



Dear EAUC Member

I have pleasure in sending you papers for our forthcoming AGM. It will be held at 11:10am on Tuesday 24 March 2015 at the University of Leeds.

With this mailing are the following supporting papers:

- [AGM Procedures](#)
- [AGM Agenda](#)
- [Minutes of the last AGM](#)
- [Retirement of Trustees](#)
- [Resolution Paper AGM15-01](#) – Election of Co-Opted Board Members who will act as Company Director and Charity Trustee
- [Resolution Paper AGM15-02](#) – Election of Board Member who will act as Company Director and Charity Trustee
- 2014 Annual Trustee Report and Financial Statements can be viewed at www.eauc.org.uk.

Please note:

We ask that Members raise substantive questions by email to the Company Secretary at fgoodwin@eauc.org.uk by Monday 16 March. This will allow the Trustees to prepare a full and informed response.

AGM procedures

Below is information to assist Members with the procedures of the AGM. Full details can be found in our Memorandum and Articles of Association at http://www.eauc.org.uk/eauc_governance

Who can attend?

Anyone can attend an AGM but only Educational Members can vote. Company Members, Strategic Partners and non-Members are not allowed to vote. Each Educational Member institution can have one representative to vote.

How many Members need to attend?

We need to have a minimum number of Members to attend (a quorum) - we must currently have 25 or one-tenth of all Educational Members (20) entitled to attend or by proxy – whichever is the lesser. So we need at least 20 Member representatives attending or by proxy to hold the meeting otherwise the meeting has to be adjourned.

What is the purpose of the AGM?

At the AGM you will receive the Annual Trustee Report & Accounts. When required you will accept retired Trustees, elect new Trustees and appoint the auditors. It is an opportunity for the Board and Members to discuss any other business required. Items that require a vote from Members are called Resolutions.

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How do I vote?

At AGM's there will be areas that we require Members to vote on (Resolutions). Each Resolution will be put to a vote by the Chair. Voting is undertaken online prior to the AGM using Electoral Reform Services.

Each Member institution has been contacted to nominate their voting representative and voting details have been sent to that person to vote prior to the AGM online. Voting can also take place in person at the AGM if the voting representative has not already voted online. The voting representative will be provided a voting card upon registration and verification. The voting cards will be added to the online voting results by an independent scrutineer and the results will be declared at the AGM by the Chair. The Chair is entitled to a second or casting vote.

Can I vote online?

Yes, you can vote online by using the Electoral Reform Services system by proxy. You can either declare your decision or nominate someone to vote on your behalf who will be present at the AGM or the Chair. We asked Members who their voting representative would be and all Member key contacts or appointed representatives have received an email from Electoral Reform Services with secure voting instructions on how to do this.

Why are you using Electoral Reform Services?

Electoral Reform Services (ERS) is the UK's leading independent ballot supervisor and expert in the administration of electronic voting. They provide a very reasonably priced service to the charity sector for this purpose. In order to ensure the voting is undertaken transparently and fairly there will be a scrutineer from ERS at the AGM. They will register all those physically present at the AGM and assign voting cards for those eligible to vote – i.e. one representative from an Educational Member and verify if they have already cast a vote online. Only those with voting cards at the AGM will be counted and added to the online votes. ERS will then combine the votes and confirm the results which will be announced at the end of the meeting.

If you require any further information please contact the Company Secretary, Fiona Goodwin, at fgoodwin@eauc.org.uk.

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The Environmental Association for Universities and Colleges (EAUC)

Annual General Meeting

24 March 2015 – 11:10 at University of Leeds

Agenda

1. Welcome and Apologies
Robert Bellfield, Chair of the Board
2. Approval of Minutes of 2014 AGM
Robert Bellfield, Chair of the Board
3. Retirement of Board Members who will act as Company Director and Charity Trustee
Robert Bellfield, Chair of the Board
4. **Resolution Paper AGM15-01** – Election of Co-Opted Board Members who will act as Company Director and Charity Trustee
Robert Bellfield, Chair of the Board
5. **Resolution Paper AGM15-02** – Election of Board Member who will act as Company Director and Charity Trustee
Robert Bellfield, Chair of the Board
6. Review of the Year - 2014 Annual Trustee Report & Accounts, followed by questions
Iain Patton, CEO & Neil Scott, Treasurer
7. Driving Sustainability Leadership and Future Plans, followed by questions
Wendy Purcell, Board Member & Iain Patton, CEO
8. Vote Results
Robert Bellfield, Chair of the Board
9. Any other business
Robert Bellfield, Chair of the Board

Only Educational Members are entitled to vote at Annual General Meetings. The voting right of Member institutions may be exercised by one representative only.

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Annual General Meeting Minutes

9th May 2014 – Nottingham Trent University

Chair – Robert Bellfield (RB)

A copy of the presentation and papers can be found at http://www.eauc.org.uk/eauc_governance.

1. Welcome and Apologies

The Chair welcomed Members to the AGM.

