

## DURHAM SU BOARD OF TRUSTEES

### MINUTES OF A MEETING OF 1 MARCH 2023

**Members present:** Clare Powne, Graeme Osborn (Chair), Jack Ballingham, Dhillon Shenoy, Charles Lawrence, Deborah Acheampong, Hannah Sketchley, Laura Curran, Joseph McGarry, Rachel Taylor, Freddy Fossey-Warren

**In attendance:** Gareth Hughes, Georgi Lambert, Kirsty Morrison, Martin Horrocks, Lauren Hodgson (minutes)

**Apologies:** Qiandong Zhou, Joshua Freestone, Caragh Aylett-Bullock

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#### Usual business

##### 1. Opening of the meeting

**NOTED:** no apologies, conflicts of interest, or any other urgent business

##### 2. Minutes of the previous meeting, and actions

**APPROVED:** minutes of the last meeting on 7 December 2022.

The Chair invited trustees to provide any additional comments on the wording of the minutes outside of the meeting.

The wording of the decision made on reserves policy levels will be refined for further clarity.

All actions were completed or addressed in the minutes.

##### 3. Reports from Committees

**RECEIVED:** the draft minutes of the last meeting and **CONSIDERED** decisions made by a Committee on behalf of the Board not otherwise appearing on the agenda.

People and Governance Committee met on 7 February 2023. The Committee approved a framework under which external organisations are able to undertake democratic processes on behalf of Durham SU, and noted commentary on the governing documents since the last significant review in 2019 and approved engagement with Durham University on the next review.

Sustainability and Risk Committee met on 8 February 2023. The Committee noted an update on the SU approach to postgraduate work for the remaining academic year and discussed the risk management actions recommended by the Chief Executive following a Serious Incident Report made in November 2022 to the Charity Commission following a Palatinate article, for report to the Board of Trustees.

##### 4. Chief Executive's Report

**NOTED:** the report from the Chief Executive on actions taken since the last meeting of the Board of Trustees and emergent issues requiring the trustees' attention.

Industrial action continues to affect Durham students and the probability of a negotiated outcome is relatively low. Durham University are likely to agree the same approach to student assessment as last year to a predicted marking boycott.

NUS UK has released its report into antisemitism, and an action plan to respond to the recommendations. NUS Conference will take place in two weeks' time and it is likely to be discussed there. The President and the Chief Executive have met with the Chair of the Durham University JSoc to open a dialogue, and this was a productive conversation.

Durham SU elections have now concluded, with all positions being successfully elected. The elections went smoothly but turnout for voting was poor. There are a number of impacting factors, which are being reviewed and data collected to use for future elections.

The Board at its last meeting considered banking arrangements. A review of competing interest rates shows that, on like-for-like accounts, HSBC offers an interest rate nearly 1% higher, therefore the Finance Manager has opened a current account with HSBC, only for the purposes of managing the deposit account. A 9-month fixed deposit with HSBC at around 3.7% will generate around £5k a year in interest.

The Undergraduate Academic Officer submitted the Durham SU response to the Teaching Excellence Framework exercise in January. The submission will be used as part of the Office for Students' assessment of the quality of education at Durham University. The document will be circulated, as this is not yet available online.

Prof Mike Shipman has been appointed as the new Deputy Vice-Chancellor of Durham University, and will join us from Warwick University in August 2023.

The Charity Commission has opened a consultation on draft guidance for charities that use social media. This is not a new strategic risk as it is only guidance, but Durham SU will have to engage with the guidance and has already done some work around this. The impact is low, and has already been identified, so won't mean any big changes but will be extra work. Durham SU will submit a response to the consultation and it is likely that the charity JCRs at Durham University will also submit responses, coordinated with the students' union.

The Durham University Finance Office has indicated that it will honour the third year of the funding agreement and it is reasonable to consider that the block grant will increase by RPI as at July 2023, which will not be confirmed until August. The development of the 2023/2024 budget will proceed on the basis of RPI being at 10%.

