

A Message from the Chair of the Board



Dear Members

We, the EAUC Board, have had an exciting year and look forward to sharing our vision of a new chapter in governance and transparency with Members at the AGM.

We welcomed Member's views through the Governance Review which we undertook back in early 2010. This year the Board have put into action the developments Members supported, such as widening our membership to include Adult Education and Work Based Learning providers and including the plan to have a small number of out of sector trustees on the Board. At the 2010 AGM Members supported these changes and we are pleased to put these forward for Members to ratify with the new Articles at this years' AGM. The Board have also taken this opportunity to update the EAUC Articles to reflect best practice in the charity sector and the latest changes in Company law. Do please look at the FAQ's attached to show the journey we have been on and how you can shape our future. The Board are confident that the updated Articles will provide the governance required for years to come.

The Board is also proposing to include the position of the CEO as a Trustee and Director of the Company. It is the view of the Board that this is important as this will maximise the CEO's accountability across the membership of the organisation, rather than be limited to the Board alone. The Board see this as making the EAUC more accountable to its Members and we are pleased to inform Members that we have Charity Commission consent for this change. The Special Resolution to change our Articles is an exciting chapter in the coming of age of the EAUC. There are no elections for Trustees at this AGM as the Board is currently at the maximum required.

Member's views are essential to the Board to inform our decision making, ensure we are meeting the needs of Members, and ultimately to achieve our mission to embed sustainability in our sector. To provide another opportunity for Members to have their voice heard we are launching the Membership Advisory Council – please come and learn more about this exciting and important development at the AGM.

The EAUC is responding to a changing view of sustainability in our sector, with organisations steering towards a more holistic organisation-wide approach to sustainability. This requires professionals in the field to be both practitioner and strategist. This provides us with many challenges and opportunities. With the backing and direction from Members the EAUC Board is committed to provide support to make the best of these opportunities.

We are proud to be a Membership organisation and it is the strength and support from Members that drives us to achieve our vision together. I very much hope to see you at the AGM to continue our journey together.



Paul Cross
Chair of the EAUC Board
17th March 2011

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In partnership with



Dear EAUC Member,

I have pleasure in sending you papers for our forthcoming AGM. It will be held at 09:45am on Tuesday 12th April 2011 at the University of York.

The Agenda can be found overleaf.

With this mailing are the following supporting papers.

1. Minutes of the last AGM (pages 4-6)
2. 2010 Annual Report / Report of the Trustees and Financial Statements (pages 7-32)
3. Special Resolution Paper AGM11-01 (pages 33-37)
4. Proxy (Postal) Vote Form (page 38)
5. AGM Procedures (page 39)

Please note:

Please ensure Proxy (Postal) Voting Forms are received by the EAUC office by Friday 1st April.

We ask that members raise **substantive questions** by email to the Company Secretary at fgoodwin@eauc.org.uk by Monday 28th March. This will allow the Trustees to prepare a full and competent response.

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In partnership with



The Environmental Association for Universities and Colleges (EAUC)

Annual General Meeting

12th April 2011
University of York

Agenda

1. Apologies
2. Minutes of 2010 AGM (pages 4-6)
3. Matters arising
4. 2010 Annual Report of the Trustees and Financial Statements (pages 7-32)
5. Changes to Articles – Special Resolution Paper AGM11-01 (pages 33-36)
6. EAUC – Future Thinking & Launch of Membership Advisory Council (Presentation)
7. Next AGM and Conference
8. Any other business

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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The Environmental Association for Universities and Colleges (EAUC)

Annual General Meeting

24th March 2010

Bangor University

Chair – Sheri-Leigh Miles, Convenor

Minutes

1. Apologies

Apologies were noted from Di Dale (Wiltshire College), Gil Snook (City College Plymouth), Helen Manns (University of Northumbria), Neil Scott (Staffordshire University), Adrian Kitchen (Oatridge College), Cathy Cooke (Derbyshire Adult Community Education Service) and Serena Bacuzzi (North Warwickshire and Hinckley College).

2. Minutes of 2009 AGM

The minutes were approved by Jo Hasbury (Loughborough University) and seconded by Nick Hillard (University of Warwick). Nick Hillard noted that the minutes start at number 6 in the AGM papers, it was confirmed that this was a typing error.

3. Matters Arising

There were no matters arising.

4. 2009 Annual Report / Report of the Trustees and Financial Statements

The Chair presented the Trustee Report and Financial Statement. A copy of the Trustee Report and Financial Statements can be found the EAUC website at

http://www.eauc.org.uk/eauc_governance.

Highlights of the Annual Report were:

- The success of the Green Gown Awards which the EAUC administer and are sector owned. Members were thanked for their input and continued shared practice.
- Universities that Count was raising its profile.
- Universities and Colleges Climate Commitment for Scotland (UCCCfS) is adding value in Scotland and giving a focus.
- SORTED focuses on FE and funding allowing will continue to get better and encourage Members to share case studies.
- Looking inward, the year has been a fast journey with increased staff to improve programmes and projects and make the EAUC more professional. The EAUC is making the best use of the CUSP scheme and recommend it to Members (3 staff currently).
- The Board has had a year to review and put in place a course of transition and is elected by Members to push the organisation on and represent Members. The Board looked at the various job titles on the Board to ensure it matched Member representatives, which it did and following the Governance Review a skills gap was undertaken with the view to fill the gaps with the skills required. Traditionally it was Estates or general Sustainability but Membership is now wider than this and continues to grow across all aspects of Member organisations.

5. Election of executive committee members who will act as Company Directors and Charity Trustees (Resolution Paper AGM10-01 & AGM10-02)

The Chair outlined the Resolution Papers and explained that the organisation was established 5 years ago there are various gaps due to terms of service being a maximum of 5 years. The Board have the ability to co-opt Trustees in between AGM's to ensure continuity . 3 Members were co-opted in December – Di Dale is a Principal of a FE college, Helen Manns provides a teaching and learning perspective and Paul Cross provides a strategic perspective across a broader CSR programme. Members were asked to ratify this proposal. There were no objections from Members

and Nicola Corrigan (Kingston University) and Nick Hillard (University of Warwick) approved Resolution Paper AGM10-01.

3 further Trustee recommendations from the Board were highlighted in Resolution Paper AGM10-02. The Chair clarified the process, explaining historically appointments could be typified by 'stand up and you are in!'. The Board now has a more robust application process. The Chair confirmed the Board had a fantastic response from applications and thanked all who put forward. The Chair noted that the Board will look into alternative ways of using the skills and knowledge of those who have not on this occasion made it to the Board in other roles. The Board went back to the skills gap and it was agreed that FE, Finance and ESD roles were particularly needed. The proposed candidates gave introductions on their backgrounds and skills. Robert Bellfield gave an introduction covering campus delivery and SD and resources of staffing; Harriet Sjerps-Jones gave an introduction covering ESD with a background in FE. The Chair highlighted that Neil Scott as a Finance Director covers financial skills (Neil Scott was not present). The Chair confirmed these are all skills required by the Board.

David Somervell (University of Edinburgh) noted that the Chair mentioned an elected Board yet the Members of the Board are selected by the Board and not elected by Members and asked Members if we need to look at the process of selection. The Chair clarified that the process hadn't altered only the fact that there was now some competition by virtue of the fact that the Board received more applicants than places were available. The Chair added that it is appropriate for Members to question the process and ensure Board transparency. The Chair added the Board analysed the skills gaps and Members have the right to not ratify the Board's recommendations and as such the Board would then go back to review the other applications. The Chair added that the Board has given careful and considered thought to all Board applications and is confident in its recommendations.

It was noted that the Board is continuing to look at changes in the constitution following the Governance Review and thanked Members for their input and recommended that Members viewed the constitution changes when they are out.

Jonathan Horner (Roehampton University) questioned that there were no representatives from London. The Chair confirmed that the Board will be revisiting regional networks in the near future.

There were no objections from Members and Victoria Hands (LSE) and Harriet Waters (Oxford Brookes University) approved Resolution Paper AGM10-02.

