

Board Minutes

Date: 19 January 2018

Time: 13:00

Location: Upper Kingsgate, Dunelm House

Present:

Anthony Baker	Co-opted Trustee (Chair)	AB
Beth Watling	Co-opted Trustee	BW
Louise Shillinglaw	Co-opted Trustee	LS
Megan Croll	President	MC
Sabrina Seel	PG Academic Officer	SS
Charles Walker	Opportunities Officer	CW
Rosa Tallack	Welfare & Liberation Officer	RT
David Evans	Student Trustee	DE
James Creer	Student Trustee	JC
Joshua Barker	Student Trustee	JB

In Attendance:

Gary Hughes	Chief Executive	GH
Claire Marshall	Executive Assistant (minutes)	CM
Kirsty Morrison	Director of Services	KM
Georgi Lambert	Marketing Manager	GL
Martin Horrocks	Finance Manager	MH
Chris Liddle	Finance Apprentice (item B)	CL

A. Apologies:

Oliver Colling	Co-opted Trustee	OC
Martin Parker	Co-opted Trustee	MP
Ted Lavis Coward	Student Trustee	TLC
Laura Tidd	UG Academic Officer	LT

B. Meet a member of staff

Chris Liddle attended the meeting to give an overview of his role as Finance Apprentice. Chris has been with the organisation for nearly 3 years and has completed AAT levels 2 and 3 since joining, and is currently working towards level 4 as part of his apprentice programme. He informed the Board that he goes to college 1 day per week to achieve his qualifications. Chris outlined his role and informed the Board that he is involved with Student Groups and the Commercial part of the organisation. He advised the Board that he found his job interesting as he enjoys speaking with our numerous student groups, and stated that his role is a lot more varied compared to others within his college group who work for other organisations. He stated that he does sometimes find the work challenging as processes frequently change to meet the needs of students, but understood that this change was necessary to make things easier for the Student Groups.

AB thanked CL for his time and CL left the meeting.

C. Notification of AOB / Conflict of Interest

GH presented a further document to members asking to discuss: Returning Officer appointment; Student Group governance and Board sponsorship of strategic development to the agenda.

No conflicts of interest were declared.

D. Minutes from the last meeting and matters arising

The minutes of the last meeting were approved.

E. Report from Chief Executive

GH updated the Board on the strategic development and advised that the Strategy Development Committee (SDC) had agreed on the creation of 6 core business units as below:

- Advice and advocacy services
- Trading services
- Representation services
- Democratic services
- Student group support services
- Corporate reporting

GH advised that at the next SDC meeting in February performance indicators will be agreed for each business unit.

GH advised the Board that the SU has been working with a research and brand development company, Everything Different, looking at a new brand for the SU, and informed the Board that Georgi Lambert would be giving a presentation later in the meeting to present and discuss their ideas.

GH informed the Board that the recent people consultation process has now ended, and updated the Board with the recent new starters who have joined the organisation. GH advised that Shelley McCormack (Director of Engagement), Christine Stretesky (Director of Governance and Compliance) and Emma Burney (Finance Assistant) had all recently left the organisation. GH informed members that recruitment activity was commencing for the Director of Campaigns position, in the interim Georgi Lambert has agreed to act up in the role, and a temporary replacement for Marketing Manager is also being sought. GH advised that recruitment for a Finance Assistant position, and Virtual HR Director, is also underway.

GH informed the Board members that Sabrina Seel has been awarded her PhD and offered congratulations to her.

GH advised the Board members that a reforecast budget was being presented to the Board.

GH also advised the members that he is meeting with the University's Chief Financial Officer (CFO) in February and suggested that the main items for discussion be the following but asked for Board members thoughts:

- To reach an agreement on the upkeep of Dunelm House, following the establishment of the Dunelm House Management Committee and the University's commitment to move Durham

SU to new premises within 10 years, which improves management of the premises at no increase to recurring cost.

- Specific new projects agreed in partnership being funded through restricted grants, rather than from unrestricted grants, and these being at full cost and increased at annual inflationary rates.

AB asked if it is anticipated that the SU will be in this building for the next 10 years. GH advised that is what is stated in the University's strategy.

CW asked what the process is for coming up with projects with restricted funding. GH advised that a review would be carried out of what funding is required as there are other funding options available than just the University.

DE asked if anything had changed since the 1% grant agreement. GH advised that inflation has risen to 3% and that he intends asking the CFO how the University are handling this. AB advised that there would be no harm sounding out the CFO and that Commercial could possibly make up some of the deficit if needed.

GH informed the members that the previous Governance and Grants Committee meeting considered a suggestion that Board / Committee minutes be made available online. GH suggested that going forward papers appear online and are open to view from members, staff, stakeholders, etc. The Chair (of Board and Committees) and the Chief Executive will consider the propriety of closed papers, and the issue of separate circulation, as this arises. For clarity GH confirmed that Durham SU is not subject to the Freedom of Information Act, and any sharing is a voluntarily action.

