| Description: | Trustee Board Meeting | | |
| --- | --- | --- | --- |
| Date: | 9th February 2022 | Time: | 17.30pm- 19.00pm |
| Chair: | Sara Bafo | Location: | Zoom |
| Staff present: | Ed Nedjari (CEO)  Lisa Ronson (Finance Manager)  Oliver Roscoe (Head of Commercial Operations)  Janette Joyce (Audit partner)  Sara Bafo (SU President)  Pradeep Thatai (External Trustee)  Stephen Norton (External Trustee)  Eireann Attridge (External Trustee) | | |
| Apologies: | Fowsia Kadiye (Education Officer)  Niquella Simpson-West (Campaigns and Activities Officer)  Hafsa Haji (Welfare and Liberation Officer)  George-Hakon Benson (Student Trustee)  Saranyaa Goel (Student Trustee)  Lina Charafeddine (Student Trustee)  Tegan Easterbrook (Student Trustee) | | |
| Agenda | [Agenda and last minutes](https://drive.google.com/file/d/1kwbstAktVhQkljl4rIoMfbBky2ZgYjuq/view?usp=sharing) | | |

Minutes

| Ref. | Item | Summary Points | Action |
| --- | --- | --- | --- |
| 1 | Welcome and Introductions | Chairperson welcomed everyone on the call and asked everyone to introduce themselves.  She informed the trustee that the meeting will have to end at 7pm due to another meeting she needs to attend. |  |
| 2 | Declarations and note any possible  conflict of interest | No Declarations and possible conflict of interest. |  |
| 3 | Minutes from last meeting and  subcommittees  ● Approval  ● Actions Update | Chairperson asked if everyone approves it, trustees approved.  No action was taken on board. |  |
| 4 | Declarations for any other business  items | No other business was declared. |  |
| 5 | Trustees Report and Financial  Statements | The auditor explained normally she would spend a longer time to go into details with her documents, but due to time she will summarise it.  The Trustees are responsible for preparing the Trustees' Annual Report and the financial statements in accordance with applicable law and United Kingdom Generally Accepted Accounting Practice .  The Trustees are responsible for keeping adequate accounting records that are sufficient to show and explain the charity's transactions, disclose with reasonable accuracy at any time the financial position  of the charity.  The statutory account is a legal document that gets published in the public domain but it isn't a management tool and is not the same as our management account. Auditor suggested that the trustee request from the management team a reconciliation between the result we will see in the statutory accounts and the one from to our management account from date 31st july 2021 till now.  The statutory accounts have been prepared in accordance with the charity statement recommended practice.  The organisation has made a good surplus of £195k and the reasons are due to the campus being closed for a long period, and we benefited from the furlough scheme receiving over £223k.  When we look at the balance sheet we are in a good place as we have net current assets, which is a good thing since not many organisations are in that position; so we will be able to pay our debts as they fall due.  Although the organisation is in a good place, we need to remember we will have tougher times ahead due to the cuts that are yet to be made, and looking at what we have saved as an organisation, those reserves are worth less than 2 months expenditure of the year.  Trustee mentioned to the auditor some typing errors that needed to be corrected on the document, and the auditor was thankful to the trustee for flagging those errors. |  |
| 6 | Audit Findings Report | The auditor informed us that the standard methodology used for charity clients is normally around 1% of the income mark, so the actual number used this year for materiality was £19,000 so under 1% of our income.  Our audit process went well, we provided complete and accurate information and there were few adjustments made to the numbers provided for the audit. The adjustments resulted in a decreased number of our recorded surplus by around £16,500 which is less than our materiality level. The auditor thanked the finance department , chief executive and everyone involved in providing the audit.  The auditor mentioned the significant risk areas of the audit, and where our risks are. Our risks this year are: growing concern, income recognition and ability to management controls. Our regulators have been pressuring everyone to ensure clients are able to pay their debts as they fall due. Our management has provided all required assessments such as income, expenditure and cash flow forecast.  The auditor suggested someone from the trustee body to request a full transaction list of a month, to see if there is anything unusual and this will help with identifying any possibility of fraud transactions, or unusual transactions made by the organisation.  The finance manager recognised that she hasn’t been asking anyone to review the journal and she does journal entries for payroll, shop and sales for reconciliation as there is a card she uses; and having an external person from the finance department will help to identify things that she hasn’t noticed.  She also mentioned in the meeting that there is a trustee that she thinks will be able to go through the transactions. The trustee thanked the finance manager for considering him to go through the transactions for the organisation.  The finance manager thanked him for accepting to do it and suggested that when he wants to view the transactions, he should notify her ahead of time. This will help her prepare the documents to be reviewed on time.  As part of the payroll work in order to process staff salaries, a new procedure was introduced and although it wasn’t working well last year, the auditor was pleased to say things have improved significantly and out of 40 samples only 5 were not able to be verified this year.  She was also pleased to inform the trustee that there are no new system control points to report to us, apart from the journal point that she mentioned earlier.    As trustees we need to declare all conflicts of interest or any known transactions, even if they were made by partners, siblings or other relatives. Creating a template and getting trustees to sign it, is a good way to ensure everyone understands the importance of reporting any conflicts of interest.  The auditor said they recommend to their clients that a template declaration should say that, best to their knowledge and belief there haven't been any related party transactions to be made aware.  The finance manager mentioned that PHR has been a useful system to keep all staff documents safe and up to date.  She asked if there were any questions and concluded her presentation. |  |