Karen Gallagher (University of Exeter) suggested the process of voting needs to be better explained. The Chair actioned that the voting process will go out with AGM papers in the future.

6. EAUC – Governance Review & Future Thinking

The Chair highlighted the positive response to the Governance Review and thanked Members for their valuable input, such as Ann Galbraith. There was support for up to 3 'out of sector' trustees on the Board and the Board is going through the process of changing the constitution. The Chair went through the highlights of the constitution changes including:

- Widening Membership to include Adult Education and Work Based Learning providers
- Elect non-university/college Member trustees onto the Board and noted that we have already received expressions of interest
- Clarify definitions of regions and countries
- Removal of Affiliate Members and other changes to ensure the constitution is up to date
- Introduce role descriptions for the Board

The Chair highlighted that there has been sufficient of opportunity for Member input. It was noted that although it is no longer a company regulation to hold AGM's that the Board will continue to do so to ensure Members and the Board have the opportunity to discuss and decide AGM matters.

Paul Cross was introduced as the new Chair of the Board. Paul presented a future thinking presentation highlighting results from the Members Survey:

- Better communications
- More FE focus
- Leave the EAUC brand as it is
- Focus on regions
- EAUC Carbon Audit & 10:10

Paul thanked those trustees stepping down for building the organisation up to what it is now:

Sheri-Leigh Miles
Gil Snook
Keith Pitcher
Adam Van Winsum

7. Next AGM & Conference

The dates and venue are yet to be confirmed and Members will be notified as soon as they are.

8. Any Other Business

None.

**THE ENVIRONMENTAL ASSOCIATION FOR
UNIVERSITIES AND COLLEGES
(A COMPANY LIMITED BY GUARANTEE)**

REPORT OF THE TRUSTEES AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31ST DECEMBER 2010

REGISTERED COMPANY NUMBER : 5183502

REGISTERED CHARITY NUMBER : 1106172

**THE ENVIRONMENTAL ASSOCIATION FOR
UNIVERSITIES AND COLLEGES
(A COMPANY LIMITED BY GUARANTEE)**

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For the year ended 31st December 2010**

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**THE ENVIRONMENTAL ASSOCIATION FOR
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CHARITY INFORMATION

FOR THE YEAR ENDED 31ST DECEMBER 2010

Registered Company Number : 5183502

Charity Number : 1106172

Registered Office : EAUC National Office
University of Gloucestershire
The Park
Cheltenham
Gloucestershire
GL50 2RH

Banker : The Co-operative Bank
PO Box 250
Delf House
Southway
Skelmersdale
WN8 6WT

Solicitor : Osborne Clarke
2 Temple Back East
Temple Quay
Bristol
BS1 6EG

Auditor : Davies Mayers Barnett LLP
Chartered Accountants & Statutory Auditors
Pillar House
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**THE ENVIRONMENTAL ASSOCIATION FOR
UNIVERSITIES AND COLLEGES
(A COMPANY LIMITED BY GUARANTEE)**

TRUSTEES' REPORT

FOR THE YEAR ENDED 31ST DECEMBER 2010

The trustees present their report and the audited financial statements for the year ended 31st December 2010.

Directors and Trustees

The directors of the charitable company (the charity) are its trustees for the purposes of charity law and throughout this report are collectively referred to as the trustees.

The trustees who served during the year were as follows:-

	<u>Appointed</u>	<u>Resigned</u>
A Van Winsum, Staffordshire University	19th July 2004	24th March 2010
S-L Miles, University of Bradford, UK Convenor	19th July 2004	24th March 2010
K Pitcher, University of Leeds	5th April 2005	24th March 2010
J G Snook, City College Plymouth, Company Secretary	5th April 2005	24th March 2010
N Smith, University of Southampton	18th April 2007	
G Weatherill, Leeds City College	16th April 2008	
F Lovie, University of Aberdeen, Scottish Convenor	29th January 2009	
D Dale, Wiltshire College	17th December 2009	
P Cross, Oxford Brookes University, UK Convenor	17th December 2009	
H Manns, University of Northumbria	17th December 2009	
H Sjerps-Jones, University of Exeter	24th March 2010	
R Bellfield, Aberdeen College	24th March 2010	
N Scott, Staffordshire University, Treasurer	24th March 2010	

Structure, Governance and Management

Governing Instrument

The Environmental Association for Universities and Colleges (EAUC) is a company limited by guarantee, governed by its Memorandum and Articles of Association dated 14th July 2004. The company was incorporated on 19th July 2004 and was registered as a charity on 4th October 2004 with the Charity Commission. On 6th April 2005 all assets and charitable activities of the unincorporated EAUC Association were transferred to the charity.

The members of the company are those Universities and Colleges, referred to as Full (Educational) Members, subscribing to the EAUC and totalled 284 at 31st December 2010. In the event of the charity being wound up, the liability in respect of the guarantee is limited to £1 per full member of the charity.

Appointment of Trustees

The full members will at each AGM appoint up to nine individuals to act as trustees providing that those persons work for a University or College. The Executive Committee must ensure that at all times at least two trustees are designated as representatives of higher education institutions and at least two trustees are designated as representatives of further education institutions. Each trustee can hold office until the expiry of the fifth AGM after the AGM at which they were appointed.

The Executive Committee has the power at any time to appoint any person to become a trustee to fill a casual vacancy. The number of persons so appointed must not exceed five and these trustees only hold office until the next AGM following appointment and then shall be considered for re-election.

**THE ENVIRONMENTAL ASSOCIATION FOR
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TRUSTEES' REPORT

FOR THE YEAR ENDED 31ST DECEMBER 2010

(continued)

Appointment of Trustees - continued

Individuals are appointed as Branch Convenors, as required, with the consent of the Executive Committee and are branch trustees of the Company while he or she continues to hold office as Branch Convenor. Branch trustees are members of the Executive Committee.

All trustees give their time voluntarily and received no benefits from the charity. Any expenses reclaimed from the charity are set out in note 8 in the accounts.

Trustees Training and Induction

Trustees for this period have been informally inducted. A formal induction and training pack has been developed and all Trustees have received this.

Organisation

The board of trustees, which can have up to nine members and such number of branch trustees as required, administers the charity. The board meets quarterly. The day to day organisation and running of the charity is undertaken by the Chief Executive Officer, Iain Patton, who was appointed by the trustees. Clear action planning, reporting and authorisation channels have been set.

Related Parties

From September 2005 a partnership with the University of Gloucestershire was formed which runs until 2011. The partnership involves the University undertaking administration of payroll and providing office accommodation.

Risk Management

Further to the Business Plan Risk Assessment, the trustees have developed a risk management strategy which comprises:-

- a review of the risks the charity may face;
- the establishment of systems and procedures to mitigate those risks identified in the plan, including a project approval system; and
- the implementation of procedures designed to mitigate any potential impact on the charity should those risks materialise.

Regular trustees meetings consider the charity's activities and risks faced. A key element in the management of financial risk is the setting of a reserves policy and its regular review by trustees which has taken place in this accounting period.

Objectives and Activities

The objectives of the charity are as follows:-

- to promote sustainable development for the benefit of the public by the preservation, conservation and protection of the environment and the prudent use of natural resources, particularly by and in relation to Universities and Colleges;
- to advance the education of the public and in particular those attending or working in Universities and Colleges, in all aspects of sustainable development, and the preservation, conservation and protection of the environment;

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TRUSTEES' REPORT

FOR THE YEAR ENDED 31ST DECEMBER 2010

(continued)

Objectives and Activities - continued

- to promote research into all aspects of sustainable development, and the preservation, conservation and protection of the environment particularly in relation to Universities and Colleges, provided that the useful results of such research are disseminated to the public.

The strategies employed to achieve the charity's objectives are to:-

- provide training events and conferences;
- provide advice and support in integrating environmental and sustainability good practice through discussion networks, monthly and quarterly newsletters and guidance materials;
- promote strategic partnerships within the sector;
- provide bursaries to full members;
- promote research and dissemination of good practice through projects.

We have referred to the guidance contained in the Charity Commission's general guidance on public benefit on our aims and objectives and in planning for our future activities.

