

DSU Board of Trustees Minutes

Meeting Four of the academic year 2021-22

Tuesday 26th April 2022 4.30pm | DSU Large Meeting Room/Microsoft Teams

| Members | Initials | Meeting 1 12.10.21 | Meeting 2 15.12.21 | Meeting 3 22.02.22 | Meeting 4 26.04.2022 | Meeting 5 |
|------------------------------------|----------|-----------------------|-----------------------|-----------------------|-------------------------|-----------|
| Geoff Kershaw (Chair) | GK | ✓ | ✓ | ✓ | ✓ | |
| Phil Gilks | PG | ✓ | ✓ | ✓ | ✓ | |
| Laura Arends | LA | A | ✓ | ✓ | A | |
| Beverley Shears | BevS | N/A | ✓ | A | ✓ | |
| Joanna Dine-Hart (Deputy Chair) | JDH | ✓ | ✓ | ✓ | ✓ | |
| Benjamin Smith | BS | ✓ | ✓ | ✓ | ✓ | |
| Aashni Sawjani | AS | ✓ | ✓ | ✓ | ✓ | |
| Puja Subramanian | PS | ✓ | A | ✓ | ✓ | |
| Youseff Labib | YL | ✓ | A | A | ✓ | |
| Luke Martin | LM | ✓ | ✓ | ✓ | ✓ | |
| Mehul Parekh | MP | ✓ | P | ✓ | ✓ | |
| Sam Sayer | SS | ✓ | ✓ | ✓ | N/A | N/A |
| Danielle Gillett – since resigned | DG | ✓ | N/A | N/A | N/A | N/A |
| Joe Stephenson (Deputy CEO & HOCS) | JS | ✓ | ✓ | ✓ | A | |
| Sarah Bradley (CEO) | SB | N/A | ✓ | ✓ | ✓ | |
| Paula Heneghan (Clerk and HOF&CS) | PH | ✓ | ✓ | ✓ | ✓ | |
| Elgan Hughes (HOMS) | EH | N/A | ✓ | ✓ | ✓ | |
| Nyashadzashe Nguwo | NN | | ✓ | ✓ | A | |

Key: "✓" = Present, "A" = Apologies given, "N/M" = Non-member, "P" = Partial attendance, 'X' = Non-attendance

Formal

| Item | Discussion | Actions |
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| 1. Introduction/Apologies for Absence/Conflict of Interest | <p>Apologies were received from JS, NN and LA.</p> <p>Conflict of Interest Register –</p> <ul style="list-style-type: none"> • BS is intending to apply for the student trustee vacancy when advertised. • BS has recently been elected to the NUS Scrutiny Committee • Remove LM’s role as a Frontrunner as he is no longer in that role | <p>PH</p> |
| 2. Notification of AOB | <ul style="list-style-type: none"> • External Trustees – added by GK | |
| 3. Minutes of the previous meeting | <p>Amendments to minutes of the meeting held on 22nd February 2022 -</p> <p>6. Executive Officer Update JDH requested clarification on an action coming out of the discussion around Executive calendars and their time being taken up by DMU. Is there any follow-up being done about this time commitment? EH confirmed that a conversation was had with Molly Knight following the last board meeting but as she has now left DSU EH will take over this conversation. If any Execs do continue to still have issues with this please can they speak with EH so he is aware.</p> <p>ACTION: EH to review Exec meeting attendance</p> <p>10. Block Grant Submission BS asked if the line regarding the 10 year block grant could be amended in the minutes to as follows –</p> | <p>EH</p> |

