**3**

**COMPANY NUMBER:** 09349804

**CHARITY NUMBER:** 1161218

**UNIVERSITIES AND COLLEGES INFORMATION SYSTEMS ASSOCIATION LIMITED (**the **“Company”)**

**Minutes of the Annual General Meeting**

The eight Annual General Meeting (the **'Meeting'**) of the Company, and the 30th Annual General Meeting of the association, was held at 12:00 noon on Thursday 8 June 2023 online via MS Teams.

1. The Secretary, Matthew Flower welcomed the members and summarised the purpose of the Meeting as stated in the notice and the agenda of the Meeting.

A quorum was declared

Apologies were received from the following members: who were represented at the meeting by Adrian Ellison, UCISA Chair as proxy:

Liverpool John Moores University, University of South Wales, University of Leeds, Kings College London, Northumbria University, London Metropolitan University

The chair explained the voting procedure via MS Teams forms and the fact that in the event of multiple representatives from a single institution submitting voting forms, only one vote per institution (that of the senior representative) would be counted.

1. The following Ordinary Resolutions were put to the members:
2. To approve the minutes of the 2022 Annual General Meeting of the Company held on 16 June 2022.

*Proposed Nick Gilbert, University of Surrey, Seconded by James Crooks, University of Durham*

*Approved by majority* *(5 Abstentions*)

The secretary handed over to the Chair who was delighted to report that UCISA who continued to celebrate its 30th year had had another outstanding year. He highlighted a few of the many accomplishments over the year. In 2022, UCISA ran 68 online conferences, webinars, and peer-peer networking/CPD events. Member attending reached over 7,500. Many of those sessions were recorded, allowing even more members to catch up and engage. 6 face-to-face conferences were run over the year, taking UCISA from Cardiff to Newcastle, including the first post-pandemic and record-breaking conference leadership conference in Manchester in March 2022 (for which this reporting period covers). There, the UCISA Awards were relaunched. We did question whether that was just the post-pandemic desire for all to meet up and so we planned more prudently for Liverpool in March 2023. The Chair was delighted that so many delegates once again joined the flagship event. He commented that feedback again had been positive, although there were some helpful suggestions for how content could be improved further.

UCISA has undertaken more representation work than ever before. This is where UCISA works with suppliers, forming small working groups, to represent the members needs and resolve their issues. The Chair commented that we have had some real successes here and he was confident that we will be in a position to share even more good news in coming weeks.

The Chair explained that two new special interest groups have been set-up:

· The Sustainability Special Interest Group, to promote and facilitate best practice for member institutions looking to reduce the carbon footprint of their IT function;

· Our Immigration Administration Working Party became a full Community of Practice, acting as a forum for institutions, the UK Government and systems vendors.

The Chair continued saying we had provided more thought leadership, through the Directors’ Cut briefings, study tours and open-members meetings. We’ve produced more toolkits, guides, templates and resources and we’ve built and maintained strong relationships and collaborations with our peer organisations both at home and abroad (collaborating with Educause, for example, on the global top-10 CIO issues) as well as collaborating with sector bodies, such as Jisc, HESA, UUK, Advance UK and more recently, Government and even the media!

The Chair assured members that UCISA is in an excellent position to support its members for the coming years ahead. He took the opportunity to thank Deborah Green and the UCISA team, his fellow board trustees, all of the special intertest groups and their chairs, members of our various Communities of Practice, Working parties, and representation groups for their hard work, dedication and commitment throughout 2022. He also thanked the membership, for making UCISA the success that it is.

1. To receive and adopt the annual report of the Trustees and the accounts of the Company for the financial year ended 31 December 2022.

*Proposed by Sarah Cockrill, Canterbury Christchurch and Treasurer, Seconded by Emma Woodcock, York St John and Deputy Chair*

*Approved nem con*

1. To appoint Critchleys the auditors of the Company to hold office from the conclusion of this meeting until the conclusion of the next general meeting of the Company at which audited accounts are laid, and to authorise the directors to fix their remuneration.

As this is a change from our previous auditors, the Secretary called on Sarah Cockrill, Treasurer to explain the rationale for this recommendation. The Treasurer reported that members had challenged UCISA to review our auditors for a number of years. Previously as a result of the review trustees felt that for operational reasons and the impact of making a switch the timing was not right to make a move. However, this year the review panel felt it was the appropriate timing and following a structured process were happy to make a recommendation to members to move to Critchleys as the appointed auditors of UCISA.