Apologies were received from Marie May (Sheffield Hallam University); Di Dale (Wiltshire College); Wendy Purcell (Plymouth University); Roger Bond (University of East Anglia) and Neil Scott (Hull University)

Any other business was to be raised prior to the meeting and none had been raised.

2. Approval of Minutes of 2013 AGM

The minutes were approved. It was noted that there was a typing error in the name for Janet Haddock-Fraser. No issues were raised.

3. Retirement of Board Member who will act as Company Director and Charity Trustee

RB confirmed that Georgiana Weatherill stood down from the Board as of 4th April 2014 as she has left her position at Leeds City College. The Board are not proposing to recruit a replacement at this stage. Over the past few months the Board have invited the National Union of Students (NUS) as a guest and aim to continue this over the next year whilst the Board review if a student representative would be appropriate on the Board. Dom Anderson (Vice President for Society and Citizenship) has been the guest but is due to step down soon and the Board will invite the new recruitment as a guest. It may be possible that a future potential student representative could be from any Member institution and the Board will decide whether to make the position a trustee post or continue as a guest. This reflects the strategy to include students within Membership. No questions were raised.

4. Review of the Year – 2013 Annual Trustee Report and Accounts – Presented by Iain Patton and Helen Manns

RB handed over to Iain Patton (IP), CEO, to go through the Annual Trustee Report. IP explained that a new summary report in the form of an infographic has been produced in the spirit of being more transparent with Members and would welcome any feedback on this format. IP highlighted activities of the year which included:

Member Value

- 2013 Member statistics – there has been a small increase in Members of 4. This has been a challenging period due to mergers, particularly in Scotland, and increasing value for money with restricted budgets. Due to the mergers this gives us a smaller pool of potential institutions. We are focusing on detailed relationships with fewer Company Members and to use them better as a learning resource and share their journey. There has been an increase in the number of contacts which is a consistent theme but brings a challenge as a wider variety of contacts come into Membership.

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- We have seen a 33% increase in the average number of Member contacts per institution. This gives us the challenge of 'who is the EAUC for?' and how do we meet their needs whilst maintaining support for key sustainability professionals. Yet this meets our vision to widen the net as everyone is responsible for sustainability.
- There has been a 22% increase in participation in our 21 community groups such as the new Fair Trade Community of Practice. We have run 40 events over the year, with 20 face to face events and 20 webinars. Webinars gives us a great resource as they can be viewed at a later date which suits Members that have tightened budgets and find it difficult to get out of the office.
- We have a diverse Membership base across all professions and an increasing number of students and student unions are now engaged. Yet we would like to see more leaders engaged. We need to ensure sustainability professionals' needs are continued to be met.

Member Impact

- We have undertaken consultations on behalf of Members on the Scottish Climate Change Adaptation Programme, UK Performance Indicators and the Wales Sustainable Development Bill. We ran a webinar to get the early thinking of Members on the HEFCE Sustainable Development Framework which fed into the formal consultation. Thank you to all Members that contributed to these.
- The Green Gown Awards have nearly 160 resources including case studies and videos and there are linkages within the Conference programme. We are talking to the United Nations Environment Programme (UNEP) regarding the International Green Gown Awards, extending it beyond Australasia, and to further raise the profile of UK institutions and share resources. The Awards are a great collaboration of organisations with over 80 judges involved. We encourage you to enter (closing date 5th June 2014).

Member Innovation

- The Sustainability Exchange website is currently being reviewed and we will be removing the requirement for usernames and improving the search function over the coming months. We will also be bringing in Scotland and Wales and the Further Education sector as the original funding was from HEFCE so it has had a bias towards English Higher Education to date. The Sustainability Exchange is a great forum for webinars and learning and we have forthcoming webinars from partners such as the NUS and the Energy Consortium as well as other partners. The Universities and Colleges Climate Commitment for Scotland (UCCCfS) continues to provide great drivers and support.

Member Voice

- We represent Members at a variety of sector related groups such as the Higher Education Estates Associations Forum (HEEAF) which brings links and collaboration between the associations; the Higher Education Academy (HEA) who has had their funding reduced and we will continue working with them as to where we can help potentially threatened initiatives such as the Green Academy; the Sustainable Development Alliance for the Learning and Skills Sector (SDALS) which was set up by the Learning and Skills Improvement Service (LSIS) who no longer exist and we are picking up the gap and trying to support the sector such as providing briefings for the Association of Colleges (AoC); Association of University Directors of Estates (AUDE) – Roger Bond sits on both the AUDE and EAUC Boards which is really useful to ensure we collaborate as much as possible; the NUS Students' Green Fund advisory board and the Learning for Sustainability Scotland Regional Centre of Excellence (RCE). Harriet Sjerps-Jones (HSJ) represents Members on the Quality Assurance Agency (QAA) and the results of their consultation on ESD will be coming out shortly and thank you to all Members that contributed to this.

