

University of St Andrews Students' Association

Minutes of the Students' Association Board Meeting

Held via MS Teams on 17th March 2021, 5:00 pm

Present: Debbie MacCallum (lay trustee, items 1 to 4.1 only), 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), 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)

In attendance by invitation: Iain Cupples (Secretary to Board/HR Manager), Jillian Cowan (Management Accountant/Deputy General Manager), Sophie Tyler (Athletic Union President), Chris Clarke (Operations Manager), Morgan Morris

1. Chairperson's Business

1.1 Apologies for Absence:

Amy Gallacher (Association Director of Education).

1.2 Acceptance of Minutes of Students' Association Board Meeting of 27th January 2021

Accepted.

1.3 Matters Arising

These would be dealt with under items 2, 3, and 4.

2. Governance, Nominations & Staffing Committee Business

2.1 Update from GNS meeting 26 February 2021

- Update on "Corporate Trustee" position and status with Turcan Connell

Will MacFarlane (WMac) updated trustees on discussions with Turcan Connell and a proposed timetable for action. This would see pensions advice available from the end of March: assuming this advice was acceptable, work would be completed by the end of April on the proposed changes and these could be approved by the University Court and notified to OSCR from there. Board agreed to **proceed** on this basis with the proviso that any increase in costs would be referred back for approval.

Action point: WMac to progress work with Turcan Connell.

- Trustee recruitment/extension

The vacant lay trustee positions were now being advertised with a closing date of 4th April 2021.

The Board approved the recommendation of the Governance, Nominations and Staffing subcommittee that the term of Andy Goor (AG) be extended by one year in recognition of the extraordinary circumstances at present. They also approved the recommendation that consideration be given to including an explicit power to approve extensions when the Constitution was next amended.

2.2 Review of Association Laws and Operation of Councils (Association Chair to present)

Morgan Morris (MM), the outgoing Association Chair, was welcomed to the meeting.

MM presented the updated Laws as approved by Councils, noting that some work still remained to be done on chapters 1, 6, 7 and 9 in particular, and the sabbatical team would progress that work with a target date of June 2021.

The key aims of the revision were to increase transparency and accessibility for members, and to simplify and edit the Laws. While the existence and remit of subcommittees would still be a matter for the Laws and subject to Board approval, their constitutions were no longer chapters of the Laws but would instead be separate, subordinate documents subject to annual approval by the Executive Committee. The Student Services Council would be reformed as the Student Activities Forum (SAF), while chapters on Rectorial Hecklings and Association Projects would be removed as redundant.

Trustees noted that the proposed changes should be discussed with the Court/Senate Office in the University in order to ensure that there were no problems foreseen in Association interface with the University as a result. Subject to that being done, the changes were **approved**.

Thanks were minuted to MM for work on this project.

Action point: sabbatical team to progress further work on Laws revisions by June 2021.
Action point: Dan Marshall (DM) to contact Senate/Court Office to confirm no problems with University representation.

2.3 Rector's Committee

DM explained that the University and sabbatical team had concerns following a recent increase in the scope, emphasis and size of the Rector's Committee. Recognising the Rector's Committee's continuing status as an Association subcommittee, these concerns particularly lay around working with other Association officers and subcommittees, and interactions with University staff, committees and structures. Clare Peddie (CP) reported that there had been concerns in the University about members of the Rector's Committee not working through established channels. The Vice-Principal (Governance) had fed these concerns back to the Rector's Assessor.

DM noted that it was possible that the problem was partly down to a lack of clarity over the role and remit of the Rector's Committee within the Association. The Board agreed that this

should be addressed and noted that the reform of the Laws discussed in the previous item would help to facilitate this. Trustees also emphasised the importance of working through recognised channels and agreed that at present the committee was acting outside of its remit. While recognising the rights of any student to raise concerns with the University by asking for meetings with University representatives, the Board would support a policy that University/Association meetings in the scope of an Association officer's remit should not take place without that officer present.

Action point:

3. Finance, Audit and Risk Committee Business

3.1 Update from Finance Audit & Risk Committee 12 March 2021

Board noted that the six monthly accounts showed a more positive picture than expected, though the financial situation was still serious. The budget for the rest of the financial year had been reforecast with updated information on COVID restrictions, the ongoing closure of the building and furlough. With the exception of the purchase of one video camera capital expenditure had been delayed. Investment in the outdoor space was planned but it was hoped to get support for this from sponsors.

There had been expressions of interest in renting the vacant retail space which would provide additional revenue, and other options for financial support were being pursued. Progress on the risk register continued and a report would be available for the next meeting. No significant changes in risks were seen since the last Board meeting.

