

Meeting of:	Trustee Board
Place	NUS Headquarters, Drummond Street, London
Date and Time:	7 th September 2010, 7pm
In Attendance:	Aaron Porter (chair), Olivia Bailey, Shane Chowen, Ed Marsh, Karl Hobley, Kainde Manji, Fabian Neuner, Dan Randall, Emily Rowe, David Fletcher.
Apologies:	Susan Nash, Rebecca Gordge, Jacqueline Davies, Karlene Davies, Kate Davis.
Staff:	Matt Hyde, Chief Executive; Jim Dickinson, Director of Campaigns and Strategy; Henry Solomon, Interim Head of Finance; Nick Smith, Democratic Services Co-ordinator; Heather Jones HR Consultant
Staff Apologies:	Simon Rayner, Director of Communications; Jan Sowa, Consultant; Emma Cox, Director of Member Development.

1. Introduction and Administration

1.1-3 Apologies were noted. There were no conflicts of interest to declare and the minutes of the last meeting were accepted as a true and accurate reflection.

1.4 The action point to set up a Human Resources sub committee was noted and was on the agenda as point 6.5.

1.5 Kainde Manji (KM) asked for an update on senior manager visits to FE Unions. Matt Hyde (MH) confirmed that discussions had taken place with the VP Further Education about which further education colleges would be best to visit.

2. Reports

2.1 MH presented the Chief Executive’s Report. He updated the Board on the SUSS pension scheme around the issues of a union incorporating in a defined contribution system. A second opinion was being sought about ways to overcome the trigger of a section 75 debt liability and Audit, Risk and Remuneration would specifically look at the issues.

Action: Matt Hyde

It was confirmed that before formal consultation took place with staff in 2011 about any variation to the pension scheme, that students’ unions would assisted in their informal consultation with their employees which would include template letters.

Fabian Neuner (FN) asked for an update on the recruitment on the IT Director. MH replied that they were changing recruitment consultants as it was important that work on telecommunications and NUS Digital was accelerated, and we had to date been unsuccessful on appointing an IT Director having undertaken three different interview processes.

KM asked for an update on the impact of the merger with AMSU on Scotland, especially in relation to non affiliates. MH confirmed that only two unions had chosen not to join the option for non affiliates from their position in AMSU and that NUS Scotland had a strong non affiliate strategy. He was confident staff in affiliated and non-affiliated unions would still network.

The report was approved.



minutes

2.2 and 2.3 The NEC minutes and update on the priority campaign was noted.

3. Strategy

3.1 The Board *approved* the strategic framework after assurances that campaigning was a core activity through all strands of work.

3.2 Reserved Business.

4. Operating Plan and KPIs

4.1 The Board *approved* the operating plan. Olivia Bailey (OB) would make suggestions about including Liberation and Section full time officers to provide oversight of the objectives.

Action: Olivia Bailey

4.2 Heather Jones updated the Board on work done within HR on supporting women and black members of staff and the review of induction and the appraisal system. The KPIs for 2010/11 were *approved*.

4.3 The scorecard for 2010/11 KPIs was *approved*. After a question by Emily Rowe (ER) the board were reassured that a range of processes were in place to assist in the evaluation of campaigns both centrally and within Liberation, Nations and Sections.

5. Finance and Resources

4.1 The ARR meeting had been postponed to a later date. The Board *approved* a loan of up to £300,000 from NUS Services to NUS during the period of 13th September to 15th October to ease cashflow (though it was non known yet for certain whether this facility would be needed). The board also noted the successful move of NUS' banking to the Co-operative bank.

4.2 Henry Solomon (HS) reported on the pre-audited end of year position for 2009/10 which was likely to be an operating break-even position. However, considerable work had gone in to addressing balance sheet issues relating to previous years which will require prior year adjustments.

4.3 The board *approved* the budget overview and more detailed budgets would be circulated for scrutiny.

Action: Henry Solomon

6. Corporate Governance

6.1 Jim Dickinson (JD) introduced a paper on the implementation of the creation of the new NUS Charity. The board were reassured that the charity would not undertake political activity and if there was ambiguity, that activities would not be placed within the charity. The board noted that NUS UK would be in control of which activities were placed in the charity and which were not.



minutes

The board asked for more clarity on the implications of the different charitable objects, specifically 1 (g).

Action: Jim Dickinson

With this action, the board *approved* the paper including the proposed timeline.

6.2 The board *approved* changes to the Code of Conduct.

Action: Nick Smith

6.3 The board *approved* a set of Performance Indicators for itself.

6.4 The board *noted* a report on the post-2009 governance model.

6.5 The board *approved* the creation on the HR sub committee with the alteration that members would not be expected to sit for two years. It was confirmed that the Joint Negotiating Committee (JNC) was where the negotiations with the staff Trade Union would remain.

6.6 The board approved the following appointments.

- James Hutchinson as NUSSL Staff Director
- David Fletcher as Audit, Risk and Remuneration Chair
- Fabian Neuner and Karlene Davies as trustee on Audit, Risk and Remuneration Sub Committee
- Karl Hobley as the student trustee on Nominations Committee
- Jacqueline Davies as the lead trustee with HR responsibility and chair of the HR Sub Committee
- Emily Rowe and Kainde Manji as the trustees on the HR Sub Committee
- Following their acceptance, Jacqueline Davies as Diversity Champion and Kate Davis as vice-chair and the trustee on Nominations Committee.