Achievements and Performance

2010 has been a busy year for the EAUC and our Members. Throughout 2010 the Board of Trustees has put greater emphasis on strategic thinking and ensuring that we are on the road to meeting our strategic aims. The Board has set our Vision, Mission and Values to ensure sustainability is embedded into our sector and provide the help our Members need to achieve this. Further developments are in place for 2011 to ensure our Members voices are heard and influence the future of the EAUC – please see the Plans for Future Periods section for more details. The Board are proud to share our Vision, Mission and Values:

Our Vision

Our vision is a university, college & learning and skills sector where the principles & values of environmental, economic & social sustainability are embedded.

Our Mission

We will lead, inspire & equip Members & stakeholders with a shared vision, knowledge & the tools they need to embed sustainability within curriculum and operations.

Our Values

Leadership and Service for Sustainability – with humility, honesty and integrity, as a role model, we inspire change and challenge unsustainable practice.

Partnership and Independence – benefiting from our autonomous position we value collaborative networks and partnerships.

Commitment and Creativity - as one team, we bring a potent mix of optimism, determination, innovation and dynamism to solving problems.

Listening, Understanding and Learning – we continually learn, account for and improve our organisation through the knowledge and initiative of our members, staff, trustees and other stakeholders.

**THE ENVIRONMENTAL ASSOCIATION FOR
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(A COMPANY LIMITED BY GUARANTEE)**

TRUSTEES' REPORT

FOR THE YEAR ENDED 31ST DECEMBER 2010

(continued)

Achievements and Performance - continued

We are reporting on our achievements and performance for 2010 using our overarching strategic aims.

Overarching Strategic Aims

1. That the entire sector in the UK are members of the EAUC, with membership benefits and influence felt throughout each institution

In 2010 we saw Educational Membership rise by 5%, increasing our percentage of the sector to 44% - with 33% of the Further Education sector and 80% of the Higher Education sector. The majority of the growth was within the Further Education sector.

Whilst Educational Membership has grown during such difficult financial times, we are very pleased to see the benefits and influence of membership has grown within each member institution to over 2500 contacts. This means that on average each Higher Education institution has 11 contacts and each Further Education institution has 6 contacts that are benefiting from membership. This shows increasing value for money for membership with the average membership costing just £29 per contact for a university and £37 for a college.

Following our Educational Member Survey in early 2010, 97% of respondents believed that the EAUC can assist institutions in becoming more sustainable. 87% of members were extremely satisfied or satisfied with their membership. However, we have listened to members who value our communications such as our newsletters - enews and earth. In 2010 we have made enews weekly, giving members the most relevant and latest news and earth is now bi-monthly and continues to share best practice from the sector. We are leading on other communication changes following member's views throughout 2011, including updates to our website.

New member benefits and services have been introduced throughout 2010 which include many new resources, tools and information to our website, such as the Insight Guide on Reducing Paper Use. We have improved the usability of our website, particularly the event booking process. Further developments including a 'My EAUC' page for each contact will be delivered in 2011. The Resource Bank is partially member only access but many resources are open to all. The Communities of Practice (CoP) groups have been very active during 2010, with Communities in Transport, Education for Sustainable Development and the newly developed in 2010 the Carbon Intensive Research Universities and Colleges group. The regional groups of Scotland, Wales and Northern Ireland have continued to progress with Scotland and Northern Ireland coming together as one Branch. Along with the active London regional group, a new Southern Counties group formed in 2010.

We ran 15 continuing professional development (CPD) events in 2010, training over 200 sustainability professionals. The Annual Conference was a great success with over 300 delegates attending and it was great to see so many of our Further Education members there. We always listen to members and we have developed the 2011 Annual Conference with a much greater emphasis on member need through a Conference Steering Group and ensuring a good balance of further and higher education sharing and best practice.

Our CPD programme and Annual Conference benefits a wide mix of Members, Non-Members, students and representatives from a variety of organisations and are open to all to increase skills and knowledge in sustainability.

**THE ENVIRONMENTAL ASSOCIATION FOR
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TRUSTEES' REPORT

FOR THE YEAR ENDED 31ST DECEMBER 2010

(continued)

Achievements and Performance - continued

Overarching Strategic Aims - continued

2. That members and sector stakeholders are empowered to embed sustainability into strategic, curriculum and operational decision making

We have represented our Member's voice through consultations on Meeting the Low Carbon Skills Challenge; Carbon Reduction Commitment and the UK Professional Standards Framework for Higher Education. All consultations are undertaken with input from our Educational Members. Our responses on behalf of Members can be seen at <http://www.eauc.org.uk/consultations>.

The 2010 Green Gown Awards were a huge success. Attracting nearly 200 applications across 12 categories, the Awards Ceremony was held at Shakespeare's Globe Theatre on London's Southbank in June. The Awards continue to grow from strength to strength, attracting support from major sector and corporate partners. The 2011 Awards will be launched in May, with an Awards Ceremony planned for November 2011. Full details are available at http://www.eauc.org.uk/green_gown_awards. The Green Gown Awards are open to Universities and Colleges across the UK who benefit in being recognised as leaders in their field.

SORTED, our online resource tool continues to support Further Education sector. This was previously supported by the Learning and Skills Council and is now supported by the Learning and Skills Improvement Service and we are undertaking further development of the site in 2011. The SORTED resource is available to all through our website and increases the skills and knowledge in sustainability.

3. That the EAUC remains forward thinking, pro-active and can influence current thinking in sustainable development and how it relates to the sector

We continue to influence and develop new tools for the sector through a variety of projects, here is a short summary of those we were involved in 2010. Further details and access to resources and tools on any of our projects are available to all on our website at <http://www.eauc.org.uk/projects>.

Environmental Exchange: In partnership with the Staffordshire University, we have secured funding from HEFCE to develop an online repository of sustainable resources for the sector, developed from within the sector. Working with 16 Founding Partners, we will also develop an online CPD programme that responds directly to members training needs and requirements. The two-year project will conclude in November 2012. This project is open to all Universities in England with wider dissemination and learning available to all through our website.

Universities that Count (UtC): In response to participants' feedback, we have taken UtC offline for 12 months and subjected it to independent review to determine the appropriateness and usability of the mechanism. With support from the four UK higher education funding councils, the University of Gloucestershire and sector representative groups and associations, we will review the mechanism and relaunch it as a more applicable and effective performance improvement, reporting and benchmarking tool in November 2011. This project is open to all Universities in the UK with wider dissemination and learning available to all through our website.

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TRUSTEES' REPORT

FOR THE YEAR ENDED 31ST DECEMBER 2010

(continued)

Achievements and Performance - continued

Overarching Strategic Aims - continued

Universities and Colleges Climate Commitment for Scotland (UCCCfS): To date, over 90% of Scotland's institutions have signed and are delivering against the UCCCfS. With ongoing financial support from the Scottish Funding Council, the EAUC continues to underpin the Commitment with a comprehensive package of support, ranging from our Scotland CPD programme, facilitation of the Topic Support Networks and the provision of Scotland-specific guidance. This project is open to all Universities and Colleges in Scotland with wider dissemination and learning available to all through our website.

ICT Energy and Carbon Management Programme (SUST-TECH): We continue to deliver this JISC-funded project, to promote energy efficiency and carbon reduction through sustainable ICT management. Working with 16 institutions, we are promoting the use of thin client, virtualisation, PC powerdown and green data centres to establish a dataset of ICT energy and sustainable technologies for dissemination across the wider Further and Higher Education sector. This project provides wider dissemination and learning available to all through our website.

Green Impact: Green Impact is one of three projects within a 2 year programme called Degrees Cooler – 'greening universities and beyond through behaviour change'; supported by the Greener Living Fund and sponsored by Defra. Green Impact empowers individuals and departments to reduce their environmental impact by encouraging, rewarding and celebrating practical environmental improvements. It challenges departments to implement a number of easy practical actions that will help the environment, behavioural change and involves the student community by the way of audits. Initially developed for universities, the project is now extending to colleges. Under this current funding cycle, Green Impact is due to complete in May 2011 and will be self sustaining thereafter. This project provides wider dissemination and learning available to all through our website.

