

DURHAM SU BOARD OF TRUSTEES
MINUTES OF A MEETING OF 31 MAY 2022

Members present: Clare Powne, Caragh Aylett-Bullock, Jonah Graham, Seun Twins, Graeme Osborn, Hannah Sketchley, Robert Smith, Denis Antor, Jack Ballingham, Declan Merrington

In attendance: Gareth Hughes, Rebecca Henderson, Georgi Lambert, Lauren Hodgson (minutes)

Apologies: Jonny Snowden, Charlie Procter, Megan Wishart, Christian Meadows

Any underlined text is confidential and for Board members only and will not be included in the open papers published on the website.

Usual business

1. Opening of the meeting

NOTED: apologies, conflicts of interests, and any other urgent business requested for the trustees to consider at this meeting.

The Chief Executive noted a paper on the investigation into antisemitism at NUSUK, to be discussed as an AOB item.

2. Minutes of the previous meeting, and actions

DEFERRED: minutes of the last meeting

The Chair requested that the minutes of the last meeting will be circulated by email for additional comments.

3. Reports from Committees

There had been no meetings of Committees since the last meeting.

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 attention of the trustees.

APPROVED: Caragh Aylett-Bullock to a second three-year term as a lay trustee.

The President launched the Report of the Culture Commission on 19 May 2022, which is now being shared across the University. The Pro-Vice-Chancellor (Equality, Diversity, and Inclusion) agrees that the report is a useful tool. Durham SU will respond to the recommendations and build required work into the 2022/2023 operation plan. The Trustees congratulated the President on an impressive piece of work.

The trustees were provided with the initial analysis of the 2022 staff engagement survey. 87% of staff would recommend Durham SU as a good place to work. This is a return to a consensus that Durham SU is a good employer but there is always work to do.

UCU have agreed to resolve their industrial dispute with Durham University so there will be no marking boycott and no disruption to the end of term. The trustees thanked the Officer team for their significant work in making clear the student interest during negotiations.

Trustee elections have concluded, and new student trustees are Charles Lawrence, Dhillon Shenoy, Deborah Acheampong and Qiangdong Zhou. Jonny Snowden has indicated that he will stand down at the expiration of his term as a trustee in July 2022, which means recruitment will open for the vacancy in June 2022.

5. Finance Report

NOTED: the Finance Report.

The management accounts were presented to the Board. The accounts show a £84k shortfall against an anticipated budget surplus of £21k, and the overall result for the end of the third quarter shows a £63k deficit. This compares to a £49k deficit at the end of the second quarter and is a moderate increase in the deficit of £14k. The budget target for the year was set at a breakeven position which will not be achieved.

Commercial losses are £76k, offset by a £13k surplus in core, which creates the £63k deficit. All efforts are being made to contain an increase in deficit, from both the core and commercial accounts, but the end of year deficit is likely to exceed £80k. This will impact on current cash reserves with a reduction of around one month. The strong opening reserves position makes this sustainable for one year, but action will be necessary to redeem the loss.

Strategic development business

6. Development of the Durham SU Strategy

DISCUSSED: the proposed development of the Durham SU strategy

The Trustees were provided with a reflection on progress to date, which addresses outstanding questions relating to Durham SU's representative work, contextual positioning with other student organisations, and relationship development with students.

The Durham University Executive has significantly increased their interest in the students' union's activities and work, which is not unexpected or unwelcome but will mean that the work will have to acknowledge their interest in clarity of purpose and outcomes intended and achieved, in advance of grant negotiations in 2023/2024. Students are currently engaging with the strategy consultation, through the Durham SU website.

A narrative of a mission statement, vision statement, values statement, and strategic goals had been provided for the trustees. These provide for the 'character' of Durham SU's work.

7. Development of the Budget 2022/2023

NOTED: the development of the Durham SU Budget for 2022/2023

AGREED: a 6% Cost-of-Living award, brought forward to June 2022.

Durham SU expects a grant of £1.1m from Durham University for 2022/2023. This reflects the agreement that the grant would increase with the Retail Price Index (RPI) from the previous year.

The budgeting principles adopted by Durham SU are to 1) identify fixed costs, including any contractual obligations or set costs for any activity we will always carry out, 2) identify associated or implied costs of fixed term activity, and 3) identify discretionary project or activity costs. This is therefore a variation on zero-based budgeting, acknowledging that a large proportion of the costs are salary related and bucket one is the great majority of expenditure.

It was noted that Denis Antor is a member of student staff at Durham SU but there was no conflict of interest as student staff salaries are directly linked to the Foundation living wage and the Cost-of-Living award does not apply.

Durham SU staff and officers left the room during the vote.

Good governance business

8. Schedule of Business and Board Dates for 2022/2023

DEFERRED: the Schedule of Business and Board Dates for 2022/2023.

The Chair asked for the trustees to reflect on dates and business for the next two weeks, for a decision to be reported to the next meeting.

9. Committee Business and Operations

APPROVED: developments to Committee Business and Operations.

The trustees were asked to consider and endorse options for development, including the reframing the Board's Committees as People and Governance Committee and Sustainability and Risk Committee and the recruitment of an expert lay member to each Committee of the Board

The trustees also discussed the possibility of inviting a University member to each Committee but decided that it was not necessary at this time.

Further discussion regarding *ultra vires* policy decisions was required, for report and decision by People and Governance Committee in June.

10. Interpretation of the Articles, and support for DICCU

DEFERRED: an interpretation of the Articles and address risk associated with DICCU.

The Chief Executive recommended a proposal to resolve the reasons that DICCU give for their continued unwillingness to operate within the governance framework.

The Chair noted the complexity of the paper, and asked that the trustees respond to the paper over the next two weeks, for a decision to be reported to the next meeting.

11. Amendments to the Standing Orders

DEFERRED: amendments to the Standing Orders passed by Assembly on 26 March 2022.

The proposed amendments to the Standing Orders were approved by Assembly on 26 May 2022 in a meeting which did not maintain a quorum, with minor amendments.

After discussion, the trustees requested that Assembly formally approve the amendments to the Standing Orders by an electronic vote, before further discussion at the next Board meeting. It was unclear whether the trustees had power to approve an un-ratified amendment to the governing documents, and this was the simplest and cleanest way to proceed.

12. Any other urgent business

NOTED: any other urgent business.

Due to lack of time in the meeting a paper proposing that Durham SU send a resolution to the NUSUK Members Meeting on antisemitism was agreed to be circulated by email.

Items for Information

13. Space and Commercial update

NOTED: an update on use of space in Dunelm House, and commercial configuration.

14. Staff Engagement Survey results

NOTED: initial results of the Staff Engagement Survey.