson Black team.

Paul Hibbert (PH) proposed that the Board follow the University, and change the individual auditor but keep Henderson Black? AG noted that it may be difficult to replace JA, who was very helpful and knowledgeable. JC noted that there has been some variation in

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membership of the team under JA. AG said he would recommend renewal with the existing team at Henderson Black for a year. The Board **approved** this suggestion. The Finance and Risk Committee would discuss a progression plan to take forward the points raised by the audit team in the letter of comment.

ACTION : Finance and Risk Committee to draw up progression plan addressing points raised by auditors.

2.3 Quarterly accounts

Noted.

2.4 Risk Register

The Finance and Risk committee had seen an updated version. Nine new items had been added. The management team were currently allocating responsibility internally for each item. Liaison with Brian Kennedy in the University was ongoing regarding advice on scoring and assessing risks.

ACTION : DM to confirm to the Board ownership and progression of the actions relating to managing risks and the risk register.

3. Staffing Committee Business

No meeting had taken place, but the Board were informed that after a selection and interview process, the acting bars manager had been appointed as bars manager permanently.

4. Governance and Nominations Committee Business

Paloma Paige (PP) reported back after a meeting of a working group looking at the remit of this committee, and also the urgent question of the upcoming expiry of the term of one lay trustee.

PP said the details were included in the accompanying paper, with recommendations. The group had felt that merging the Staffing and Governance and Nominations Committees would make both committees more efficient and also use trustee time more effectively. The remit of both committees was different but there was enough overlap for the move to make sense.

After questions and comments the Board **approved** the recommendations in the paper. It was agreed that the merged committee should be chaired by the Director of Wellbeing (Nick Farrer, NF). NF would schedule a meeting to occur before the next Board meeting. Debbie McCallum (DM) volunteered to temporarily fulfil the secondary pay trustee role on the committee: Sarah Ramage would be the student trustee appointee, with Kevin Phelan the student trustee member of Finance and Risk. The merged committee would need to urgently consider the upcoming vacancy and accordingly it would be a priority to update the skills register for trustees – NF would action this with assistance from IC. IC would update the proposed terms of reference for the merged committee.

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ACTION : NF to convene a meeting of the merged committee, which would consider the upcoming vacancy and recruitment processes. The committee to circulate recommendations by email before next Board meeting. NF to circulate skills matrix to trustees with deadline to send back. Terms of Reference for the merged committee to be developed by IC and to come back to next Board meeting.

5. General Manager's Report

5.1 Update from General Manager

DW noted that the Association had a busy first semester: staff, student officers and volunteers had all done well. First quarter figures were good. Various areas had been identified for operational improvements in an ongoing programme. DW highlighted work in the area of sponsorship by the Design and Marketing Manager. Refreshers' Week was being planned. The financial performance continued to be strong but DW emphasised the importance of the Association being seen as much more than a bar, and that vision being shared by the University and students. In that respect, student engagement and activity was the measure of success, and it remained strong also.

6. President's Business

6.1 Update from President

PP noted that there was an amendment to her report, in that the Abbey Park motion had not been given the correct title.

She also discussed the event held with the head of MI6 in the Large Rehearsal room. This was something that we had really good feedback about and it was pleasing that the Principal's Office had reached out to the Association and facilitated this event.

7. Director of Events and Services' Business

8.1 Update from Director of Events & Services

Adam Powrie (AP) echoed the General Manager's reports in saying that it had been a good semester. The all-building Halloween event sold out quickly – there were, however, logistical issues to iron out on security and the use of volunteers for similar events in future. The 30th November event with a cover band had been a rare disappointment, but the time of year may be to blame for this. The spacing of events was important. The Board were informed that all Friday Bops had sold out except one. AP had attended the Northern Services conference last week as President. The focus was now on Refreshers' Week and other semester two events.

8. Director of Student Development And Activities' Business

9.1 Update from Director of Student Development & Activities

Jamie Minns (JM) discussed a recent visit from DUSA to discuss our volunteer portal. DUSA have a staff member working on developing their volunteering policy and portal but feel they can learn from our successes in this area. JM minuted thanks to past Directors of

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Student Development and Activities, volunteers, and Board members for their work in this area.

JM also discussed new ideas being reflected in further growth in affiliating societies, working with Admissions on a tour of the Union building on open days and visiting days for offer holders and on working with the University alumni team.

9. Director of Wellbeing's Business

10.1 Update from Director of Wellbeing

NF discussed the creation of a member for student health on the SRC, which was aimed at creating more elected positions in the area of wellbeing rather than appointed ones. The new position would attend wellbeing committee and be first elected in March.

NF discussed the Scratchylous event, arranged as part of Pangaea. He also brought Board members' attention to progress on the Ask Angela initiative for student safety on nights out: around 60-70 people had attended training, and more publicity would be distributed in January. There had been discussions about possible co-operation with local CAB services, including pop-up sessions and a stall at Freshers'/Refreshers' Fayre. On the issue of the out-of-hours service at the hospital, NF reported that he would attend and speak at a meeting along with Chris Lusk from the University.

10. Director of Education's Business

11.1 Update from Director of Education

Links to minutes referenced in the report were available on SA website. Alice Foulis (AF) reported that School Presidents recently received Got Consent training. The PG Executive Forum would meet tomorrow. PGSoc were collaborating with St Leonard's College on a revamped magazine.

11. Association Updates

11.1 SSC/SRC Report

KP discussed various subcommittee events, including those associated with St Andrews' Day. He noted that the PGSoc Graduation Ball had sold out. There were currently just under 150 affiliated societies.

SR said that themed weeks for campaigns appear to have worked well this year, successfully engaging many students. 'Takeovers' of the University Instagram feed had also worked well. She discussed recent SRC motions on Universal Credit entitlement and refugee action as well as initiatives on pronoun awareness.

12. AOCB

Thanks were minuted to all who contributed to St Andrew's Day events, particularly the Association Community Relations Officer, Morgan Morris.

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PP noted she had spoken to various parties about plans concerning the Council-owned building next to the Union building. These could include an asset transfer for charitable purposes. The Board agreed it was important to be aware of plans for this property and that the Board should consider working with parties who would put it to uses that would be congruent with our activities and purposes if possible. This could extend to joint initiatives, though much more detail would be required. PP would pursue this issue further and report back.

ACTION: PP to investigate and report back on Council plans for offices next to Union.

JC noted that the CHP unit should finally be up and running by the end of January.

13. Date of Next Meeting

21 February 2019

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ACTIONS

Ref	Description	Owner	Target Date & Status
121218.01	DS to meet with AG in early January re: Memorandum of Understanding	DS	31 Jan 19
121218.02	IC and JC to draw up requirements for DPL role.	IC/JC	31 Jan 19
121218.03	JC to circulate Blackwells missives before next meeting	JC	7 Feb 19
121218.04	Finance and Risk Committee to draw up progression plan addressing points raised by auditors.	PP	11 Feb 19
121218.05	NF to convene a meeting of merged Staffing/G&N committee. Committee to circulate recommendations by email before next Board meeting. NF to circulate skills matrix to trustees with deadline to send back. Terms of Reference for the merged committee to be developed by IC and to come back to next Board meeting.	NF/IC	4 Feb 19
121218.06	PP to investigate and report back on Council plans for offices next to Union	PP	11 Feb 19