Behaviour Change Management Programme (BCMP): Funded by the Scottish Funding Council, our pilot BCMP is designed to promote positive behaviour through a holistic approach to change management. Working with several specialist partners, we are supporting the University of the West of Scotland and Reid Kerr College in delivering behaviour change through leadership and governance, community, staff and student engagement and the adapted use of the built environment. The programme is due to be rolled out across the UK as a member service in mid-2011. This project provides wider dissemination and learning available to all through our website.

Promoting Poverty Aware Procurement on Campus

This project was a 2 year project which concluded in March 2010 and was funded by the Department for International Development (DFID). The project worked with 16 Universities and Colleges in the north of England, Scotland and Northern Ireland. Working with key sector procurement agencies and consortia, the project raised sector awareness of the link between procurement of goods from developing countries, and poverty. The project benefited from a wide ranging steering group including Oxfam, People & Planet, NUS and APUC. This project delivered commodity information sheets and communication materials which through our website provides wider dissemination and learning available to all.

We continue to support many other initiatives within the sector such as College and University Student Placements (CUSP) and the Sound Impact Awards (NUS).

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TRUSTEES' REPORT

FOR THE YEAR ENDED 31ST DECEMBER 2010

(continued)

Achievements and Performance - continued

Overarching Strategic Aims - continued

4. That the EAUC creates strong, meaningful, external linkage and partnerships covering all aspects of sustainability of benefit to the sector

The EAUC continues to develop our strategic partners, such as the funding councils and sector bodies. The Board and Executive Team sit on a variety of committees such as HEFCE (Sustainable Development Board and Revolving Green Fund Board), AUDE (Sustainable Development Group and Scotland), HEA (Sustainable Development Advisory Group), SFC, AoC (Sustainable Development Portfolio Group), Sustainable Development Alliance for the Learning and Skills Sector, UN Decade of ESD Scotland, Scottish Further Education Unit and Higher Education Estates Associations Forum.

Company Membership provides us with a vital partnership with commercial companies working within the sector. Membership has steadily grown to 64 and to ensure we are meeting the needs of our Company Members we undertook a review of Company Membership in July 2010. Following this review and listening to our Company Members views we have redesigned the Company Membership benefits and this will be launched in early 2011. Company Member's bring vital knowledge and experience to the sector and we will ensure we maximise the learning as both our Company and Educational Members can gain from these partnerships.

Throughout 2010 we have developed strong partnerships with the Association for the Advancement of Sustainability in Higher Education (AASHE) (USA) and Australasian Campuses Towards Sustainability (ACTS) and share best practice and tools where of benefit to our Members.

5. That the EAUC runs a financially, socially and environmentally sustainable business supporting the sector for long term benefit

Following the member consultation in 2010, this helped us as we reviewed our governance and this was agreed by Members at the 2010 AGM. We have now reviewed our constitution to take on board these changes along with ensuring our constitution is up to date with current company and charity laws. The proposed changes to the constitution are being voted on at the 2011 AGM. The growth of the organisation means that sound governance is more essential than ever and it is hoped that the changes made will lead to an even stronger organisation as we look to 2011 and beyond.

Streamlining the efficiency of our own organisation also continues to be a priority. We were pleased to utilise our partnership with StudentForce for Sustainability and their CUSP scheme (<http://www.eauc.org.uk/cusp>) by employing 3 sustainability graduates of varying timescales, one of which has now become a permanent member of staff as our Membership Services Officer. Our staffing model now focuses on membership services with dedicated staff to ensure members are receiving an excellent customer service and maximise their benefits.

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TRUSTEES' REPORT

FOR THE YEAR ENDED 31ST DECEMBER 2010

(continued)

Achievements and Performance - continued

Overarching Strategic Aims - continued

Following a carbon audit last year we have developed a carbon monitoring tool which, from January 2011, monitors all travel, waste and energy used by both of our offices. All travel undertaken for EAUC work is also recorded, such as trustee and consultant travel. This is to set a baseline for our carbon and targets for reducing this will be set by the Board in 2012. Our staff and Board are committed to reducing travel wherever possible and have increased the use of video conference facilities, including quarterly Board meetings. Further work will take place in 2011 to include procurement and we will publicly report on our performance.

Financial Review

These are our 7th full year accounts as a company and a charity. During this period we have again made good progress during difficult financial times, making a slight loss of £1,153. The association is well managed and financially sustainable.

Please note the following points of clarification:

1. The balances shown under Grants for Projects (Note 4) are externally funded projects which run on a different financial years to our own as dictated by the funders.
2. The following projects continued throughout 2010:
 - a. Phase 2 of CaSPr (funded by Scottish Funding Council) – ends March 2011
 - b. Universities that Count (funded by HEFCE, HEFCW, Scottish Funding Council & DELNI) – ends 2011
 - c. Sustainable ICT in England (funded by JISC) – ends 2011
3. The following projects ended in 2010:
 - a. Sustainable ICT in Scotland (funded by Scottish Funding Council)
 - b. Promoting Poverty Aware Procurement on Campus (funded by DFID)
4. The following projects started in 2010:
 - a. Green Impact (funded by Defra through NUS) – ends 2011
 - b. Behaviour Change Management Programme (funded by Scottish Funding Council) – ends 2011
 - c. Exchange (funded by HEFCE) – ends 2012
5. We continue to support SORTED via a contract from the Learning & Skills Council (LSC) and then the Learning and Skills Improvement Service (LSIS) which is reflected in the unrestricted Products & Services.
6. The funds carried forward (surplus) enables us to continue to apply our Reserves Policy.
7. The cash bank balance is due to deferred income (see note 12) which includes Membership and prepayment of funding for restricted fund projects.
8. The Green Gown Awards, administered for the second year by the EAUC in 2010, are reflected under Products & Services. The number of applications was the highest ever and the Award Ceremony was a fantastic success.
9. We maintained a successful Conference with support from exhibitors and sponsors. We were able to keep costs for Educational Members at the same rate as 2009 even with increased costs. We also increased Membership despite the difficult financial state of the sector.
10. Point 14 refers to ongoing revisions to VAT liability for 3 previous financial years, due to be completed in 2011. The impact of this will be accounted for in the 2011 accounts.

**THE ENVIRONMENTAL ASSOCIATION FOR
UNIVERSITIES AND COLLEGES
(A COMPANY LIMITED BY GUARANTEE)**

TRUSTEES' REPORT

FOR THE YEAR ENDED 31ST DECEMBER 2010

(continued)

Investment Powers and Policy

Under the Memorandum and Articles of Association, the charity has the power to invest in any way the trustees wish.

Reserves Policy

The trustees have forecast the level of free reserves (that is those reserves not tied up in fixed assets, restricted or designated funds) the charity will require to sustain operations. The trustees consider that the most appropriate level of free reserves would be in the region of £45,000, to cover 2 months operational costs. There are sufficient funds for this. The trustees have this under constant review and will take steps to monitor this, subject to changes in the Charity's operations.

Plans for Future Periods

2011 will continue to be very active with a focus on Members and the benefits and services we can provide. We will continue to implement findings from the membership survey, including developing more Communities of Practice and further supporting the regional groups.

We will be launching the newly packaged Company Membership in early 2011. Further member communications will be developed throughout the year with development of a membership strategy.

To increase our Member's voice we will be developing a Member Advisory Council which will provide a crucial link for our members and our Board.

Following the Member influenced review of our governance we will ensure our Constitution reflects the changes required by Members and ensure the organisation is governed using best practice models. Our members will continue to be consulted throughout this process.

We will be working hard on the many projects we are involved in, to ensure that all members benefit from these and new products and services are developed to reap the learning once they are complete.

Further opportunities for varying our income streams will be explored with a strong focus on corporate funding and trusts as well as our continued public funding.

To further our partnerships and to benefit Members we will develop a formal International Strategy in 2011. We will continue to develop our partnerships with the Association for the Advancement of Sustainability in Higher Education (AASHE) (USA) and Australasian Campuses Towards Sustainability (ACTS). In addition, we will work with individual institutions and associations in Scandinavia and Europe to explore possible links and future partnerships. This will provide valuable resources and best practice to our Members.