*Proposed by, Sarah Cockrill,* Canterbury Christ Church University *and Treasurer and Seconded Dean Phillips, University of Aberdeen*

*Approved nem con*

1. To appoint the following honorary officers:

Emma Woodcock, Chair of the Company

*Proposed by Adrian Ellison, University of West London, Seconded by Rob Hickey, York St John University*

*Approved nem con*

James Crooks as Deputy Chair of the Company

*roposed by Bella Abrams,* University of Sheffield*. Seconded by Stuart Brown, University of Reading*

 *Approved nem con*

1. Nominations received for the one vacancy amongst the Elected Trustees to elect individuals as directors, were subject to a poll vote by the members and having consented to act, the candidate named below was appointed to the role of Elected Trustees:
2. James Smith, Birkbeck, University of London, *proposed by Paul Butler, University of Greenwich, Seconded by David Telford, University of Stirling.*

While votes were counted the Secretary thanked James Smith for his service to UCISA over the past two years. James has been an active member of the board whilst also having responsibility as Chair of CISG. During this period has been actively involved in a number of representation pieces with great impact.

The Secretary also wanted to record thanks to the co-opted Trustees this year who were Karen Bates, James Crooks, Nick Gilbert, Mark Johnston. They were thanked for their service to UCISA.

A total of 41 institutions cast votes, and no ballot papers were spoiled.

1. In accordance with the Articles of Association of the Company: To accept the nominations of the Special Interest Group Committees and appoint the Chairs of the Special Interest Groups of the Charity as follows:

|  |  |  |  |
| --- | --- | --- | --- |
| **Group**   | **Chair**   | **Proposer**   | **Seconder**   |
| **Business Technology Standard (BTS CoP) Inaugural Chair**  | John Butterworth King’s College London  | Mark Johnston University of Glasgow  | Nick Gilbert University of Surrey  |
| **Corporate Information Systems Group (CISG)**   | James Smith,   Birkbeck, University of London   | Paddy Daly,  Robert Gordon University   | James Blair,   University of Stirling   |
| **Digital Capabilities Group (DCG)**   | Annette Webb,   York St John   | Emma Woodcock,   York St John University   | Rebecca Wilson University College of London   |
| **Digital Education Group**  **(DEG)**   | Richard Goodman,   Loughborough University   | Farzana Latif, University of Leeds   | Julie Voce, City,   University of London   |
| **Digital Infrastructure Group (DIG)**   | Jim Florence,   Robert Gordon University   | Kate Iddles,   University of Wolverhampton   | Guilherme De Sousa Heriot Watt University  |
| **Enterprise Architecture (EA)**   | *Joint Chair:*   Russell Boyatt,   Warwick University    | Rosie Coffey,   University College Cork   | Lex Wilkinson,   Sheffield Hallam University    |
| *Joint Chair:* Rosie Coffey  University College Cork   | Lex Wilkinson,   Sheffield Hallam University   | Russell Boyatt, Warwick University   |
| **Higher Education Information Directors Scotland (HEIDS)**     | Brian Henderson,   University of Aberdeen   | Claire Taylor Napier University  | David Telford,   University of Stirling   |
| **Immigration Administration Community of Practice** **(IA CoP)**  | Alex Lock Anglia Ruskin University  |   Maria Wylie, University of Cambridge  | Martin Donkin, Queen Mary University of London  |
| **Midlands Group**  | Alex Goffe Keele University   |  Sarah Cockrill, Canterbury Christ Church University   | Emma Woodcock, York St John   |
| **UCISA London Group**     | Trevor Baxter,   King’s College London   | Matthew Flower, University of Wolverhampton   | Nick Leake,   King’s College, London.   |
| **Project and Change Management Group (PCMG)**   | Sally Jorjani,   University of Stirling   | David Telford,   University of Stirling   | Patrick Daly,   Robert Gordon University   |
| **Procurement Group (PG)**     | Rob Moore,  Leeds Beckett University   | Mark Allinson,   Edge Hill University   | Robert Silk,   University College London   |
| **Security Group**      | David Thornley,   Sheffield Hallam University   | Jon O'Grady,  De Montfort University   | David Round,  Bangor University   |
| **Sustainability Group (SG)**  | Andrew Meikle,  University of Lancaster   | Robert Irving, Southampton University  | Kate Ferguson-Best, Kingston University  |
| **Support Services Group (SSG)**   | *Joint Chair*: Andy Scott,   Durham University   | Mike Burns Warwick University  | Ed Stout Leeds Beckett University  |
| *Joint Chair*: Jo Mortimer,   University of Reading   | Ed Stout Leeds Beckett University  | Mike Burns Warwick University   |
| **Women in Tech (WiT)**     | Christi Hopkinson,   University of the West of England   | Sandra Gillham, University of Southampton   | Tatiana Hepplewhite, Leeds Beckett University   |
| **User Experience Community of Practice (UX CoP)**   | *Joint Chair*: Emma Horrell,  University of Edinburgh     | Sonia Virdi , University of Edinburgh    | David Goddard, University College London  |
| *Joint Chair*: Joseph Talbot  University of Oxford  | Sonia Virdi, University of Edinburgh    | David Goddard, University College London  |