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- We work both in the UK and internationally to pull together a global movement. The United Nations do not see education as a priority but we are working with the Global Universities Partnership on Environment and Sustainability (GUPES) which is a network mostly made up from the southern hemisphere and the EAUC are members. We have lots to learn from this network, especially on social aspects, and we will share more from the Memorandum of Understanding shortly and will be inviting representatives to attend next year's conference. The Platform for Sustainability Performance in Education brings together the variety of sustainability assessment tools to avoid confusion within the sector. All of the tools take a whole institution approach and the Platform is endorsed by a variety of United Nations bodies.

Member Transparency

- We received a 13% response rate for the Member survey which was not such a good response but this was across all Member contacts and not just Key Contacts. We took a co-creative approach on our Sustainability Policy and we hope this was useful to Members as well as to us and hopefully some of you have improved your own policies, especially on the social side. Thank you to all that contributed to this. We have a small staff team and we need to ensure we look after them so we undertook our first staff survey which showed that all staff feel trusted and well cared for but there are some areas that we need to improve on such as communication. This is our second year of reporting on our carbon and as a small charity we have limited resources and our main impact is travel.

The floor was open to questions and comments. Below is a summary of these:

Steve Marsden (University Campus Suffolk): Does the EAUC have any links with IEMA (Institute of Environmental Management and Assessment) as an environmental body that is moving towards sustainability and employability?

IP responded that Helen Manns (trustee) is a Regional Chair and Chief Examiner for IEMA and that Helen and IP recently met with Tim Balcon who is the new CEO. IEMA are soon to take over the Global Association of Corporate Sustainability Officers (GASCO) which brings them into sustainability and not just environment. IP is interested in exploring the role of Chief Sustainability Officers within the education sector.

Jon Emmett (London School of Economics and Political Science): Where are we going with engagement with students and leadership?

IP responded that students will be covered later in the meeting. We do not have strong leadership in the sector nor the political will. It is good to see the Leadership Foundation in Higher Education (LFHE) picking up this agenda. IP has been working with a small group of Vice Chancellors, Pro Vice Chancellors and Directors as a private network and needs to nurture this quietly as it is a delicate group. We are writing a business case for governors which Wendy Purcell (trustee) has been leading on with the Committee of University Chairs (CUC). We are having to change the language we use and not use the words 'green' or 'sustainability'. If anyone has any leaders that would be interested in engaging with us then please contact IP.

IP handed over to Helen Manns (HM) from the Audit Sub-Committee to provide an overview of the Annual Accounts. HM highlighted the following areas:

- We try to create a balanced budget with a small operational surplus and the headlines are that 2013 was a very positive year with a surplus of just over £35k. We brought in nearly £17k more income which was mostly from training events and the Conference. The danger with creating more income is increasing expenditure but we kept this relatively low with under £3k over

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budget. There was a slight reduction in staffing due to not covering a post whilst a member of staff was on maternity.

- Membership is a critical part of our income with 32% of our income coming from Membership. This has been a conscious strategy to increase the percentage of our income to come from Membership. 23% of our income comes from the Annual Conference and we had a slight increase (4%) from services such as LiFE and the Green Gown Awards. There was a key decrease from public funding and we see this as a positive aspect as we move towards a more sustainable financial standing as it is difficult to create sustainable budgets on short term funding. Only 2% of our expenditure is spent on governance.
- The combined Membership income has risen by just over £60k, with a 55% increase in Educational Membership. 26% - up from 16% - of our income comes from Educational Membership.
- Our target was 220 Educational Members and we achieved this with 224. We had 12 new members with 10 coming from the Further Education sector and 2 coming from Higher Education. We had 46 non-renewals. It is important that we know why Members are not renewing and mergers have been significant here with 22%. Reduced budgets have also had a large impact with 39%. A small number (7%) are due to Members lack of use of benefits. 32% of non-renewals we do not know the reason. It is important for us to get this feedback and we will continue to ask. The renewal rates have increased from 69% to 81% in the last 12 months.
- The non-renewals were mostly from smaller institutions (Tier A – turnover of less than £30 million) and mostly due to mergers and reduced budgets.
- Retention is very important and we work hard to increase value for money such as new services such as LiFE becoming free to Members. We have focused a lot of work on enhancing the Member journey ensuring new and existing Members know how to engage and make the most of benefits. We have a new offer to reward loyal Members with a 2 year discount and we gained 3 new Company Members through the Recommend a Member scheme.
- Income diversification is very important. We have put a lot of effort into corporate relationships which has increased the income from sponsorship of the Sustainability Exchange to ensure we can fund this area of work. This is challenging work and has a long lead-in time to foster such relationships but we are confident we have done much of the ground work and we will continue to see results. We always keep in mind the added benefits to Members and it is our important principle to ensure they are aligned with our ethos and we are not chasing companies that do not benefit our Educational Members.
- Looking forward to 2014 we will continue to see the impact of further mergers. We are working towards a budget for a £10k surplus. It is important for us to develop new Member services and allow us to move forward. We have maintained expenditure budgets at the same level.

The floor was opened for questions and comments on the Annual Accounts. No questions were raised.