In response to recommendations our Members in Northern Ireland, we will include strengthening relationships with institutions in the Republic of Ireland as a strand of our International Strategy, recognising the valuable cross-border links that already exist within Ireland.

We look forward to reporting on our carbon impact in 2011 and improving our monitoring and measuring of our performance. We will strive to support our staff and trustees to ensure we operate with as little impact on the environment as possible.

**THE ENVIRONMENTAL ASSOCIATION FOR
UNIVERSITIES AND COLLEGES
(A COMPANY LIMITED BY GUARANTEE)**

TRUSTEES' REPORT

FOR THE YEAR ENDED 31ST DECEMBER 2010
(continued)

Statement of Trustee's Responsibilities

The trustees (who are also directors of The Environmental Association for Universities and Colleges for the purposes of company law) are responsible for preparing the Trustees' Report and the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

Company law requires the trustees to prepare financial statements for each financial year, which give a true and fair view of the state of affairs of the charitable company and of the incoming resources and application of resources, including the income and expenditure, of the charitable company for the year. In preparing these financial statements, the trustees are required to:

- select suitable accounting policies and then apply them consistently;
- observe the methods and principles in the Charities SORP;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the charitable company will continue in operation.

The trustees are responsible for keeping adequate accounting records that disclose with reasonable accuracy at any time the financial position of the charitable company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the charitable company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Statement as to disclosure of information to auditors

In so far as the trustees are aware:

- there is no relevant audit information of which the charitable company's auditor is unaware; and
- the trustees have taken all steps that they ought to have taken to make themselves aware of any relevant audit information and to establish that the auditor is aware of that information.

The trustees are responsible for the maintenance and integrity of the corporate and financial information included on the charitable company's website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

By order of the Board on 12th April 2011

P S Cross
Chair

**THE ENVIRONMENTAL ASSOCIATION FOR
UNIVERSITIES AND COLLEGES
(A COMPANY LIMITED BY GUARANTEE)**

**Report of the Independent Auditors to the Members of
The Environmental Association for Universities and Colleges**

We have audited the financial statements of The Environmental Association of Universities and Colleges for the year ended 31st December 2010 which comprise the Statement of Financial Activities, the Balance Sheet, and the related notes. The financial reporting framework that has been applied in their preparation is applicable law and Financial Reporting Standard for Smaller Entities (effective April 2008).

This report is made solely to the charity's trustees, as a body, in accordance with Section 43 of the Charities Act 1993 and regulations made under section 44 of that Act. Our audit work has been undertaken so that we might state to the charity's trustees those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the charity and its trustees as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of trustees and auditor

As explained more fully in the Trustees' Responsibilities Statement [set out on page 11], the trustees (who are also the directors of the charitable company for the purposes of company law) are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view.

The trustees have elected for the financial statements to be audited in accordance with the Charities Act 1993 rather than the Companies Act 2006. Accordingly we have been appointed as auditor under section 43 of the Charities Act 1993 and report in accordance with regulations made under section 44 of that Act.

Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's [APB's] Ethical Standards for Auditors.

Scope of the audit of the financial statements

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of: whether the accounting policies are appropriate to the charitable company's circumstances and have been consistently applied and adequately disclosed; the reasonableness of significant accounting estimates made by the trustees; and the overall presentation of the financial statements.

**THE ENVIRONMENTAL ASSOCIATION FOR
UNIVERSITIES AND COLLEGES
(A COMPANY LIMITED BY GUARANTEE)**

**Report of the Independent Auditors to the Members of
The Environmental Association for Universities and Colleges
(continued)**

Opinion on financial statements

In our opinion the financial statements:

- give a true and fair view of the state of the charitable company's affairs as at 31st December 2010, and of its incoming resources and application of resources, including its income and expenditure, for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice applicable to smaller entities; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Matters on which we are required to report by exception

We have nothing to report in respect of the following matters where the Charities Act 1993 requires us to report to you if, in our opinion:

- the information given in the Trustees' Report is inconsistent in any material respect with the financial statements; or
- the charitable company has not kept adequate accounting records; or
- the financial statements are not in agreement with the accounting records and returns; or
- we have not received all the information and explanations we require for our audit.

N S Smith (Senior Statutory Auditor)
For and on behalf of Davies Mayers Barnett LLP
Statutory Auditors
Pillar House
113/115 Bath Road
Cheltenham
Gloucestershire
GL53 7LS

Dated: 12th April 2011

**THE ENVIRONMENTAL ASSOCIATION FOR
UNIVERSITIES AND COLLEGES
(A COMPANY LIMITED BY GUARANTEE)**

STATEMENT OF FINANCIAL ACTIVITIES

FOR THE YEAR ENDED 31ST DECEMBER 2010

	<u>Note</u>	<u>Unrestricted Funds £</u>	<u>Restricted Funds £</u>	<u>2010 Total £</u>	<u>2009 Total £</u>
INCOMING RESOURCES					
Incoming resources from generated funds:					
Investment income	3	974	-	974	1,832
Incoming resources from charitable activities:					
- Conference income		129,221	-	129,221	114,407
- Grants for projects	4	-	504,151	504,151	308,589
- Membership income		97,203	-	97,203	95,259
- Training workshops		12,687	8,938	21,625	24,199
- Product and services		122,714	21,750	144,464	146,300
TOTAL INCOMING RESOURCES		362,799	534,839	897,638	690,586
RESOURCES EXPENDED					
Costs of charitable activities:					
- Conference costs	6	94,548	-	94,548	83,198
- Project costs	6	48,524	534,839	583,363	348,132
- Membership costs	6	87,341	-	87,341	71,348
- Training workshop costs	6	30,998	-	30,998	34,130
- Products and services	6	87,664	-	87,664	103,190
		349,075	534,839	883,914	639,998
Governance costs	5	14,877	-	14,877	11,523
TOTAL RESOURCES EXPENDED		363,952	534,839	898,791	651,521
NET MOVEMENT IN FUNDS		(1,153)	-	(1,153)	39,065
Reconciliation of funds					
Total funds brought forward		195,867	5,777	201,644	162,579
TOTAL FUNDS CARRIED FORWARD AT 31ST DECEMBER 2010	15	194,714	5,777	200,491	201,644

**THE ENVIRONMENTAL ASSOCIATION FOR
UNIVERSITIES AND COLLEGES
(A COMPANY LIMITED BY GUARANTEE)**

REGISTERED COMPANY NUMBER: 5183502

BALANCE SHEET AT 31ST DECEMBER 2010

		2010		2009	
Note	£	£	£	£	£
Fixed assets					
Tangible assets	10		-		550
Current assets					
Debtors	11	129,215		142,528	
Cash at bank and in hand		527,243		521,481	
		656,458		664,009	
Creditors : amounts falling due within one year	12	(455,967)		(462,915)	
Net current assets			200,491		201,094
Total assets less current liabilities			200,491		201,644
Creditors : amounts falling due after more than one year			-		-
Net assets			200,491		201,644
Funds					
Restricted	15		5,777		5,777
Unrestricted	15		194,714		195,867
			200,491		201,644
			200,491		201,644

These financial statements were prepared in accordance with the provisions of the Companies Act 2006 applicable to companies subject to the small companies regime and were approved by the board of trustees on 12th April 2011 and signed on its behalf by: -

N R Scott }
 } **TRUSTEES**
P S Cross }

**THE ENVIRONMENTAL ASSOCIATION FOR
UNIVERSITIES AND COLLEGES
(A COMPANY LIMITED BY GUARANTEE)**

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31ST DECEMBER 2010

1. Basis of preparation

The financial statements have been prepared under the historic cost convention and in accordance with the Financial Reporting Standard for Smaller Entities (effective April 2008), the statement of Recommended Practice; Accounting and reporting by Charities (SORP 2005) issued in March 2005 and the Charities Act 1993.

