

# MINUTES OF THE MEETING OF 6 MARCH 2019

## *Members present*

Anthony Baker, Clare Powne, Oliver Colling, Beth Watling, George Walker, Ben Zealley, Kate McIntosh, Saul Cahill, David Evans, Meg Haskins.

## *In attendance*

Gareth Hughes, Kirsty Morrison, Georgina Lambert, Martin Horrocks, Cathy Robertson (beginning of the meeting only).

## *Apologies*

Charlie Walker, Sam Johnson-Audini, Estia Ryan.

## *Notification of any other business or conflicts of interest*

None.

## *Minutes from the last meeting and matters arising*

The minutes of the last meeting were approved with a spelling amendment (De Montfort University).

AB reported that Martin Parker has with regret resigned from the Board due to workload pressures. This would be the final meeting with Beth Watling before she too resigned. The Board gave their thanks and best wishes to both trustees, and noted the significant contribution made by both to the success of Durham SU.

## *Meet a member of staff*

Cathy Robertson introduced herself to the Board. She had been with the organisation for 3 years, first as Receptionist, then in the Opportunities team, and now as Café Manager. She described her role as very challenging and busy. Her background in hospitality included running a small café bar in Gran Canaria. The SU bar café turnover is up 4 times over last two years. There have been challenges with the physical space in the building, with more challenges to come with the opening of Kingsgate café. Cathy noted that her biggest challenge has been that almost all student staff this year were new. It has been a learning curve and training needs to be improved next year. Cathy wants student staff roles to be a positive part of the university experience.

## *Chief Executive's Report*

GH updated trustees on the referendum held two weeks ago to seek consent to amend the Articles of Association. The Review Group had agreed that the Articles were largely fit for purpose but some small improvements were recommended. The referendum failed by 2% (39 people). GH recommended not calling another referendum at this time, holding the amendments, and consider putting it to vote again with next year's Officer elections.

GH clarified that the yes vote was 65%, no was 35%, with around 500 abstentions.

The consequence of the referendum failure was that formal membership of the Board could not be extended to the DUCK chair. We need to keep building the relationship with DUCK to help manage risk. AB requested that options are considered to more closely involve the DUCK Chair in the governance of Durham SU.

The election results were announced: KMc and SJA have been elected to Officer positions, while DE has been re-elected. Planning for Officer induction would start soon. The Returning

Officer's report would come to the next meeting but there were no anticipated issues and a clean report was expected.

Recent resignations meant that it was necessary to recruit two lay trustees. The Board suggested that a panel of AB, GW and KMc make the appointments. GH would manage the recruitment process.

The Board was now in a position to approve the model student group constitution and the Heads of Terms of a Student Group Agreement. GH would bring a delegation of authority framework to the Board meeting in May to support the implementation and deliver of the new regulations. AB praised staff for the thorough work.

OC asked what happens if student groups don't obey rules. KMo advised that groups which undertook activity without regard to appropriate regulation would not be considered 'authorised' and Durham SU would not, therefore, support the group with planning, insurance, financial and legal guidance. MHo advised that 3 groups had their own bank accounts.

AB asked if we could use this to encourage societies who have left to come back. The view was that a clear framework may be attractive to new and existing groups, but groups which were regulated by the University or by Durham SU were generally in the right place for them and there was no desire to 'poach' from either side. CW and KM were, in fact, regularising an understanding of this transitional process with the University.

CP asked if the language in the new Student Group Regulations was suitably hospitable to every type of group. KMo agreed it looks rigorous, but the Opportunities team will work to provide reassurance and development. CP stated that the Appendix is very positive and should be welcomed by groups.

Durham SU will be assessed against the Quality Students' Union model on 21 March. All documentation is with the assessment team and we are confident of at least a 'Good' rating.

Dunelm House developments proceed, and will be discussed with Finance Committee.

The staff engagement survey has now closed. All the career staff completed the survey, and 56% of the student staff.

