

minutes

meeting of: **Trustee Board**

place: **Alexandra Ciardi House**

date and time: **10th December 2009**

Members:	Name
President & Chair	Wes Streeting (WS)
Officer Trustees	Aaron Porter (AP); Susan Nash (SN); Richard Budden (RB)
Student Trustees	Sean Rillo Raczka (SRR); Amandla Thomas-Johnson (ATJ); Martin Jopp (MJ)
Lay Trustees	David Fletcher(DF); Jacqueline Davies (JDa)

In attendance:

Staff Matt Hyde (MH), Jim Dickinson (JD), Simon Rayner (SR), Henry Solomon (HS), Emma Cox (EC), Jan Sowa (JS), Nick Smith (NS)

1. Introduction and Administration

Wes Streeting (WS) opened the board at 12 Noon.

- 1.1 Apologies were received from Daf Adley, Kate Davies, Dame Karlene Davis, Rebecca Gorge and Daniel Randall.
- 1.2 Matt Hyde (MH), Emma Cox (EC) and Jim Dickinson (JDi) all recorded that they were members of the SUSS pension scheme.
- 1.3 The minutes and reserved minutes of the meeting on 10th September were *approved* as a true and accurate record.
- 1.4 The Action list was *noted* as correct and the Board approved the progress on specific items.
- 1.5 There were no other matters arising.

2. Reports

2.1 Chief Executive's Report

MH reported that staff had responded positively to the announcement of the HQ move, with a staff survey conducted in relation to the new HQ giving a steer for a property on one floor with meeting rooms and space for quiet work. Seven sites had been viewed since the last trustee board meeting and it was felt the market made this a good time to look. On a separate point, MH raised concerns over the postponement of the Charity Registration date. The SUSS consultation came back with mixed responses that did not point to a clear resolution, but NUS would continue to encourage discussions to take place within students' unions and more work would be done on addressing the gap in understanding about the magnitude of the 'pensions crisis.'

The board approved the report.



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2.2 The National Executive Council (NEC) Report on 7th September was *noted*.

Mark Law and Lynda Thomas from the Auditors Baker Tilly joined the meeting and so the Board moved to section 4 of the agenda.

4. Finance

4.1 To received the audited accounts

Henry Solomon (HS) introduced the 2008/09 Audit noting there were some marginal adjustments. He was pleased to report a small surplus of £25.5k. The recommendations were noted by the Board and an update was given on management accounts, which should be available by the end of January. The move to the new system has led to many of the problems raised in the management accounts already being addressed. David Fletcher (DF) raised concern at the increase in debtors within students' unions. HS would investigate invoicing versus cash accounting and report back to the Board.

Action: Henry Solomon

The Board *approved the accounts* and the auditors left the meeting.

It was noted that the auditors were reappointed yearly with a three year review and that Tenon were the new auditors for NUS following a tendering process held in Summer 2009.

4.2 DF reported back on the Audit Risk and Remuneration Committee which had approved hardship and abatement requests. It was looking at the volunteer expenses package and would report back its findings at the same time as the estimates in February.

The Board *noted the report*.

4.3 JS gave an update on Health and Safety, noting that there were no major issues. JDa noted that the absence rate was high and that there was a need for greater categorisation of sickness. Further information would be sought on the reasons behind the high absence rate.

Action: Emma Cox

The role of the Trade Union in Health and Safety was noted.

The Board *approved the paper*.

3. Strategy

3.1 SR presented a report on NUS Extra Pricing

WS noted that the report did not need to be reserved and so it was removed from the reserved section.

It is expected that 347,500 NUS Extra Cards will be sold in 2009/10, with 25% of them including ISIC. It was noted that at present sales were doing better than budgeted. An increase of £1 to NUS Extra, with the ISIC upgrade costing £2 would result in a financial contribution of £673,056 to NUS.

The Board asked what research had been done and whether it was felt the market could take an increase. SR responded that the statistics were based on projections in sales and scenario forecasting so as not to incur the costs of traditional market research. The recommendation was based on market intelligence and it was felt the market would be comfortable with the increase.

Other work was being done on the sale of Extra, including making it available to work-based learners in Further Education.



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The Board approved a £1 increase in the cost of Extra with a £2 increase in the cost of ISIC and suggested that Simon Rayner presented more fully to the NEC on the 11th January with more detail on the NUS Extra Strategy.

Action: Simon Rayner

The Board resolved to review the price of NUS Extra on a regular basis to ensure that benefits to the individual purchasing the card were in relation to any increased costs.

3.2 NUS Graduate Card

SR explained the proposal to market a card for recent graduates (in the first instance to those who had an NUS Extra Card). The market research had been very positive and the present infrastructure could be used to promote the card. It was predicted that in the first year take up would be around 18,000 card sales. SR confirmed that a commission would go to the students' union if bought through them.

The Board approved the paper.

5. Collaborations and Corporate Governance

5.1 Matt updated the board on collaborations, saying the process of merging back office functions was well on the way. Martin Jopp (MJ) noted that it was important unions as a whole took a view on whether or not a students' union should support the AMSU merger, rather than individual staff or officers within them as it was organisations, not individuals, that were members of AMSU and NUS. Work was being done with NCVO on the provision of staff development and that a key area was talent management across the student movement.

In terms of the corporate governance of a merged organisation, the Charity body's *membership was agreed* as the same as the current NUS board but replacing 2 lay trustees with staff from students' unions and the vice president (Union Development) as chair.

It was confirmed that NUSSL would remain separate but sharing many of the backroom functions with detailed SLAs with the other organisation. Advice was being sought on issues of VAT control and the establishment of an infrastructure vehicle. National Conference would retain its same influence over the policies of NUS Services.

The Meeting ended at 4pm

There followed a strategic session giving feedback on initial drafts of certain sections of the strategic response to a Wave of Change that pertained to the work of the Board.