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| | <p>BS asked if a longer-term block grant increase had been considered by DSU, knowing that EH had done research on this before.</p> <p>The Board approved the Minutes of the meeting held on 22nd February 2022 once these amendment is made.</p> | |
| <p>4. Action Log and matters arising</p> | <ul style="list-style-type: none"> • Appointments Committee – Student Trustee Representative (Feb 22 meeting) <p>ACTION: EH to move forward with Committee Board and coordination of interview panel</p> <p>There will be two student trustee vacancies from June 2022. The job description has been reviewed to utilize the role more within DSU. Job advert to go live on 3/05/22 with interviews planned for 1st or 2/06/22. Interview panel EH would like to appoint is LA, AS and MP if they are all happy with that? AS and MP confirm they are happy to be involved and EH will follow up outside the meeting with LA.</p> | <p>EH</p> <p>EH</p> |
| <p>5. CEO Update</p> | <p>ACTION: Going forward, COVID Update to be removed from CEO report</p> <ul style="list-style-type: none"> • LTM meeting now in place and proving very successful • Been a challenging internal few weeks. All have acted professionally so thank you to the Execs and SMT • CEO Drop-In every month has been launched • SB attended her first JEC recently. This is a joint collaboration with DMU. The Execs brought almost all of the agenda items and the feedback from the VC was very positive. • Meeting in June to discuss the next steps in commercial • Going out to tender for our website • Completing a review of management reports <p>LM commented that its great to see SB breaking down barriers and letting people feedback and learn. Also wanted to congratulate EH and team for a great election. BevS noted that it's a really inclusive way that SB is making her mark and leading the way.</p> | <p>SB</p> |

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| | <p>BS asked if the board can be kept up to date with expected changes following the next SULets Board meeting (of which SB is a member).</p> <p>BevS asked if it felt like the JEC meeting was an ‘...aha moment’ for DMU that we are so involved? SB agreed that it did and all the actions from the meeting were for DMU to complete.</p> <p>ACTION: SB to circulate JEC action points/minutes</p> | SB |
| <p>6. Executive Officer Update</p> | <p>GK asked how we measure election success and student engagement?</p> <p>EH – 1) one measure is that the whole process ran smoothly after lots of change over the past two years, 2) there were over 1000 votes cast in person. We currently can’t see the ethnicity breakdown of votes so we’re working with DMU to get that information as it can be drilled down significantly. EH noted that BAME and International student engagement is very high which is great.</p> <p>Voting was higher than 2021 and pre-covid figures so want to go bigger than that next year and so on.</p> <p>ACTION: EH to prepare an A4 summary for the next meeting - what have we learnt, what can we do differently, how can we filter knowledge across the teams and so on</p> <p>DSU Awareness campaign – GK asked how we are measuring the success of that? Need clear KPI’s to measure.</p> <p>BAME name change – PS is aiming to hand this project over to the incoming Exec. There is definitely student interest in changing it to include all minorities. PG advised the group to be more radical in changing the name as some names are effectively still grouping people together so not solving the problem.</p> <p>NUS Annual Conference – JDH felt very obvious that NUS are having ongoing issues and sentiment seemed to be agreed by all SU’s who attended the conference. Noted that any SU can bring a</p> | EH |

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| | <p>referendum and JDH is aware of three SU's doing so it will be interesting to see the outcome from those. EH is looking to include within the new Executive support role policy updates, which will assist the Execs in being kept up to date etc. PG advised the Execs to engage with NUS as much as possible about what is important to DSU.</p> | |
| <p>7. DSU FHRC Update</p> | <p>EDI Audit - PG, EH, PS and MP met with the four different providers who had submitted proposals. Koreo came out on top, then Mission Diverse who are more expensive but with the same outcome. The FHRC therefore recommend to the Board appointing Koreo to complete the DSU EDI Audit.</p> <p>Trustee Board formally approve appointing Koreo as EDI Audit provider with a contract value over £5000.</p> | |
| <p>8. Student Voice / Student Council</p> | <p>A Chair to the Council has now been appointed.</p> | |