3.2 3 Year Financial Forecast and Assumptions

Chris Clarke (CC) discussed the three year projection. Scenario planning was inevitably complex due to the pandemic, with a shifting set of restrictions of indefinite duration and uncertainty about the near future. This meant some pessimistic assumptions had to be built into the projections. For example, the projections assumed no nightclub activity in the next financial year. However, the position was improving and many services were likely to be resumed soon. Any projected losses from doing so would have to be approved by trustees. On this point, trustees agreed that in principle it was important for the welfare of members to resume services and that there should not be a default assumption of closing services if a loss was projected.

DS noted that the projected losses over the current year and the near future would take the Association close to the minimum dictated by the reserves policy. The question of whether the charity could continue as a going concern was the major issue for the Board to consider.

Trustees believed that these projections reflected realistic assumptions and that despite the known risks the charity remained viable as a going concern, provided there was no further material change in circumstances. The priority of the Board was to maintain the current level of service provision and autonomy. No major restructure was anticipated at present though this position should be revisited if circumstances changed.

DS and DM would share these financial projections with the University, to confirm the Association's intent to restore and maintain the customary level of services for students,

while noting that if circumstances changed further support may be needed. Trustees would be kept updated on any further developments.

Action point: DS and DM to meet with University to discuss financial projections.

4. COVID 19 Operations

4.1 Update from Board Working Group on Operational Plans

Board noted this paper. CC drew attention to persistent heating problems with the building: it was hoped to resolve these promptly to avoid any effect on re-opening plans.

4.2 Plans and criteria for SA services as restrictions are eased

See item 3.2.

4.3 Update on strategic options assessment

5. General Manager's Business

5.1 Update from Management Team

6. President's Business

6.1 Update from President

DM noted that vaccinations of students, particularly those living away from home, was likely to become a major issue over the coming months: as was the ability of students to collect belongings left in rented property. Relations with the community over COVID had been going well though a recent outbreak in the student community posed some threat to that.

6.2 AU-SA Partnership Agreement

Sophie Tyler (ST) presented this item. The agreement reflected recent close working relationships and a desire to formalise and maintain these. The University was in full support. One point on wording was raised, recognising that while the AU President worked closely with Association sabbaticals and management they were not themselves an Association sabbatical. The suggestion was that they should therefore be described as 'collaborating with' or 'contributing to' day to day operations in the Association rather than playing an 'active role in' those operations.

With this amendment, trustees **approved** the agreement.

7. Director of Events and Services Business

7.1 Update from Director of Events & Services

Board noted that in light of recent developments, plans for 'virtual Raisin weekend' events had been abandoned.

8. Director of Student Development and Activities Business

8.1 Update from Director of Student Development & Activities

Board noted the move to internet banking for societies as an important development.

Gavin Sandford (GS) discussed the situation with the volunteer portal, noting that the Association owned this asset and the Athletic Union used it. There was overlap with the University's Graduate Attributes Portal, which was in development, and the recommendation was to combine these. Trustees agreed in principle to this proposal. GS would take this forward with the University, taking into account rights issues, data transfer issues, and other factors.

Action point: GS to take forward volunteer portal/graduate attributes portal merger discussions.

8.2 Update on position with Barron Theatre

GS noted ongoing issues with the proposed transfer of activity to the Byre including lack of timetable space for performances and rehearsals. These may be transitional but GS believed these would be best addressed by keeping the Barron open for another academic year. GS would update Board on developments.

9. Director of Director of Wellbeing Business

9.1 Update from Director of Wellbeing

Board noted the Elections Report and that a full review was under way. Contributions from many stakeholders had been invited. The review would include a look at appeals against elections committee decisions.

10. Director of Education Business

10.1 Update from Director of Education

10.2 PG Intern report – implementation

(The Director of Education had sent apologies for absence.)

11. Association updates

11.1 SRC/SSC Updates

Trustees were updated on recent motions supported by the Councils.

12. AOCB

As this had been her last meeting as a trustee, DS would write to Debbie MacCallum to formally convey the Board's thanks for her substantial contributions during her term.

CP updated the Board on the response to the recent outbreak of COVID among the student body.

13. Date of Next Meeting

28th April 2021

MATTERS ARISING/OPEN ACTIONS

Ref	Description	Owner	Target Date & Status
170321.01	WMac to progress discussions with Turcan Connell over corporate trustee reform	WMac	28/4/21
170321.02	Sabbatical team to progress outstanding work on Laws revision	DM, AG, EW, TG, GS	June 21
170321.03	DM to consult with Senate/Court Office over Laws reform to date to ensure no interface issues	DM	2/4/21
170321.04	DM and DS to meet with University to discuss financial projections	DM/DS	28/4/21
170321.05	GS to take forward volunteer portal/graduate attribute portal merger discussions	GS	Ongoing