5. Future Plans – presented by Iain Patton

IP highlighted the future plans for the EAUC which included:

- We are engaging with Members in a more pro-active way to ensure Members are aware and maximising from the benefits of Membership. Feedback from Members will feed into our delivery programmes for the year. It is important that we listen to Members. We are using the existing staff base to deliver this Member Journey.
- We are focusing on delivering webinars that meet the needs of our more advanced and experienced Members. We also work with partners to deliver webinars that have value for

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our Members. We have 2 new Community of Practice groups coming up on Self-Leadership and Biodiversity. Our aim is to build alliances and be a broker for the sector to connect and bring together knowledge and to avoid confusion.

- We have listened to feedback over the past year on LiFE (Learning in Future Environments) and will be building access to LiFE into Membership and this will be launched in the autumn. We have received very good feedback from the Member Advisory Council (MAC). The key changes to LiFE are that you can choose which areas to focus on and you do not have to complete it all at once. The new system will include a simple and easy to use self-assessment tool. We are looking for a few Members to trial the new system as well as act as buddies for 2 institutions in Flanders that are also trialling it - please contact ipatton@eauc.org.uk if you are interested. We are developing a new accreditation system which will include face to face meetings with the aim to engage more with colleagues.
- The Green Gown Awards are celebrating their 10th year anniversary. New categories this year include the Leadership Award supported by the Leadership Foundation for Higher Education (LFHE); Food and Drink supported by TUCO (The University Caterers Organisation) and Enterprise. The Enterprise category brings a new audience to the Awards. Applications close on 5th June.
- Sarah Lee, Scotland Manager, provided an update on Scotland activity including a new 3 year funding period from the Scottish Funding Council (SFC) of £400k which adds to the UK programme. The carbon reporting will be revitalised and a new leadership programme will be developed. We will also be working with careers advisors and employers on a new programme.
- Our international activity increases to grow and we are partners on the Sustainability Literacy Test (<http://www.sustainabilitytest.org>) and working with the UN agency PRME on writing the questions. The test is aimed at any student and the University of Wales Trinity St David aims to put all of their first year students through the test.

6. Focus on Rio+20 and 'The Future We Want' manifesto – presented by Harriet Sjerps-Jones (HSJ)

HSJ highlighted the role of the EAUC which included:

- HSJ went to Rio to represent Members and working with partners across the world influenced the Future We Want and Sustainability Development Goals. Students and youth movements were frustrated that education was not taking a more prominent role. We fought for this and The Future We Want was more encouraging as education is seen as the mechanism to achieve sustainable development. We are looking forward to Japan where we will look at the past 10 years of the decade of Education for Sustainable Development.
- We recognise that change is not going to come from higher up so we worked on a dialogue with educators, youth organisations, grass roots sustainability organisations, business community, faith organisations, NGO's and politicians on a collaborative approach. We hope to increase dialogue between all partners and with the launch of the manifesto at the Houses of Parliament we aimed to engage more politicians. We are interested in hearing from Members on how we can engage more so do get in touch.

The floor was opened for questions and comments and specifically on the engagement of students within Membership and why we have not received more students to sign up. The following comments were raised:

Trudy Cunningham (University of Dundee): Trudy explained that she used the templates available

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to send to students to get them to sign up. Students want case studies and lots of academics are using the EAUC as a resource and it is useful for course work.

Peter Rands (Canterbury Christ Church University): Peter asked what is available on the website which is specifically for students beyond case studies? IP replied that we have not focussed on specific resources for students but our aim is to help Members to engage with your students and therefore empowering staff.

Steve Marsden (University Campus Suffolk): Steve asked how students engage once they have signed up. Steve suggested that resources need to be clearly sign posted to take students to the right areas and making it easier for them.

Catalina Silva-Plata (University of Strathclyde): Catalina commented that if students don't know the resources exist they will not go to the website. Catalina suggested that we find student partners to link with.

Rebecca Cottington (Birmingham City University): Rebecca commented that it would be better if the resources came from the students and we should engage more with student unions.

Ed Bending (University of Brighton): Ed commented that you would only direct students to the website once they are already engaged.

Elizabeth Dirth (University of the West of Scotland): Elizabeth suggested that speaking to students who attended the conference said they needed to be 'made to attend'. Perhaps it could be made a part of graded coursework to encourage students more.

David Somervell (University of Edinburgh): David suggested that we run more student focused events regionally to help address needs.

IP thanked all for their comments and these will be taken forward to help develop student engagement further.

7. Close

RB thanked IP, the Board and EAUC Staff for their hard work in 2013. RB thanked all for attending and closed the meeting.





Retirement of Trustees

Helen Manns will retire from the Board as of this AGM as she has served her maximum term (5 years).

Within the year we also had retirements from the Board from Diane Dale, Wiltshire College (2 July 2014) and Harriet Sjerps-Jones, University of Exeter (22 August 2014) as both have left the sector.

The Board is able to co-opt trustees outside of the AGM. Any trustee so appointed will only hold office until the following AGM at which time they will be eligible for election by the Membership.