The University has some new senior staff members being inducted in April, as a consequence of which there has been a lot of change and new relationships to build. NUS conference in April will be considering proposals for dramatic organisational reform. The Officer group will be asked to consider amendments. GW and GH are aware that NUS have been extended a bridging loan to get them through the summer. They will therefore need to agree change quickly or there is a risk that they will face further existential turmoil in November. The gut feeling was that they are unlikely to get a majority to agree reform at conference, so a company law meeting won't have anything to ratify.

BW asked what the material difference would be if NUS folded. GH stated that it would be likely to provoke an existential debate about student organisations in general, and may well delegitimise some of Durham SU's work. It is politically significant. BW asked if we can we unite and strategise with other unions in the absence of NUS. GH advised that we already do this locally, but not coherently across the country; national representation may just cease to exist. Durham SU was committed to the movement, through history, values, and strategy, but many other SUs take a more foundational and shortsighted 'us first' approach. At the moment the picture is not clear but we are doing what we can before the conference.

KMc stated that there will be other gaps, a lot of the general support would go. Trading support and digital support should remain as they are each viable in their right.

KMc asked if there was a possibility that the proposals would be changed so much that even a reformed NUS remains unviable and GH agreed that this was very likely. We will know the outcomes in early April.

#### *Finance Report*

MH presented the Finance Report, and there were no questions from the Board who accepted the report.

#### *Strategic Theme Presentations: Owned by students and Trusted and Respected GW and GH made a presentation*

OC stated that lots of organisations are only concerned about how they work, this was different and interesting to see how the shift to student led is engendered.

AB was of the view that Board meetings ought to be more about having strategic conversations rather than the general business of transactional governance. We need to focus on being enabling, and are now at a stage where the Board can be more discursive.

CP asked if a conversation had taken place with the University regarding the academic aspect of the strategy, and whether the institution kept with the wording of NSS. GW advised that Durham had dropped about 5% recently, but are taking on board many student issues, and many conversations are about improving systems for student voice and the curriculum. We have potential to shape it, slowly moving there with resistance and inconsistency. DE added that the top level at the University is better, but it doesn't necessarily filter down well, and it can be a slow progress.

#### *Strategic Risk Register*

GH presented the paper and informed trustees that it had already been to Audit and Risk Committee and is recommended to Board.

#### **The Board approved the Risk Register**

#### *Committees of the Board*

GH asked trustees to consider the process of amending the Standing Orders to reflect desired changes to the Committees of Board.

#### **The Board agreed that Assembly should be asked to consider proposals to amend the Committees of Board at its June meeting.**

Board members generally felt that the suggestions were a better way to govern Durham SU and progress the objectives and strategy. OC believed that the Fundraising Committee would require training for trustees.

GW thought that it made sense to formalise authority of the leadership group. AB noted that confusion often arises where there is contested authority and unclear executive accountability GH suggested that the students' unions at UEA, Lancaster, Loughborough and York recognise the tension between good governance, executive leadership and political direction, by establishing a leadership group. OC believed there was a danger of over complication, as the Article already give GH delegated authority to manage the organisation on a day to day basis. It would not be good governance to parse that authority.

CP suggested that an advisory group to the Chief Executive would reflect practice in much of the higher education sector. GH agreed to write up basis for future discussion.

### *Statutory Complaints Procedure*

GH outlined Durham SU's obligation to have a complaints procedure, and the management view that the current policy was not fit for purpose. GH noted that Durham SU required the consent of the University Secretary to any amendments.

The independent review/supervising trustee is a new addition to the procedure. This is about assurance that complaints are investigated properly and not a further stage of appeal.

AB suggested clarity around anonymity. BW asked where a lay trustee is independent, and GH replied that they're not involved in management or delivery and a supervising role is appropriate; this is not about establishing an ombudsman.

The Board was supportive of consulting with Student Groups Committee about the procedure for student group complaints but were clear that Board would approve the procedure to ensure consistency with other students' union regulation.

DE suggested clarification that advice and support for individuals would only be withheld in regard to the matter of complaint; complainants should still access broader support.

**The Board approved the Statutory Complaints Procedure.**