| 7 | Commercial performance | The head of commercial operation informed the trustee that the welcome Week 2021 was a success for the commercial departments, considering the impact of covid. During the welcome week the commercial department exceeded sales income by over £9k, despite the long waits from our suppliers  The commercial department worked with Native to provide our ticketing and door entry processes. Initially it was working but the process was impacted by some unstable network issue, which meant that students were not able to purchase tickets.  This year we decided that we would try running a wristband for all events. We sold 235 wristbands which permitted students access to the entirety of the Welcome Week Events series. This meant that for every evening event we hosted,  we had to ensure that we had capacity for an additional 235 students. |  |
| 8 | Ground floor plans/moving cafe | The head of commercial operation mentioned that the welcome desk isn’t working as a service or point of information. Looking at the staff cost and resources used, as an organisation the welcome desk is not offering value.  A project he would like the student union to invest in, is removing the welcome desk and expanding the cafe. When we see other student unions there are touch screens which can be used to receive information, make purchases of tickets and much more.  This project is to increase the student engagement and help the cafe to expand. For this reason student staff working at the cafe will receive training on how to answer some of the questions that students or those entering the building may have.  The total cost of this project is £ 22,000 and although it’s a lot of money is backed up by the revenue from media sales and investing in this project, will rather help save the cost of having a welcome desk staff member.  He suggested the trustee read the proposal where more information can be found, as due to time he can't go into details.  Having a modern change done to the building will help us have a new look and structure. This will encourage more students to visit the student union if they see the place is vibrant.  The chairperson agreed on how having one staff member at the welcome desk isn’t suitable as there are large numbers of queries that the welcome desk has to deal with.  CEO added that this project is to help utilise our building in the most effective way. Investing in projects has a higher chance of seeing results and even if it doesn't work straight away, with time the changes will be adapted.  Trustee also said it is a good idea and we should investigate this well so it can be a success. He shared how a particular cinema used to have staff members but they were replaced with machines that sell tickets and offer customers the help they need.  The finance manager asked what the space of the current cafe will be used for, and the commercial operations manager suggested the space can be added to the ground floor area project, depending on the commercial finances.  In the interim it will be used as a sitting area or space for events so it won’t be abandoned.  All trustees agreed that it is a good investment and how it will put commercial and student engagement together. |  |
| 9 | CE Report | The chief exec asked trustees to contact him if they would like more information and clarity on his chief executive update.  Also added that his update is mostly what has been discussed during the meeting, so due to time he won’t go into details. |  |
| 10 | Management Accounts | The Finance Manager gave a summary of where the organisation is financially.  Commercial department is £42k ahead of their budget and this includes bar,shop, food & beverage departments.  The nursery is on £37k surplus and non commercial £29k surplus.  Although our financial position is stable, budgets will still need to be monitored due to additional grant cuts that are expected to happen next year.  The finance manager mentioned that we need to find new ways to increase the income of the SU, and agreed making changes to the welcome desk area will help increase the commercial income.  We have £57k saved in salary cost, and this is due to the restructuring that has happened over the past months.  As the organisation is operating without a Comms & Marketing Manager, our designer has been taking some extra duties, so getting her a credit card, with a limit of £2k will help her expenses.  A reality that the SU needs to face is knowing we will have 25% less grant incomes, which will result in major changes to the way we operate.  Investment of some reserves might be needed due to the changes in living cost in the country. The chief executive said that it is important that staff receive an increase on their salary due to the living costs increasing. Finance manager added that the organisation will need to do that if they want to attract the skillful and best staff members.  External trustee thanked the GSU staff members for their incredible work and sacrifices to ensure they provide support and great service to the students. |  |
| 11 | Sabbatical Officers Update | The chairperson apologised for the sabbatical officers not being present at the meeting, as some of them are unwell so couldn’t join us.  The chairperson mentioned the strike has started and they will be working with the head of membership to ensure all complaints from students are dealt with.  The disadvantages that have been happening due to the strike were also mentioned, such as cancelled lessons, and as a result it is affecting the learning of the students. Although the student union has opened their building to allow teachouts, students are the ones affected by the strikes.  The chairperson mentioned that the education officer will be leaving the organisation as they resigned. It was added that the officer resigned due to her new employment with a different organisation. |  |
| 12 | Any other business | No other business |  |

Action Items

| Ref. | Action Item | Action / Decision | Action By | Due Date |
| --- | --- | --- | --- | --- |
|  | Housekeeping | setting up credit card for SU designer | Finance Manager | ASAP |
|  | Housekeeping | Updated Scheme of Delegation | Finance Manager | ASAP |