*Approved nem con*

1. To receive the Treasurer’s Report for the financial year ended 31 December 2022, summary Budget for the current year ending 31 December 2023 and summary budget for the financial year ending 31 December 2024.

The Secretary invited the Treasurer, Sarah Cockrill, to address the meeting who reported that:

For 2022 the Treasurer proposed a balanced budget with a good level of contingency built in as the environment in which we operated was still unpredictable and we applied an appropriate level of contingency to mitigate risks associated.

The Treasurer was pleased to say that we continued to see increased levels of sponsorship at events due to the efforts of the UCISA team so we are now much more confident these can be sustained in future years. However, there is an increasing trend for members to book for face-to-face events at the very last minute, well after the booking deadline. This not only causes administrative difficulties for the small staff team but increases the cost of delivering events and potentially causes sponsors to consider the value of their investments. To incentivise booking behaviours and reduce the financial burden of existing practices we are introducing an early bird price for those members who book by the usual booking deadline. In addition, we will shortly be opening bookings for all the next 12 months of face-to- face events, allowing you to book places at all the conferences you wish to attend or send colleagues to on one invoice. This should support financial planning for institutions and also support UCISAs cost management and maintenance of sponsorship income that supports UCISA keeping costs to a minimum for members.

Throughout the year we have continued to increase benefits and the number of events for members:

* 64 virtual and 5 in person events
* Since extending the PlusOne Bursary scheme to all events in Summer 2022, 35 individuals were supported to attend UCISA face to face events. It is hoped more members will take up this fantastic opportunity in 2023/2024.
* UCISA have continued to grow corporate sponsorship, with the team identifying new sponsorship opportunities and continuing to build strong relationships with our corporate members.
* UCISA have met our commitment to invest some of our reserves but still hold reserves for strategic sector challenges that we can support.
* We are continuing to invest in our underpinning infrastructure, systems and people to support us in the delivery of our strategic plan.
* The reserves available to UCISA on 31st December 2022 are £2,396,718

It is therefore my pleasure to summarise that UCISA remains in good financial health, with the ability to invest in our strategic ambitions without causing any financial risks. You can access more detail in our published audited accounts.

In the 2023 budget presented to you last year we forecasted a modest surplus, and the Treasurer am pleased to report we remain ahead of budget target as this point, but we continue to remain vigilant to escalating costs and volatility of income. We are experiencing price increases across the board for example venue costs alone have increased 15% in the last year.

Last year we reported our ability, to budget with greater certainty, although the Treasurer pointed out that the climate in which we operate in continues to challenge our ability to predict income, especially as the truly hybrid environment is now the norm, and we are forecasting a 2024 budget to deliver a modest surplus of 0.3%.

In presenting you the outline 2024 budget the Treasurer highlighted the following assumptions made:

* + Subscription income is based on freezing the subscription rates for members for one year – we will be discussing and voting on that shortly.
	+ Event budgets continue to have a contingency of 5 – 10% depending on the size of event.
	+ Early bird tickets for conferences will be offered at the same costs to members as the previous year.
	+ We are enhancing our investment in the Bursary & CIO+1 scheme and will further invest in the delivery of a range of professional development opportunities.
	+ The Health and Safety budget is assigned to ensure we meet best practice in all UCISA operations.
	+ All other ongoing costs are consistently being reviewed and managed to ensure optimal efficiency.
	+ We continue to hold £620,032k restricted reserves and are actively seeking ways to see these monies appropriately used for maximum member benefit.
	+ We continue to hold one year of operating costs in our reserves as an operating contingency.
1. To approve the proposal that subscription fees remain at the same rate as 2023 for the 2024 subscription year.

