



Board of Trustees

Minutes of the meeting held on 11 September 2023

Present

Sarah Ellis	(SE)	Independent Trustee	(Chair)
Eri Mountbatten-O'Malley	(EMO)	Independent Trustee	
Colin Dyas	(CD)	Independent Trustee	
Annie Mapesa	(AM)	Elected Officer Trustee	
Maggie Lam	(ML)	Elected Officer Trustee	
Paul Malone	(PM)	Chief Executive	(Non-voting)
Matthew Stables	(MS)	Director of Student Engagement	(Non-voting)
Lisa Lewis-Freeman	(LLF)	Incoming Finance Manager	(Non-voting)
Daniel Morana	(DM)	HRBP & Executive Support	(Non-voting)

1. Apologies

Bill Hancox	(BH)	Independent Trustee
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2. Declarations of Interest

There were no declarations of interest.

3. Chair's Announcements

Iulia David has resigned from her Elected Officer Trustee role.

4. Chair's Actions

No actions

5. Minutes of Previous Meeting

These were accepted as a true and accurate record.

6. Matters Arising (not included elsewhere on the agenda)

N/A

SECTION A: Items for discussion and, where appropriate, resolution

7. CEO Report

PM provided an overview of Strategic Plan, on taking feedback decision was made to make less corporate and friendlier with a focus on imagery and an energetic language style. PM noted that it will go to December Governors meeting for their information. Aim is to publish in October coinciding with Welcome Week.

PM provided an update on the new building and transition. Build is still on schedule and a number of development aspects have progressed. Slight stumbling block at the moment regarding a noise disagreement with West Lancs council. Timeline is for end of May 24 completion. Two temporary facilities have been set up on site for laundry and a new Mexican food outlet is to be trialled outside Red Bar.

PM provided an update on Governance. Is happy to have a full team with Lisa and Daniel being confirmed in post and starting in recent weeks. Plan to work on Governance over the next 12 months, incorporating items such as the good governance framework. Aim is to stabilise and take the opportunity to make good changes moving forward. Follow up point on tenure – CD is approaching end of 9 year's service. Discussion to be had on recruitment, installing a program that challenges us and helps to improve as we move forward. Potential to review SE as no longer being Chair.

PM proposed that we move back to in-person board meetings. Offered time for everyone to think about it, keeping the November meeting virtual and aiming to have February's in person. Offered that the entire meeting structure could change, and that it doesn't need to be a set date, time and location – open to discussion on all facets. Reason for this is that part of a face-to-face session could be used for development. It also helps form good discussion and more engagement amongst attendees.

EM asked whether hybrid would be an option.

PM responded that this can all be discussed. Personally, recommends fully in person, systems are in place regarding expenses for travel. Trustees could speak as a group outside of this meeting and feed back to SE potentially.

EM noted that a workshop or development opportunity would be very good and go some of the way to help justify travelling for in-person meeting. Noted the need to consider academic cycle when arranging dates. Asked if there had been any issues flagged with trustee approach and noted that if trustees are to coordinate outside of meetings, perhaps a cycle of a rotating lead should be established.

PM discussed approval for the strategic plan.

SE all approved with no questions raised.

8. Director of Student Engagement Report

MS discussed that work had been started on the PDR process that that it all flows from the strategic plan. Budget has been allocated to allow student staff in each area. Update regarding setting up 18 academic societies to better provide feedback from students. At the moment it happens through course reps – but this will provide more engagement and allow the societies to be rewarded for higher engagement.

9. 3rd Draft Strategic Plan

PM delivered above in section 7

10. Draft 2022/2023 Year End Accounts

PM discussed year end accounts stating it had been a successful year overall in terms of finance. July 2023 YTD net surplus was £43.9k against a forecast surplus of £107.1k. This was made up of a £51.5k surplus for Engagement, a £39.2k surplus for Commercial less designated spend of £46.8k. Income for the SU Bar/Red Bar and SWK was £80.4k and £16.1k down on budget respectively, with Subway and Retail performing above budget and Advertising just shy of budget. As a result, combined gross profit was £43.4k down on budget. Commercial overheads have been well controlled with a combined overspend of £14.4k, the majority of which relates to increased Subway income therefore increased staffing (staff/sales ratio only 1% above budget). Red Bar had some set-up costs with regards to the premises licence but the spend there was mitigated by and underspend in SU Bar overheads. In Support/Engagement there was a £4.8k combined overspend, mainly relating to staffing, office supplies and professional fees.

Following the VAT annual adjustment at year end, we have incurred more irrecoverable VAT due to the mix of partially exempt and non-exempt income i.e. the ratio of Subway income to Bar/Retail income. The increase in Subway income against the decrease in Wet income has meant that there has been a 10% drop in the amount of partially exempt VAT we can recover in 2022/23 i.e. VAT from Subway/Stone Willy's Kitchen purchases (cost of sales and overheads). Furthermore, the high relocation costs of Subway into the hub, which are partially exempt costs, have meant that we may not be able to reclaim all our irrecoverable VAT from the University for 2022/23, which means, when combined with the annual adjustment, a hit of £17.5k. The grant from the University is usually agreed upon because the VAT on the rent invoices pushes us over the £7.5k de-minimis limit, which we would usually fall within if the rent wasn't vatable. However, the £17.5k doesn't include rent VAT as the University have yet to invoice us for 2022/23 rent. Obviously, this impacts the bottom line and although the draft accounts reflect this, Karen is going to contact Carl Gibson to see if we can still get an additional grant to cover all/part of this based on the Subway relocation and the impact of the SU Bar transfer to the Red Bar affecting wet income.

We close the year with a strong cash position of £925k, unrestricted reserves of £794k and free reserves of £197k. The solvency ratio has dropped slightly below 20%, which is generally what is classed as a healthy ratio, and this is due to the drop in year end surplus to £43.9k against our liabilities. However, as this measure relates to our ability to cover long term debt it isn't a major concern as we don't have any long-term debt. The liquidity ratio is still strong at 3.7 which is more important as that measures our ability to cover current/short term debt (£3.70 available to pay every £1 of debt).

PM sought any questions on the financial statement – none were forthcoming.

SECTION B: Matters for approval/receipt not likely to require significant discussion.

11. Any Other Business

PM noted that auditors would be attending the next meeting.

SECTION C: Items for Information

12. Date and Time of Next Meeting

Monday 13 November 2023, 5PM