2. Principal accounting policies

The following accounting policies have been applied consistently in dealing with items which are considered material in relation to the charity's accounts.

a) Company status

The charity is a company limited by guarantee. The members of the company are those Universities and Colleges subscribing to the EAUC and totalled 298 at 31st December 2010. In the event of the charity being wound up, the liability in respect of the guarantee is limited to £1 per member of the charity.

b) Fund accounting

Funds held by the charity are either:-

- *Unrestricted general funds* – these are funds which can be used in accordance with the charitable objects at the discretion of the trustees.
- *Restricted funds* – these are funds that can only be used for particular restricted purposes within the objects of the charity. Restrictions arise when specified by the donor or when funds are raised for particular restricted purposes.

Further explanation of the nature and purpose of each fund is included in the notes to the financial statements.

c) Incoming resources

All incoming resources are recognised once the charity has entitlement to the resources, it is certain that the resources will be received and the monetary value of the incoming resources can be measured with sufficient reliability.

Membership income is apportioned by the period of membership across accounting periods. Income from the annual conference and Green Gown Awards is also accounted for in this way and deferred until the conference and awards take place and fulfil the expected service.

**THE ENVIRONMENTAL ASSOCIATION FOR
UNIVERSITIES AND COLLEGES
(A COMPANY LIMITED BY GUARANTEE)**

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31ST DECEMBER 2010
(continued)

2. Principal accounting policies (continued)

c) Incoming resources (continued)

Revenue grants are credited to the profit and loss account in the same period as the revenue expenditure to which they relate is charged. However, where the receipt is designated or restricted for a special project that has conditions applied, the income is deferred until the project expenditure is incurred and the conditions have been met.

d) Allocation of overhead and support costs

Overhead and support costs have been allocated first between direct charitable and governance. Overhead and support costs relating to Charitable Activities have been apportioned based on the amount of staff time spent. Where items involve more than one category they are apportioned between the categories according to the nature of the cost.

e) Resources expended and irrecoverable VAT

Liabilities are recognised as resources expended as soon as there is a legal or constructive obligation committing the charity to the expenditure. All expenditure is accounted for on an accruals basis and has been classified under headings that aggregate all costs related to the category.

Irrecoverable VAT is charged against the category of resources expended for which it is incurred.

f) Governance costs

Governance costs comprise all costs involving the public accountability of the charity and its compliance with regulation and good practice. These costs include costs related to statutory audit and legal fees together with an apportionment of overheads and support costs.

g) Fixed assets

Fixed assets are stated in the balance sheet at cost less accumulated depreciation. Cost is defined as purchase cost less any residual value.

Net book values are regularly reviewed by the trustees and any appropriate adjustments are made to carrying values.

h) Amortisation and depreciation

Depreciation will be provided on fixtures, fittings and computer equipment to write off the cost of each asset over its expected useful life on the straight line method at the rates of 20% and 50% respectively per annum.

**THE ENVIRONMENTAL ASSOCIATION FOR
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NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31ST DECEMBER 2010
(continued)

3. Investment income

	2010	2009
	£	£
- Bank interest receivable	974	1,832
	974	1,832

4. Revenue grants

Revenue grants can be analysed as follows:-

	2010	2009
	£	£
<u>Grants received:</u>		
<u>Restricted funds</u>		
- CaSPr Phase 2 (SFC)	190,166	139,981
- Promoting Poverty Aware Procurement on Campus (DFID)	49,444	35,068
- Sustainable ICT (SFC)	9,840	24,225
- Universities That Count (HEFCE, HEFCW, SFC, DELNI)	60,156	108,104
- Sustainable ICT (JISC)	68,542	1,211
- Green Impact (DEFRA via NUS)	65,911	-
- Behaviour Change Management Programme (SFC)	42,706	-
- Exchange (HEFCE)	17,386	-
	504,151	308,589
	504,151	308,589

**THE ENVIRONMENTAL ASSOCIATION FOR
UNIVERSITIES AND COLLEGES
(A COMPANY LIMITED BY GUARANTEE)**

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31ST DECEMBER 2010
(continued)

5. Allocation of support costs and overheads

The breakdown of support costs and how these were allocated between Governance and Charitable Activities is shown in the table below.

	<u>Charitable Activities</u>	<u>Governance</u>	<u>Total Allocated</u>	<u>Basis Apportionment</u>
	<u>£</u>	<u>£</u>	<u>£</u>	
Staff costs	102,231	-	102,231	Staff time
Travel & subsistence	18,485	3,528	22,013	Staff time and actual
Marketing & printing	9,895	-	9,895	Staff time and actual
Website & computer costs	1,999	-	1,999	Staff time and actual
Insurance	-	4,259	4,259	Staff time and actual
Bank charges	2,667	-	2,667	Staff time
Depreciation	550	-	550	Staff time
Consultancy	22,825	-	22,825	Staff time
Hospitality	999	-	999	Staff time
Sundry & office expenses	16,442	-	16,442	Staff time
Professional Fees	-	4,450	4,450	Actual
Leadership Programme	12,122	-	12,122	Actual
Training & development	5,876	2,640	8,516	Actual
Total	194,091	14,877	208,968	

6. Analysis of charitable expenditure

	<u>Charitable Activity</u>	<u>Support Costs</u>	<u>Total 2010</u>	<u>Total 2009</u>
	<u>£</u>	<u>£</u>	<u>£</u>	<u>£</u>
Conference costs	65,435	29,113	94,548	83,198
Project costs	534,839	48,524	583,363	348,132
Membership costs	-	87,341	87,341	71,348
Training workshops	11,589	19,409	30,998	34,130
Products and services	77,960	9,704	87,664	103,190
	689,823	194,091	883,914	639,998

Included in the project cost of charitable activities is £49,444 (2009: £35,068) of restricted grant expenditure in relation to the Promoting Poverty Awareness Procurement on Campus (DFID) project.

**THE ENVIRONMENTAL ASSOCIATION FOR
UNIVERSITIES AND COLLEGES
(A COMPANY LIMITED BY GUARANTEE)**

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31ST DECEMBER 2010
(continued)

7. Net incoming resources/(resources expended)

Net incoming resources/(resources expended) are stated after charging/(crediting):-

	<u>2010</u>	<u>2009</u>
	<u>£</u>	<u>£</u>
Auditors' remuneration	3,260	3,100
Depreciation of tangible owned fixed assets	550	552
	<u> </u>	<u> </u>

8. Staff costs

The aggregate employment costs amounted to:-

	<u>2010</u>	<u>2009</u>
	<u>£</u>	<u>£</u>
Wages and salaries	282,602	205,747
Social Security costs	21,957	16,025
Pension costs	50,383	30,560
	<u> </u>	<u> </u>
	<u>354,942</u>	<u>252,332</u>

The charity has no employees. The above relates to recharges of staff costs from the University of Gloucestershire (a member of the charity) for an average of 13 employees (2009: 10).

The trustees received no remuneration during the year. A total of £4,756 (2009: £3,343) was reimbursed for directly incurred travel expenses to 7 trustees (2009: 8).

There are no employees with remuneration over £60,000 (2009: Nil).

9. Taxation

The company is a registered charity and hence no provision for taxation is included in the financial statements as it benefits from the exemptions offered by Section 505 of Income and Corporation Taxes Act 1988.

**THE ENVIRONMENTAL ASSOCIATION FOR
UNIVERSITIES AND COLLEGES
(A COMPANY LIMITED BY GUARANTEE)**

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31ST DECEMBER 2010

(continued)

10. Tangible fixed assets

	<u>Fixtures & Fittings</u>	<u>Computer Equipment</u>	<u>Total</u>
	<u>£</u>	<u>£</u>	<u>£</u>
Cost			
At 1st January 2010 and 31st December 2010	2,758	5,273	
Depreciation			
At 1st January 2010	2,208	2,515	4,723
Charge for the year	550	-	550
At 31st December 2010	2,758	2,515	5,273
Net Book Value			
At 31st December 2010	-	-	-
Net Book Value			
At 31st December 2009	550	-	550

All assets are used in direct furtherance of the charity's objects.