The Treasure advised that the table provided below sets how each institution’s band is determined and the band may change for 2024 if your student numbers have changed

The table shows what the subscriptions will be if resolution for subscription fees for the next year is approved. For comparison the table also shows, in the right-hand column, what subscriptions would be if an inflationary uplift of 5% had been applied.

|  |  |  |  |
| --- | --- | --- | --- |
| Band Type | Size as reported to HESA  | **2024 Subscriptions with no uplift as per the resolution****(ex VAT)** | **2024 Subscriptions with 5% uplift applied****(ex VAT)** |
| Band 1 | Small and specialist institutions  | £868.00 | £911.00 |
| **Band 2** | Less than 10,000 students reported to HESA in **21/22 year** | £2,169.00 | £2,277.00 |
| **Band 3** | 10,001 to 20,000 students reported to HESA in **21/22 year** | £3,037.00 | £3,189.00 |
| **Band 4** | 20,001 to 30,000 students reported to HESA in **21/22 year** | £3,470.00 | £3,644.00 |
| **Band 5** | More than 30,001 students reported to HESA in **21/22 year** | £3,967.00 | £4,165.00 |

The motion was then put to the meeting.

*Proposed by Nick Gilbert, University of Surrey and Seconded by Mark Johnson, University of Glasgow*

*Approved nem con*

1. Any other business *There were no further items of business*
2. To receive outgoing Chair’s remarks

The secretary invited Adrian Ellison to make his outgoing remarks.

He started by congratulating Emma Woodward, our new Chair plus the newly elected Trustees. He had been helping to shape the direction of UCISA in one way or another or the past 15 years and it has been a privilege to serve. He has seen UCISA evolve and grow. It is more engaged with the wider membership than ever before, and he believes it is adding real value to the sector. He proudly leaving it now as it celebrates its 30th year. Adrian Ellison commented that he has always passionately believed that the power of the sector is its ability to collaborate and share ideas and best practice. He was confident Emma Woodcock would be an excellent Chair and the board are in great shape to continue to deliver UCISA’s strategy. Adrian Ellison said he would serve UCISA still from the “back benches” and will miss being part of the UCISA team. It has been an integral part of his life and career. He said he owed much of his career development to UCISA and has built up a strong network of colleagues, peers and friends. He took the opportunity to give a huge thanks to his fellow Trustees past and present, to Deborah Green, UCISA CEO, and the fabulous UCISA team, and to all members.
3. To receive incoming Chair’s remarks
The secretary welcomed the newly elected Chair, Emma Woodcock to make her incoming remarks.

Emma Woodcock began by thanking the UCISA CEO, UCISA Team, Trustees, Officers and the wider UCISA community for their active engagement and commitment, this enables UCISA to grow in strength and deliver on its strategic aims. Emma Woodcock commented that it is an exciting time to become chair and I am looking forward to working with trustees and the UCISA team on the next stage of the UCISA journey. Over the last few years UCISA has become a more visible trusted voice for digital practitioners in our sector and is actively engaged with key government stakeholders such as NCSC, the HE Commission, The Home Office , DCMS: our work with Jisc is adding better value to the sector, as both organisations collaborate and play to one another’s strengths; Our international partnerships and collaborations also continue to flourish working with colleagues at CAUDIT, EDUCAUSE, HEITSA and CUCCHIO to share intelligence, insight, best practice and a united approach to shared challenges and we have recently been invited to join the Higher Education Commissions steering group for their enquiry into Blended Learning. Being a member of UCISA gives us all a real opportunity to influence at the highest levels.

The Board and UCISA CEO will hold a strategy development day next month, where progress to date will be discussed and look to ensure that the UCISA team can continue the important work that has begun on our strategic aims. We will be reviewing the feedback that you have provided on UCISA events with a view to continuing to improve and evolve these in line with our communities needs. We continue to work with our special interest groups to strengthen and grow these in line with the challenges that we all face within the sector, the growth of the security group being an excellent example of this. In the coming year we will be making significant investments into UCISA’s business systems so that we can provide our community with more streamlined and fit for purpose engagement tools for our members and we will shortly be moving to new premises, having outgrown the space available to us at our present offices.

And finally, I want to end by thanking our outgoing chair, Adrian Leon Ellison, he was certainly leaving Emma with some big shoes to fill.

The secretary thanked all for attending and supporting UCISA

The meeting closed at 13.54pm