Finally GH updated the Board on the visit by the Chief Executive and Opportunities Officer to Scandinavia. Part of this trip involved a visit to Uppsala University as Durham University is looking to have a footprint in Europe. GH advised the Board that further communications about the trip (blogs for example) will soon be on the Durham SU website. GH also informed the Board that the University has recently recruited a PVC Global, and advised that he and the Officer team have an introductory meeting with her in February.

F. Management Accounts

MH presented the 2016/17 year end accounts to the Chair of the Board for approval.

MH presented the November 17 management accounts summary, advising the Board that the paper had been presented in a new format and was now broken down into each of the six strategy streams. MH informed the members that as requested by them the report also included a breakdown of restricted and unrestricted funds. MH advised that some funds have now been divested into interest bearing accounts to protect funds.

CW commented that it was useful having Society and DUCK funds split out, however he noted that there was still some work to be done to show where the funds are going. MH suggested that conversations be had with them to talk about what would be most useful for them, but acknowledged that there was more work to be done on DUCK. KM advised that recommendations are being taken from the SU's external solicitors (Womble Bond Dickinson).

AB approved the year end accounts.

G. Reforecast Budget

GH presented the reforecast budget to the Board, advising them that the new budget takes into account known spending until the end of December then starts in January, subject to approval from the Board. AB asked if there was anything within the report that needed to be highlighted. MH confirmed that everything aligned to the strategy.

GH asked the Board to consider a retrospective pay award for staff who would have been eligible for an increase at 1 August 2017. GH advised that the retrospective award would cost £12k and if not approved that money would return to the reserves. GH advised that the pay award would not be applicable to all staff members; it would not include new starters or any staff member at the top of their grade.

CW asked if the Officer team were included in this as there would be a conflict of interest in them being part of the decision making. GH advised they were not.

AB asked all members of the staff team to leave the meeting so the Board members could discuss.

Staff members were invited back into the meeting and it was confirmed that the pay award had been approved. The members of the Board noted that it was beneficial to award staff after a difficult six months.

H. Annual Report

GH presented the Annual Report to the Board and invited questions.

AB confirmed that all members were happy with the report.

I. Consolidated Risk Register

GH presented the risk register and informed the Board as to which Committees had reviewed which risks.

BW commented that it is a very thorough document and recommended that it remains a “live” document. BW also suggested that some items can already probably be ticked off. BW invited questions from the Board members.

AB suggested that more work is required on risk R11. BW asked if staff members were DBS checked. GH advised this was not required. AB asked if the harassment policy had been reviewed in light of recent sexual harassment cases and asked if this could be sent back to HR Committee to review.

Further Action

- Bullying and harassment policy to be re-reviewed by HR Committee

J. Charity Governance Code Reflection

GH advised the Board that Governance and Appointments Committee had recently reviewed Durham SU's good governance in line with a new Charity Governance Code released by The Charity Commission, and presented a document demonstrating Durham SU's reflections. GH advised that CW is part of a national group working on this topic.

AB commented that the document contained a lot of red and asked what was being done to reduce these. GH advised that a Clerk to the Board will be appointed and they will be considered as an improvement partner, and that this area of work will sit with Governance & Grants Committee. GH also advised that the University has an obligation to review our good governance and this will be reviewed next year.

AB advised that he had recently been carrying out work on diversity and recommended that as a Board, members should create a task force to support staff with this, and asked for volunteers. RT and JB volunteered to be a part of this task force.

AB recommended that another task force be created to look at which items could quickly and easily be turned green. LS, CW and DE volunteered.

Further Action

- CM to schedule meeting for this task force before next Board meeting

LS suggested that Board members have an away day so they have more time together to discuss large items such as this. GH advised that he would look at the budget for this.

K. Durham SU Brand Development

GL presented to the Board the research carried out by Everything Different, along with the findings and suggestions for the new branding.

All members of the Board were happy with the new branding.

AOB

GH advised the members that Alison Chappell has left her current position and requested that the Board review the Chief Executives suggestion that Peter Robinson be appointed as the Returning Officer. GH presented Peter’s experience and no objections were received from Board members.

GH updated Board members on the recent work carried out on the Student Group Good Governance project and advised Board members that new terms and conditions are being drafted and all Student Groups will be moved onto these new T&C’s. GH also advised the Board that to ensure good governance of DUCK it may be necessary to change the Board structure and create a position for the DUCK chair on the Board, however this has not been confirmed and would go through the committee process should a formal proposal be made.

Finally GH presented the below to support Trustees involvement and engagement with the SU’s strategic development and delivery, and asked Board members for their thoughts:

Theme	SLT lead	Officer lead	Student Trustee	Lay Trustee
Education	Director of Campaigns	UG Ac Officer, PG AcOfficer		Louise Shillinglaw
Everyday Life	Director of Campaigns	Welfare Officer		Anthony Baker
Communities	Director of Services	Opportunities Officer	Ted Lavis Coward	Beth Watling
Resources	Director of Services	President	David Evans	Martin Parker

Owned by students	Chief Executive	President	Josh Barker	
Trusted	Chief Executive	President	James Creer	Oliver Colling

All Board members were happy with the suggestions.

Further Action:

- It was agreed that the staff lead for each strategy area would arrange a catch up with their appointed Trustees to update them on the progress of work on each relevant strategy stream.