11. Debtors

	<u>2010</u>	<u>2009</u>
	<u>£</u>	<u>£</u>
Trade debtors	86,528	120,100
Other debtors	31,327	5,077
Prepayments and accrued income	11,360	17,351
	129,215	142,528

Included within prepayments and accrued income is £3,750 (2009: £17,351) that relates to accrued income in relation to the Promoting Poverty Awareness Procurement on Campus (DFID) project.

**THE ENVIRONMENTAL ASSOCIATION FOR
UNIVERSITIES AND COLLEGES
(A COMPANY LIMITED BY GUARANTEE)**

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31ST DECEMBER 2010
(continued)

12. Creditors

	2010	2009
	£	£
Amounts falling due within one year: -		
Trade creditors	74,921	121,745
Accruals	21,946	25,041
Deferred income	359,100	316,129
	455,967	462,915

Deferred income is comprised of the following items:

	2010	2009
	£	£
<u>Unrestricted funds: -</u>		
- Membership received in advance	57,646	52,536
- Conference sponsorship received in advance	40,300	9,190
- Events sponsorship fee received in advance	-	46,450
- Products and Services invoiced in advance	-	27,300
	97,946	135,476
<u>Restricted funds:-</u>		
- Grant income for projects	261,154	180,653
	359,100	316,129

The restricted funds deferred represent grant monies received in advance of specific projects, where conditions are applied and have been deferred in order to properly comply with the conditions of the grant.

13. Capital commitments

There were no capital commitments at the balance sheet date (2009: £Nil).

14. Contingent liabilities

In respect of ongoing revisions to prior period's VAT, as a result of partial exemption omission, at the balance sheet date there was an unquantifiable amount due. There were no other contingent liabilities at the balance sheet date (2009: £Nil).

**THE ENVIRONMENTAL ASSOCIATION FOR
UNIVERSITIES AND COLLEGES
(A COMPANY LIMITED BY GUARANTEE)**

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31ST DECEMBER 2010
(continued)

15. Analysis of assets and liabilities between funds

	<u>Fixed Assets</u> £	<u>Current Assets</u> £	<u>Creditors Due Within One Year</u> £	<u>Creditors Due After One Year</u> £	<u>Funds</u> £
Restricted Funds	-	266,931	(261,154)	-	5,777
Unrestricted Funds: - General	-	389,527	(194,813)	-	194,714
	<u>-</u>	<u>656,458</u>	<u>(455,967)</u>	<u>-</u>	<u>200,491</u>

16. Related party balances

The trustees are the ultimate controlling party.

During the year, transactions occurred with the University of Gloucestershire and Queen Margaret University for specific services. These transactions occurred in the normal course of business, and at arms length.

At the year ended 31st December 2010 the charity had a balance held within trade creditors of £31,241 (2009: £98,819) and a balance held within accruals of £16,474 (2009: £Nil) in relation to the amounts due to the University of Gloucestershire for administrative expenses and salary recharges.

During the year the total amount recharged from the University of Gloucestershire to the charity amounted to £390,187 (2009: £355,541).

During the year, Queen Margaret University charged rent of £3,328 (2009: £5,406) to the charity.

**THE ENVIRONMENTAL ASSOCIATION FOR
UNIVERSITIES AND COLLEGES
(A COMPANY LIMITED BY GUARANTEE)**

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31ST DECEMBER 2010
(continued)

17. Analysis of charitable funds

a) Analysis of unrestricted fund movements

	Balance at 1st January <u>2010</u> <u>£</u>	Incoming <u>resources</u> <u>£</u>	Resources <u>expended</u> <u>£</u>	<u>Transfers</u> <u>£</u>	Fund at 31st December <u>2010</u> <u>£</u>
General fund	195,867	362,799	(363,952)	-	194,714

b) Analysis of restricted fund movements

	Balance at 1st January <u>2010</u> <u>£</u>	Incoming <u>Resources</u> <u>£</u>	Resources <u>expended</u> <u>£</u>	<u>Transfers</u> <u>£</u>	Fund at 31st December <u>2010</u> <u>£</u>
Grants for projects	5,777	504,151	(534,839)	30,688	5,777
Training workshops	-	8,938	-	(8,938)	-
Products and services	-	21,750	-	(21,750)	-
	<u>5,777</u>	<u>534,839</u>	<u>(534,839)</u>	<u>-</u>	<u>5,777</u>

Purpose of Restricted Funds:-

Grants for Projects – This represents externally funded projects – CaSPr; Promoting Poverty Aware Procurement on Campus; Universities that Count; Sustainable ICT; Exchange; Green Impact and Behaviour Change Management Programme – in furtherance of our charitable objective to promote and advance the education of the public and in particular those attending or working in Universities and Colleges, in all aspects of sustainable development, and the preservation, conservation and protection of the environment.

Training Workshops – This represents EAUC training events in Scotland, as part of the CaSPr project, to advance the education of the public and in particular those attending or working in Universities and Colleges, in all aspects of sustainable development, and the preservation, conservation and protection of the environment.

Products and Services – This represents services provided under the Universities that Count and CaSPr projects to advance the education of the public and in particular those attending or working in Universities and Colleges, in all aspects of sustainable development, and the preservation, conservation and protection of the environment.

Special Resolution - Paper AGM11-01

As outlined in the 2010 AGM, the Board are asking for Educational Member approval, through a Special Resolution for changes to our Articles. The document attached shows the original Articles with all changes shown for the proposed revised Articles.

To help Members we have compiled a list of FAQ's, below, to assist in explaining the changes.

FAQ's

What are the Articles?

The Articles are a governing document which is required by law. They include our Charitable Objects and detail how meetings such as the AGM and Board Meetings are conducted. They are registered with the Charity Commission and Companies House.

Why are we changing them?

The original Articles were written in 2004 and following the Company Act 2006 they need to be updated to ensure they are up to date with current law. This also gave us the opportunity to update the Articles to reflect the organisation as it stands today.

How do we change our Articles?

We have employed a solicitor - Anthony Collins Solicitors LLP – to advise us on the changes to ensure we comply with the law. We have received Charity Commission consent for the specific changes in Article 6.4. We have to receive approval from Members to adopt the revised Articles.

Wasn't this agreed at the last AGM?

At the 2010 AGM and throughout the Governance Review Members have had the opportunity to input into these changes. These are the key areas that Members agreed to at the 2010 AGM:

- Widening Membership to include Adult Education and Work Based Learning providers
- Elect non-university/college Member trustees onto the Board and noted that we have already received expressions of interest
- Clarify definitions of regions and countries
- Removal of Affiliate Members and other changes to ensure the constitution is up to date
- Introduce role descriptions for the Board

These are highlighted and colour coded in BLUE for ease of reference.

What else has changed?

There is one new amendment – Article 6.4. This is to include the position of the CEO as a Trustee and Director of the Company. It is the view of the EAUC Board that this is important as:

- It reflects the reality of EAUC governance, in which the CEO has significant strategic responsibilities. This approach will help to engage trustees more closely in the direction of the organisation and further build relationships between non-executives and the CEO.
- It will give the CEO direct accountability to voting members of the organisation for Board decisions, the same accountability as non-executives. This will maximise the CEO accountability across the membership of the organisation, rather than be limited to the Board. As a membership organisation this is seen as vital.
- The structure embodies the tension between conformance and performance. It will combine the CEO's detailed knowledge of the business with the more detached scrutiny of non-executives.
- This move emulates our university and college Members own structures, who are also charities, and have deeper accountability through the CEO being a full voting member of the Board.
- The CEO as a full voting member of the Board brings stability and consistency to the Board. This is especially relevant in financial and/or political turbulent times for the Further and Higher Education

sector where there is significant risk of losing Board members through sector redundancies, bankruptcy and mergers.

There are significant mechanisms in place to avoid any conflict of interest.

These are highlighted and colour coded in GREEN for ease of reference.

What are all the other changes?

The other changes in the document are updates to reflect changes in the Company Act 2006 and to ensure we are compliant with the law. Some wordings have also been updated to ensure the document is consistent and clear throughout. These changes are covered by law and are mandatory and therefore cannot be challenged by Members.