Who currently sits on the Board?

You can view the current Board at http://www.eauc.org.uk/our_executive_committee. We currently have 6 elected trustees, 2 co-opted trustees, plus 2 Country Branch Conveners and the CEO. Our constitution states a maximum of 9 elected trustees.

Why a Trustee and a Director?

We are registered as a charity and all trustees are registered with the Charity Commission. We are also a registered company and all trustees are registered as Directors of the company with Companies House.

Resolution - Paper AGM15-01 - Election of Co-Opted Board Members who will act as Company Director and Charity Trustee

The first Resolution is to vote the TWO co-opted Trustees. In between AGMs the Board are able to co-opt Trustees as and when vacancies arise to ensure the Board maintains the skills and representation required. Two trustees have left the section since the last AGM and therefore retired from the Board (Diane Dale of Wiltshire College and Harriet Sjerps-Jones of University of Exeter). The Board co-opted Chris Long of Bridgend College on 24 July 2014 to ensure Further Education continued to be represented. Janet Haddock-Fraser of Canterbury Christ Church University was co-opted on 8 October 2014 to ensure academic knowledge was represented on the Board. The Board are recommending to Members to vote in favour of continuing both of these appointments.

Please read the [Background Information](#) before casting your vote.

Please read the [candidates' statements](#) before casting your vote.

You may vote for up to 2 (TWO) candidates)

Resolution AGM15-01

To elect **Chris Long** as Trustee/Director

To elect **Janet Haddock-Fraser** as Trustee/Director

Your Instruction

for/against*

for/against*

NB: As this is a Resolution a simple majority and to include any proxy votes is required.





Candidate Statements – Resolution AGM15-01

1. HADDOCK-FRASER, Janet

NB: Areas highlighted in Bold are areas required by the Board

Summary

Job Title: Dean, Faculty of Social and Applied Sciences (to end March) then Provost, Manchester Metropolitan University Cheshire. Also (for both) Professor of Corporate Social and Environmental Responsibility

Institution: Canterbury Christ Church University (to end March 2015 then Manchester Metropolitan University from April 2015)

Background

Higher Education	Further Education	Learning and Skills	Other Sector Provider	Out of Sector
<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>

Expertise

Campus	Community and Students	Teaching, Learning and Research	Sector Senior Management	Out of Sector
<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>

Skills

Strategic Leadership	Organisational Development (Board experience)	Financial Management	Curriculum Policy and Direction	Business and Enterprise	HR and Staff Development	Political Insight and Influence
<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>

Profile:

I would be delighted to continue as a Trustee of the EAUC. My management and academic background enable me to provide the EAUC with senior management experience and skills, in tandem to my academic background as an active researcher and professor of Corporate Social and Environmental Responsibility:

- I am currently (Executive) Dean of the Faculty of Social and Applied Sciences at Canterbury Christ Church University. Additionally, I have institutional responsibility for all UK (collaborative and non-collaborative) partnership activity, with a particular focus on partnerships with Further Education. I am also Chair of the Education for Sustainable

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Futures Committee at the University – which is seeking to integrate sustainability across the University’s curriculum, in tandem with increasing its profile in research and knowledge exchange. In addition to this role, I am also Governor for YMCA George Williams College in London. In my new post as Provost, MMU Cheshire at Manchester Metropolitan University, I intend to continue with involvement in sustainability and ESF, in addition to my academic and campus leadership role.

- In addition to my management role, I am still an active researcher in the area of motivations for environmentally-responsible behaviour at individual, stakeholder and organisational level. My teaching expertise incorporates environmental policy, corporate social and environmental management, marketing and organisational behaviour. This builds on my qualifications (BA (Oxon) Geography, MSc Environmental Management, PhD Environmental Management, MBA).

As such my expertise lies in:

- Through research, understanding and explaining motivations for environmental behaviour at the individual, stakeholder and organisational perspective;
- Curriculum development in corporate environmental sustainability
- Learning and teaching quality and effectiveness
- Institutional strategic development and implementation
- Leadership and staff management

My skills are wide ranging, incorporating those needed for a senior management position (strategy, organisational development, financial management, people management), in addition to those required of an academic with teaching, research and knowledge exchange experience. In addition, my skills bridge those of management alone, to incorporate my disciplinary/academic expertise in environmental management in organisations, their stakeholders, and individuals.

2. LONG, Christopher

NB: Areas highlighted in Bold are areas required by the Board

Summary

Job Title: Health, Safety and Sustainable Development Manager

Institution: Bridgend College

Background

Higher Education	Further Education	Learning and Skills	Other Sector Provider	Out of Sector
<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>

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Expertise

Campus	Community and Students	Teaching, Learning and Research	Sector Senior Management	Out of Sector
<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>

Skills

Strategic Leadership	Organisational Development (Board experience)	Financial Management	Curriculum Policy and Direction	Business and Enterprise	HR and Staff Development	Political Insight and Influence
<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>

Profile:

I am wedded to and passionate about sustainability and the central role that this should play in decision-making at all levels in the UK and beyond. I believe that that we have a tremendous opportunity to lead the way in sustainability for the benefit of the people of the UK and those beyond our borders. I believe that our current trajectory is truly unsustainable and that we have a moral obligation to arm individuals with the knowledge and understanding required in order to make informed decisions and contribute positively to sustainable development for the benefit of all. I also recognise the tough decisions that need to be made and that the process of change needs to be taken at the individual and collective level in addition to changes that may come about as a result of political decisions – but I also recognise the opportunities to influence those political decisions through the collective voice.

