

MINUTES OF THE MEETING OF 28 SEPTEMBER 2018

AUTHOR	Gareth Hughes, Chief Executive gareth.j.hughes@durham.ac.uk
MEETING	Board of Trustees
DATE	14 November 2018
PUBLICATION	Open
STRATEGIC THEME	None
PROGRAMME	None
CORPORATE PROCESS	Minutes of meetings are formal records of Committee discussions, and decisions made under delegated authority from the Board.
SUMMARY	The minutes of the last meeting are presented for scrutiny and approval.
BUDGET IMPLICATIONS	None
RISK	None
CONCLUSION	The Board is asked to APPROVE the minutes as an accurate record of the last meeting, and COMMENT on any matters arising.

PART A

Members present

Anthony Baker, Oliver Colling, George Walker, Charlie Walker, Meg Haskins, Saul Cahill, David Evans, Ben Zeally, Kate McIntosh, Sam Johnson-Audini, Beth Watling (via Skype)

In attendance

Gareth Hughes, Kirsty Morrison, Laura Wilkinson (minutes), Claire Powne

Apologies

Martin Parker, Estia Ryan

Notification of any other business or conflicts of interest

None

Welcome from the Chair

The Chair welcomed everyone to the meeting and asked everyone to introduce themselves.

Annual declarations of ability to serve and declarations of interest

AB noted that Saul Cahill had a clear conflict of interest with the development of the Durham SU Community Engagement Strategy, which was a key part of the Annual Plan for 2018/2019. AB also noted that there were a few Labour Party members, which was something to be mindful of when having political influence discussions.

AB asked members to keep the Board updated should their conflicts of interest change.

Annual Assurance Statement

AB agreed that the Statement was a very detailed document, and that it was appropriate for the Board to delegate authority to scrutinise and sign the declaration to the Chair. GH

agreed to send the Statement out to Board members for their information, so that new members understood what the University sought in terms of assurance.

The Board agreed to delegate authority to sign the Annual Assurance Statement to the Chair.

Delegation of Authority Framework

AB informed members that the purpose of the document is to help them understand who is responsible for what in the process of delivering objectives and strategy. The Framework had changed very little from the previous year.

The Board approved the Delegation of Authority Framework

Board Business Plan

A business plan allows the Board to map out its priorities for the year and understand the delivery of objectives and strategy for the coming year. GH was not in a position to recommend a Senior Returning Officer to the Board at this meeting due to some confusion with NUS. The recommendation would go to the next meeting of Governance and Appointments Committee.

The Board approved the Board Business Plan.

Annual Report

GH suggested that the Board authorise the Chair and Vice-Chair to work with him on the report, so that when the Auditors present it in November, it is a clear picture of what the Board want. AB stated that it has been a huge year of change, which has set the organisation in a good place to do even more in the coming years.

CP asked if that besides the submission to regulators, whether there was an internal audience for the report? GH informed members that it did go to University Council but was not currently a student facing document. GL stated that there may be creating a document for students at the end of the academic year, but the current story of the year was more organisational development, which didn't lend itself so well to student communications.

The Board were content with the draft report, and authorised GH, AB and GW to further revise the document in advance of submission to trustees.

Board Ways of Working

The Board discussed their commitment under the Charity Governance Code to reflect on the way in which they would work together positively. AB asked members to consider their individual and collective ambitions for the year ahead, and the Board resolved:

- A commitment to share their meetings with the broader Durham SU team, including career staff, student staff, volunteer and members.
- To invite appropriate guests to present to Board, such as members of the University leadership or community stakeholders.
- Continually train and develop all members throughout the year.
- To invite members to start or continue conversations between meetings; the lay trustees were keen to be a resource to student and Officer members, who may be in their first year in their first trustee position and may welcome support.
- To reflect on their progress against these ambitions at points throughout the year.

Membership of Board Committees

The Board agreed to appoint members to Committees at Governance and Appointments Committee, for electronic circulation to the Board.

PART B

Members present

Anthony Baker, Oliver Colling, George Walker, Charlie Walker, Meg Haskins, Saul Cahill, David Evans, Ben Zeally, Kate McIntosh, Sam Johnson-Audini, Beth Watling (via Skype)

In attendance

Gareth Hughes, Kirsty Morrison, Laura Wilkinson (minutes), Claire Powne, Rebecca Henderson (for meeting opening), Martin Horrocks, Graham Atkinson (People Plan only)

Apologies

Martin Parker, Estia Ryan

Notification of any other business or conflicts of interest

None

Hello from a member of the team

Rebecca Henderson introduced herself to the team and talked about her role as Policy Manager. RH gives direction and support to the Policy team, and also supports the Officer team, briefing them for University Committees and groups and helping them to achieve what they want to in their areas of focus. RH informed members that she does a lot of Case Supervision with our Adviser; currently a lot of the issues are students unwillingly being withdrawn from courses. RH stated that accommodation fees would be a big focus for the year ahead and that we would be approaching it differently this year.

Minutes from the last meeting and matters arising

The minutes of the last meeting were approved with some minor amendments to attendee list: GW was present.

Chief Executive's Report

GH presented the Chief Executive's Report.

GW asked if University staff were paid the living wage, as Dunelm House would soon be cleaned and managed by the institution. KMo confirmed that they were.

GH informed members about a student who had been removed from a student group committee position, and for which a complaint investigation was underway. The complaint is receiving some media attention and GH asked members to refrain from comment.

Finance Report

MHo presented the Finance Report..

KMc asked where the reception income comes from. KMo advised that the majority is from printing and binding, as well as football tickets and NUS cards.

Risk Policy and Strategic Risks

The Strategic Risks Report gave the Board insight into the actions to date to manage the significant things that could influence delivery of Durham SU's objectives and strategy.

AB agreed that framing risk as 'opportunity' rather than solely as 'danger' was a welcome change. It is sometimes good to take risks, as long as the right mechanisms are in place to protect the organisation.

GH explained that the view of management was that six areas of risk appeared significant, and that the Board needed to develop a framework to address these concerns.

The full review of the Articles of Association is overdue. There is no appetite for dramatic change, so while important to maintain oversight, the Board need not consider this as a strategic risk at this time.

GH stated that the University has appointed a universal consultancy to review health and safety across the organisation. Durham SU has received some recommendations to work on and while this was a matter for oversight by Audit and Risk Committee, the Board need not have immediate concern.

Student groups remain the most significant risk for the organisation but there are lots of ongoing improvement projects reporting soon, which will help to reduce risk. SJA asked if Student Group Consultation had happened and GH advised that it had.

AB stated that poor oversight of charitable fundraising groups creates governance risks as well as reputational and asked that the Board be kept informed on what is being done to mitigate the risks. The Opportunities Manager was building relationships with charitable fundraising groups and would attend their Committee meetings.

The Board approved the Risk Policy and confirmed that the Risk Analysis was thorough and appropriate for further consideration by Audit and Risk Committee.

People Plan

GA introduced himself to Board members and gave an overview of his priorities.

The People Plan focuses on eight key areas to grow and improve over next three years. OC thanked GA for the plan and thought it was a very thorough piece of work, and something that was needed after a turbulent few years for the organisation.

AB stated that the plan had ambitious goals, and we needed to make sure targets aren't too high. GA explained that Durham SU was a small organisation, and the targets should be achievable.

DE asked if we would have another staff engagement survey next year and GH confirmed that we would.

The Board approved the People Plan.

Chief Executive's Objectives (closed minute)