What happens now?

We have invited Members to raise any questions or queries they have on the revised Articles PRIOR to the AGM. This will enable us to ensure a full and transparent response is given. All questions and responses will be posted on our website. Please contact [Fiona Goodwin](#) (Company Secretary) by Monday 28th March. Due to this approach we aim to have answered any queries from Members and hope for a successful vote at the AGM.

What happens at the AGM?

At the AGM there will be a Special Resolution for Members to vote on (only Educational Members are eligible to vote). For the revised Articles to be adopted a 75% majority of those present, and eligible to vote, must agree. The voting procedures are by a show of hands of every Educational Member present in person through its authorised representative. The voting section in the Articles is at 8.6 – 8.13.

What if I cannot attend the AGM?

If you cannot attend the AGM, you can still vote by proxy (post). You can either vote for your decision or you can nominate a person to represent your organisation if someone else from your organisation can attend. On the proxy form you can specify your vote or you can allow the proxy to vote as they think fit or abstain. Proxy forms will be sent out to all Educational Members with the AGM papers. Only one person from an Educational Member organisation can vote. Company Members and Strategic Partners cannot vote.

What happens if Members vote against the changes?

If Members vote against the changes, the Board will take on Member's comments and revise the Articles to reflect these. The Board will then call to hold an Emergency General Meeting (EGM) to present the revised Articles to Members and will present a Special Resolution vote for the revised Articles. Certain sections of the Articles have to be accepted in order to be compliant with the Company Act. The Chair will split out each of the main areas (the BLUE and GREEN sections) and hold a separate vote for each area. This will assist the Board to adopt the Articles as soon as possible to ensure we are legally compliant whilst any further changes are made.

When did we agree that 3 trustees may not be working in a University or College? Did we vote on that at the last AGM?

The up to 3 trustees outside of a university or college was included as a recommendation in the Governance Review consultation which went out to Members back in 2009 (you can see this at http://www.eauc.org.uk/eauc_governance_review). This was also discussed at the 2010 AGM ([refer to point 6 in the minutes](#)). There were no objections from Members on this throughout the consultative process or at the 2010 AGM so the Board, with the support from Members, has progressed with this and included this item in the changes to the constitution. Members will then be asked to vote on this at the forthcoming AGM as part of accepting the revised constitution. The Board recognises that, alongside its FHE sector experts, it will benefit from a measure of expertise and insight from beyond this core group. Education is one part of the complex system of sustainable development and having insight from other

parts of the system such as corporate and international affairs, the political arena, sector representative groups, NGO's and other stakeholders will contribute to the success of the EAUC.

Is point 9.3 saying that Members can nominate people they feel should sit on the board as well as the trustees?

Yes point 9.3 says that Members can propose an individual (as long as they consent) from a Member organisation (not from their own organisation). If this is approved by the Board the nomination will then be put to Members for vote and appointment. This is not a change, except that they are not allowed to nominate someone from their own organisation which is best practice. Members have always been able to do this and previous calls for Trustees have gone out to Members for nominations. Such appointments have always been recommended for appointment by the Board for Members to vote on.

Those recommended for the Board...will Members be given an opportunity to review their applications to the Board and then vote?

Those recommended as trustees by the Board will (and always have been) then be passed to Members to vote. This section has not changed. Applications for Trustees can come either from the Board direct or from Member nominations (as above). The Board then assess all applications and put forward recommended applications to Members who then vote at the AGM to appoint. The recommended applications are included in AGM papers. Members have the right to vote against the Board recommendations. For example the Board may recommend a nomination with a specific skill set that the Board is at that time lacking such as someone with finance skills. However, if Members vote against the recommended nomination then the Board cannot appoint that person. The Board will then have to put out another call for Trustees or put forward new recommendations, again for the Members to vote. No-one can be appointed to the Board without the Members voting (except for co-opts in between AGM's and then at the next AGM they still need to be voted in by Members to continue to be on the Board). The only exception to this rule - if the changes to the constitution are accepted by Members - would be the position of the CEO on the Board, as Members do not vote for this (Article 9.2).

Can Members be given the option to review all Trustee nominations as a check for whether the Boards' perception of gaps is the same as the Members? Does the Board intend in future to put forward ALL suitable applications (even if this is more than the actual spaces that need filling?) before the AGM for Members to consider and then vote on?

There are no proposed changes to the constitution regarding this matter and this is how the Board have always treated trustee nominations as per the original constitution which was approved by Members back in 2004. The Board has been advised this continues to be seen as best practice within the charity sector and is legally sound. However, with the development of the Member Advisory Council (which will be formally launched at the AGM) that this makes a good point for the Council to raise in their first meeting. This can then feed into the newly formed People & Performance Sub-Committee of the Board which has within its remits to review the trustee application and nomination process. The Board are committed to be as transparent as possible with Members and welcome the Member Advisory Council as a crucial forum for Members to discuss such matters. However, one issue to consider is confidentiality that would need to be explored further. Currently all applications are received confidentially and treated as such until they are at the recommendation stage by the Board at which point they are then shared with Members (with the nominees consent). Some nominees may not wish their application throughout this process to be shared publicly, especially if they are not recommended by the Board. So this matter would have to be dealt with sensitivity and it maybe that the Board can only share those nominations that they have approval to share. Again we would recommend this could be an item for the Member Advisory Council to discuss at an early meeting and feed into the Board. Any changes in the process of how the Board communicates the nominee process with Members would not need to be included in the constitution. The Board takes Members views seriously and with the introduction of the Member Advisory Council this strengthens this.

I have another question...

Please contact [Fiona Goodwin](#), Company Secretary or telephone 01242 714321 by 28th March 2011.

Proposal: That the AGM ratifies the proposed changes to the Articles:

Vote 1: Change of Definition (page 4)

Vote 2: Inclusion of CEO as Trustee (Articles 6.4 & 9.2)

Vote 3: Inclusion of up to 3 out of sector Trustees (Article 9.4)

Vote 4: Inclusion of Functions of the Board & Chair & Regional groups (Articles 10, 13 & 14.3)

Vote 5: All other changes as required by Company Law and best practice

NB: As this is a Special Resolution a majority of not less than 75% of those present at the AGM and to include any proxy votes is required.

The Environmental Association for Universities and Colleges
Instruction to vote by proxy at the Annual General Meeting to be held on
Tuesday April 12th 2011

We [institution name] _____
of [address] _____ being an educational member
of the Company hereby appoint the chairperson of the meeting */[proxy] _____ of
[address] _____ as our proxy to vote in our name
and on our behalf at the annual general meeting of the Company to be held on Tuesday April 12th 2011
and at any adjournment thereof.

This form is to be used in respect of the resolutions mentioned below as follows:

Special Resolution:

Changes to Articles (see Paper AGM11-01)

for/against*

Unless otherwise instructed, the proxy may vote as he thinks fit or abstain from voting.

Signed by _____ on [date] _____

* Notes

- 1 If it is desired to appoint someone other than the chairperson as the proxy, delete the reference to the chairperson and insert the name and address of the proxy.
- 2 If it is desired to appoint the proxy to vote for or against particular resolutions, please strike out the words "for" or "against" as appropriate.

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

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 20 or one-fifth of Educational Members entitled to attend – whichever is the lesser. So we need at least 20 Member representatives attending 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.

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 decided on a show of hands.

The Chair will then decide if the vote is carried unanimously or by a particular majority.

The Chair may decide to hold a vote for against the resolution to support as conclusive evidence

The Chair declares the result and does not need to count or prove the number or proportion of votes.

The Chair is entitled to a second or casting vote.

If a Special Resolution is voted on there needs to be majority of at least 75%.

Can I vote by post?

Yes, you can vote by post using the Proxy Form. You can either declare your decision or nominate someone to vote on your behalf who will be present at the AGM.

How do you know who is there?

We undertake a visual check before the meeting starts to ensure we have a quorum. We ask all attendees to sign an attendance sheet for the records.

If you require any further information please contact the Company Secretary (fgoodwin@eauc.org.uk) or ask the Chair to clarify at the meeting