I am very familiar with the excellent work of the EAUC as a member of the Member Advisory Council and recognise the important role of Trustees in helping ensure that the charity operates effectively, efficiently and that its work has clear purpose and direction. I believe that I have the integrity, strength and openness required to question and probe the organisation for the benefit of all to ensure that the organisation has real impact and value for its members.

I have over 25 years of managing integrated management systems for health, wellbeing, sustainability, business development, estates management, ecological systems and project management, developing training materials and delivering training on a wide variety of subjects. I lead the development of high-level strategy for sustainability across all functions of the College and at all levels, including influencing the governing body. I am responsible for developing the estates vision and strategy. I am the strategic lead on corporate health and wellbeing. I am a Board member for a sustainability charity in Wales. I have worked on Welsh legislation for sustainability as part of a group and member of the ‘transparency group’ for integrated reporting.

In summary my strengths are:

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1. Strong strategic appreciation and vision – seeing the bigger picture and placing issues in context. Being responsible for leading on a number of strategic college plans
2. Integrated and ecosystems approach skills to issues and opportunities
3. A ‘can do’ attitude – leadership for sustainability
4. A broad skills and knowledge base
5. Project planning and audit skills – I have been and am currently involved in some large construction projects, biodiversity projects and estates management projects. In addition, I lead on corporate health and wellbeing (Corporate health Standard), environmental Standards certification (Green Dragon) and other audit systems. Therefore, I feel that I have excellent experience of systems and audit protocols.
6. I am involved in many high level business decisions in the college including projects of high capital value (linking these to other projects to ensure integrated thinking) and have developed business proposals for new business
7. I manage a devolved budget and understand and indeed report to governors, the sustainability (and financial) performance of the college with regards sustainability and capital investment for SD projects
8. I have limited marketing skills but have developed a sustainable marketing strategy in conjunction with our new marketing team based on the latest marketing methods. I therefore feel that I have something to offer.

Resolution Paper AGM15-02 – Election of Board Member who will act as Company Director and Charity Trustee

We also have **one vacancy** to fill on the Board of Trustees. The Board are particularly looking for the following skills and specifically look for out of sector experience as we value a broader perspective this brings:

- Financial expertise including risk management and budget setting
- Director/Senior Management/Deputy level e.g. Director of Finance, Chief Finance Officer, Finance Manager
- All nominations would ideally have previous board experience

We received 2 nominations. You may vote for up to **1 (ONE)** candidate only.

Please read the [Background Information](#) before casting your vote.

Please read the [candidates' statements](#) before casting your vote.

Resolution AGM15-02

To elect **Dianne Handley** as Trustee/Director

To elect **Andrew Hewett** as Trustee/Director

Your Instruction

for/against*

for/against*

NB: As this is a Resolution a simple majority and to include any proxy votes is required.





Candidate Statements – Resolution AGM15-02

1. HANDLEY, Dianne

NB: Areas highlighted in Bold are areas required by the Board

Summary

Job Title: Head of Finance & Administration (Estates & Resources)

Institution: Nottingham Trent University

Background

Higher Education	Further Education	Learning and Skills	Other Sector Provider	Out of Sector
<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Expertise

Campus	Community and Students	Teaching, Learning and Research	Sector Senior Management	Out of Sector
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>

Skills

Strategic Leadership	Organisational Development (Board experience)	Financial Management	Curriculum Policy and Direction	Business and Enterprise	HR and Staff Development	Political Insight and Influence
<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Profile:

I am a professionally qualified accountant (FCCA) and have held senior financial positions at Nottingham Trent University for more than 20 years. During this time, I have developed a deep understanding of all aspects of the University. And through involvement in many cross sector initiatives, have a strong appreciation of the challenges that face HE more broadly. I would bring to the Board highly relevant experience, leadership, and commercial acumen and sound judgment. I have a proven track record as a team member. Above all, I am committed to the principles of corporate social responsibility and would be proud to serve in the EAUC Board helping to achieve its objectives.





2. HEWETT, Andrew

NB: Areas highlighted in Bold are areas required by the Board

Summary

Job Title: Director of Finance

Institution: University of Dundee

Background

Higher Education	Further Education	Learning and Skills	Other Sector Provider	Out of Sector
<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>

Expertise

Campus	Community and Students	Teaching, Learning and Research	Sector Senior Management	Out of Sector
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>

Skills

Strategic Leadership	Organisational Development (Board experience)	Financial Management	Curriculum Policy and Direction	Business and Enterprise	HR and Staff Development	Political Insight and Influence
<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>

Profile:

I have been the Director of Finance at the University of Dundee since 2011. Prior to moving to Dundee I was employed in the retail sector for 25 years in senior financial and non-financial roles for a FTSE 100 group. During this time I was heavily involved in developing sustainable supply chains for consumer products manufactured in China and South East Asia.