## 5. Finance Report

**NOTED:** the Finance Report for Quarter 2, to January 2023.

The Finance Manager presented the report and noted that almost nothing had changed since the last reporting period to October 2022.

Commercial performance is satisfactory, making a slight loss each month but doing well in terms of budgeted expectations. The space is much more of a coffee shop than a bar and this needs to be the focus. Overall, a £10k deficit is now likely, against a projected £14k surplus. Durham SU will ask the University to compensate £35k in lost income.

There was a query around the amount spent on professional fees, how overspend was authorised, and whether the amount need to be increased in a future budget.

The Chief Executive confirmed that the additional professional fee expenses had been at the request of the trustees, and the management team had limited control over these decisions, which it was assumed the trustees made in light of financial position. Legal fees are mainly due to a small number of student groups that have required legal advice, and it is currently being considered if costs should be charged back to them, but this is not current practice.

## **Strategic development business**

### **6. Durham SU Strategy**

**APPROVED:** the near-term priorities within the Durham SU strategy.

The Chief Executive outlined the medium-term priorities within the Durham SU strategy. Over the last year the top-level priorities have been agreed by the Board, but now this needs to be broken down into actions.

The management team has identified activities over the next 18-month period to July 2024 that are most likely to advance the strategy, which will be reviewed quarterly in management reports to each meeting of the trustees will report on performance, using a scorecard model for the identification and oversight of corporate performance measures.

## **Good governance business**

### **7. Code of Conduct for Trustees**

**APPROVED:** a Code of Conduct for Trustees.

The Chair said that Durham SU has recently approved a code of conduct for student members and there is an established management framework for the behaviours of employed staff. It is best practice that Durham SU also have a code of conduct for trustees.

It was noted that the document does not specify from whom authorisation would be required for any hospitality received. This will be added into the document and inform a new policy.

A query was raised around what was meant by 'required time' to perform the role well, and how flexible this actually was as students can over commit their time. The Chief Executive confirmed that this was included in candidate information provided during elections and in training post-election, but this does to be reviewed so this role is more accessible to students.

### **8. Annual Report**

**APPROVED:** the Annual Report 2021/22.

The Director of Communications and Strategy presented the paper and said that the report was still in a draft format, with the foreword still to be added.

The report will be presented to all members of Durham SU at the Annual Members Meeting, the date of which is still to be confirmed but will take place in Easter Term.

A trustee suggested that the tone taken when describing the response in to certain incidents might be perceived negatively. The trustees noted the concern, but were content with the tone, which was consistent with the reality of events and Durham SU's values.

## **Items for Information**

## 9. Chief Executives Annual Review

**NOTED:** the outcome of the Chief Executive's Annual Review.

The Chair of the Board presented the paper, taken as read and invited questions.

It was noted that it had taken a while for the document to be brought to the Board when the review had taken place in the previous year. The Chair confirmed that it was scheduled for the December meeting but incidents at the time meant that he had asked the Chief Executive to prioritise other papers.

## 10. Palatinate Risk Management

**NOTED:** an update on the management of risk associated with Palatinate, and improvement actions taken by the Board of Directors, reported from Sustainability and Risk Committee.

The Chief Executive presented the paper which outlines the risk management actions and confirmed confidence from Durham SU's regulators in the risk management actions taken in response to Palatinate. The Palatinate editors are now working through actions with Durham SU staff to an agreed timeline.

The Opportunities Officer confirmed that a lot of the actions had been well received by the editors and others had needed further clarification and development.

## 11. Memorandum of Understanding for Junior Common Rooms

**APPROVED:** an agreement for Junior Common Rooms to undertake elections on behalf of Durham SU, reported from People and Governance Committee.

The Chief Executive presented the paper and said that external organisations, principally Junior Common Rooms at Durham University, have expressed a desire to conduct elections on Durham SU's behalf. This agreement provides a governance framework.