I am also a non-executive director of The Forest Trust <http://www.tft-forests.org/>, a UK charity which initially worked on developing sustainable supply chains for tropical timber but which now also develops sustainable supply chains for palm oil and cocoa for some of the world’s largest food companies.

As a Board member of the EAUC I believe I would bring senior level financial experience from the HE sector and beyond as well as significant experience and a passion for improving the management of environmental issues by organisations.





Background Information

How does the process work?

As per our constitution, only Educational Members can apply to be a trustee and director. That means trustee nominees have to work in an organisation that is a current Member and they are from a university, college or learning and skills sector provider. Company Members and Strategic Partners are not eligible to apply. All nominees have been verified as eligible to apply. The process for selecting trustees is as follows:

- We asked for Trustee Nominations in January with a closing date of 10 February 2015. We received 2 Trustee Nominations.
- The Board select their recommendations if required – the Board have agreed that a recommendation is not required for this particular vote.
- **All** applications received (two) are sent to the Educational Members who are asked to vote
- Votes are taken by Educational Members present at the AGM or those who vote by proxy prior to the AGM. Voting will take place prior to the AGM electronically to ensure as many Members have the opportunity to vote as possible.
- Only one vote is cast per Member institution. We have asked all Key Member Contacts to inform us by 9th February 2015 if they wish to change the nominated person who will vote on their institution's behalf. The nominated person will be sent voting details direct with instructions on how to vote.

For full details of how this process works please refer to our Constitution at http://www.eauc.org.uk/eauc_governance.

How does the Board decide what skills are required?

The People & Performance Sub-Committee review the existing skills from the trustees, taking into account those skills that are leaving and any gaps that are felt required to ensure the continued governance of the organisation. The People & Performance Sub-Committee then put forward their recommendations to the Board who approve the skills to recruit. It was felt that financial expertise, senior management and previous board experience is required. This particular role will be required to take on the role of Deputy Treasurer for the Board. This will provide continuous support for the Board as the current Treasurer is due to retire from the Board in 2016.

What is required from a trustee?

Trustees are required to attend Board meetings. The Board has two short meetings per year (virtual), plus two strategic planning days (face to face). Communications also take place via email in between meetings.

This particular Board member will be required to take on the role of Deputy Treasurer for one year and then Treasurer from 2016. This particular Board member will also be expected to participate on the Audit Sub-Committee and from 2016, Chair this Sub-Committee. Board members are also asked to represent the EAUC as required. Trustees act as ambassadors for the EAUC. A role description for trustees is attached as an appendix.

What is the role of the Treasurer?

The functions of the Treasurer are:-

- 1.1 to act as an ambassador for the Company;
- 1.2 to ensure that Audit Sub-Committee meetings are conducted efficiently;

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- 1.3 to ensure that recommendations are made clearly to the Board;
- 1.4 to oversee the relationship with the external auditor;
- 1.5 to review and approve the statement of financial activities for the annual report;
- 1.6 to review the effectiveness of the company's internal controls, risk management systems and recommendations of audit;
- 1.7 to approve the Chief Executives expenses;
- 1.8 to review regular finance reports and budget setting;
- 1.9 to encourage the Board to take professional advice when it is needed and particularly regarding financial, audit and risk management systems;
- 1.10 to attend the AGM and present the annual accounts.

The day to day finances are managed within the staff base and prepare reports for the Audit Sub-Committee and Board. The Terms of Reference for the Audit Sub-Committee can be found in the Appendix area.

How long does a trustee stand for?

Each elected trustee shall hold office until the expiry of the fifth AGM after the AGM at which he or she is appointed. A retiring elected trustee will not be eligible for re-appointment until the AGM after the AGM at which his or her term of office ends. If a trustee leaves their employer and no longer works for a university, college or learning and skills sector provider that is an EAUC Member they have to vacate their position.

What happens if Members do not agree with the Board's recommendations?

The Board can only make recommendations to Members at the AGM on who they feel are best placed to be appointed. The recommendation is based on the skills audit and who they feel would be of most benefit to the organisation. Members can choose to accept the Board's recommendation or they can vote on any of the applications. Those who have the majority vote will be appointed.

Will Members see all the applications before the AGM?

Yes, Members will see all of the nomination applications received unless there is a legal or constitutional reason why they cannot be considered for nomination.

Who currently sits on the Board?

You can view the current Board at http://www.eauc.org.uk/our_executive_committee. We currently have 6 elected trustees, 2 Branch Convenors and the CEO and 2 co-opted trustees. Helen Manns will be retiring from the Board at the AGM on 24th March 2015. The new position will be activated if voted by Members at the AGM on 24th March 2015. Our constitution states a maximum of 9 elected trustees.

Why a Trustee and a Director?

We are registered as a charity and all trustees are registered with the Charity Commission. We are also a registered company and all trustees are registered as Directors of the company with Companies House.

I need further information?

If you would like more information or would like to talk to us before submitting your nomination please email Robert Bellfield, Chair of the Board, at rbellfield@craven-college.ac.uk or 01756 791411 or Iain Patton, CEO, ipatton@eauc.org.uk, 01242 714321.

• You can view our constitution, previous Board papers and Annual Reports at www.eauc.org.uk/eauc_governance.

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- You can learn more about the history of the EAUC at www.eauc.org.uk/about_us.
- You can learn more about the role of a Trustee at www.charity-commission.gov.uk/Publications/cc3.aspx.

Appendix 1

Role Description for Trustee

The statutory duties of a trustee

- To ensure that the EAUC complies with its governing document, charity law, company law and any other relevant legislation or regulations
- To ensure that the EAUC pursues its objectives as defined in its governing document and through the Strategic Plan
- To ensure the EAUC uses its resources exclusively in pursuance of its objectives: the charity must not spend money on activities which are not included in its own objectives, no matter how worthwhile or charitable those activities are
- To contribute actively to the board of trustees' role in giving firm strategic direction to the EAUC, setting overall policy, defining goals and setting targets and evaluating performance against agreed targets
- To safeguard the good name and values of the EAUC
- To ensure the effective and efficient administration of the EAUC
- To ensure the financial stability of EAUC
- To protect and manage the assets of the charity and to ensure the proper investment of the charity's funds
- To appoint the Chief Executive Officer and monitor his/her performance
- To ensure a mechanism is in place to review and assess the effectiveness of EAUC governance

Other duties

In addition to the above statutory duties, each trustee should use any specific skills, knowledge or experience they have to help the board of trustees reach sound decisions. This may involve:

- Scrutinising board papers
- Leading discussions
- Focusing on key issues
- Providing guidance on new initiatives
- Taking advice from EAUC's Member Advisory Council (MAC)
- Other issues in which the trustee has special expertise

Trustees retire at the fifth AGM after their appointment.

The role is unpaid. Reasonable travel expenses will be met according to the EAUC Travel Policy.

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Commitment of Board Members

Person Specification for an EAUC trustee

Essentials

- Commitment to the EAUC and its Mission, Vision and Values
- Understanding of the legal duties, responsibilities and liabilities of trusteeship
- Willingness to put time and effort into the trustee role
- Nolan's seven principles of public life: selflessness, integrity, objectivity, accountability, openness, honesty and leadership

Personal qualities

- Sound independent judgement
- Impartiality, fairness and confidentiality
- Willingness to speak his or her mind
- Tact and diplomacy
- Respect for others
- Desire to learn new skills

Specific abilities

- Strategic vision
- Creative thinking
- Effective team member
- Excellent communication and interpersonal skills

Experience

- Interest in sustainability issues such as climate change, education for sustainability or social responsibility

Appendix 2

Terms of Reference – Audit Sub-Committee

Purpose: The Audit Sub-Committee's primary function is to assist the Board in fulfilling its oversight responsibilities with respect to the audit of EAUC's books and records and the system of internal controls, including risk, that EAUC has established.

Membership: No less than four members are appointed by the Board in consultation with the Chair of the Audit Sub-Committee. At least one will have recent and relevant financial experience. Only members of the committee have the right to attend meetings but others (e.g. external advisors, auditors, CEO, Finance staff etc.) can be invited to attend all or part of any meeting as and when appropriate. Appointments to the committee are for a period of 2 years extendible for another 2 year period by agreement.

Chaired by: Treasurer

Secretary: Company Secretary who is responsible for the meeting notice, agenda and minutes.

Meeting Schedule: At least four times a year at appropriate times in the reporting and audit cycle and otherwise as required.

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AGM: The Committee Chairperson leads on the annual reporting of the committee's activities, attends the AGM and is prepared to respond to any relevant shareholder questions.

Internal Audit

The Audit Sub-Committee:

- keeps under review the effectiveness of the company's internal controls and risk management systems;
- reviews and approves the annual audit plan;
- reviews and monitors management's responsiveness to the findings and recommendations of audit.

External Audit

The Audit Sub-Committee:

- considers and makes recommendations to the board, to be put to shareholders for approval at the AGM, in relation to the appointment, re-appointment and removal of the company's external auditor. The committee oversees the selection process for new auditors and if an auditor resigns the committee investigates the issues leading to this and decides whether any action is required;
- oversees the relationship with the external auditor;
- reviews and approves the annual audit plan;
- reviews the findings of the audit;
- reviews the management letter and management's response to the auditor's findings and recommendations;
- reviews the effectiveness of the audit;
- at least once a year reviews its own performance, constitution and terms of reference to ensure it is operating at maximum effectiveness and recommends any changes it considers necessary to the board for approval.

END

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