Substantive items for consideration

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| <p>9. Board Structure</p> | <p>Paper that has been tabled by SB is a follow up to the discussion had at the February Board meeting as well as discussions with members outside of meetings. SB has taken this as approval to look at the structure and propose this paper. SB has made a number of changes following feedback –</p> <ul style="list-style-type: none"> • Reduced the number of working groups to two • Clarified the remit of the working groups • Clarified timelines and clear measures <p>SB wanted to highlight the concurrent work on this – the Articles change and the Bye-laws change as well as the pilot working groups. It is also noted that the annual members meeting has been</p> | |
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| | <p>missed off the timeline from December 2022.</p> <p>BS – supports the creation of working groups but has some concerns of there still being single points of failure. How do we ensure that knowledge is retained?</p> <p>SB – as a Board we need a handover process between Exec trustees and external and student trustees too. All our meetings are minuted and there are legacy staff on working group with knowledge.</p> <p>AA noted that there are only four meetings per year yet five Execs so how will be it arranged for the fifth person to Chair? SB confirmed that this would come back to Board at the end of the pilot working groups.</p> <p>PG asked who are the company law members and it was confirmed that Trustee Board are. The annual members meeting would be held alongside the October Board meeting.</p> <p>Bye-laws change doesn't have to take place at the same time as the Articles changing. SB noted that every time we do change the Bye-laws there should be a process to go through.</p> <p>Confirmation that an Exec or a Student Trustee can be Chair.</p> <p>Student Rep – ideally a regular student who wants to be involved as would be nice to bring in a new opinion.</p> <p>ACTION: SB to add non-binary wording to final document in line with NUS guidance</p> <p>Trustee Board gave agreement in principle to trial the changes proposed. Approval given for suggested composition of working groups.</p> <p>ACTION: Add an asterix that working groups can change membership</p> <p>ACTION: SB to add Deputy Chair role</p> | <p>SB</p> <p>SB</p> <p>SB</p> |
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| <p>10. 21/22 Financial Update and year end forecast</p> | <p>PH presented the report tabled on the financial results to 31st March and took questions.</p> <p>PH explained that DSU had to raise a credit note to Dominoes pizza (who we have an agreement with) as our number have been down on campus which was reasonable but impacted Sales & Advertising revenues in March v budget</p> <p>GK highlighted that there is a risk we will assume that the issues are all covid related so would be helpful to compare to figures from pre-2020. Were there concerns commercially before lockdown began? PH confirmed there had been changing customers habits eg pre-drinks at home etc.</p> <p>SUpplies shop – YP asked if we can move some purchases online? PH confirmed this is already in progress.</p> <p>Catering – YP noted that there has been ongoing issues despite the changes already made within that area so what now?</p> <p>PH explained that SMT are looking at the commercial strategy and what we provide to students. The cost-of-living crisis will influence that strategy. A space audit is taking place over coming weeks to consider what we offer where and how.</p> <p>BS asked why there is a £6k underspend in mar/coms but they're still struggling? Why is that not being spent? PH explained that this is not just commercial advertising spend but is Mar/coms spend for the union as a whole eg campaigns, projects, events. As there has been less of this happening by DSU this has meant there is underspend in Mar/coms in this area.</p> <p>GK asked that we make use of student input/feedback when planning etc.</p> <p>PH is not concerned with the forecasted year end for July 2022 eg £30k loss. The focus is now on 2022/23 financial year and work has started on that budget and the commercial strategy. Planning is in line with DMU's expected reduced student numbers.</p> | |
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| | <p>PH asked what the appetite was from the board for a deficit budget. PG explained that a deficit budget would be more acceptable if there were changes made which would then flow through to 23/24. Financial years should not be looked at in isolation.</p> <p>BS asked for PH to include a budget version with the 21/22 actual commercial income and cost of sales included.</p> <p>ACTION: 22/23 budget to include scenarios to consider commercial strategy, RPI. Break even (or explanation for non-breakeven budgets to be explained)</p> <p>BevS would rather proceed with medium risks commercially than high risks if the block grant is annual. Aim to breakeven rather than with a loss.</p> <p>PH confirmed that DSU pays cost of living staff increases inline with DMU increases so we have no control over those.</p> <p>GK raised that we need to understand the narrative of the budget alongside the numbers. If we are to see a deficit budget, we need to understand the recovery plan, it is not always appropriate just to look at the fiscal year, it may make sense to look beyond to determine the net impact of a deficit.</p> | PH |
| <p>11. CEO Performance Appraisal Framework</p> | <p>Paper tabled by SB. Proposes a 6 month probation meeting between CEO and Chair of Trustee Board followed by an annual appraisal. The annual appraisal should ideally take place inline with all staff PDP structure and feed into the objectives of DSU.</p> <p>SKIP meetings to be done by Line Managers within teams.</p> <p>All approved.</p> | |
| <p>12. Trustee Strategic Away Day</p> | <p>Ideas on what this could involve –</p> <ul style="list-style-type: none"> • Team building exercises | |

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| | <ul style="list-style-type: none"> • Getting to know you exercises • Jargon busters • What do we do for DMU? • DMU presenters on their role and how they perceive DSU within that • Student views • What is our aim? • EDI presentation • Commercial Director presentation from another SU • Wonkhe update (For info: Wonkhe offer a variety of subscription services and a range of tools to help universities stay ahead of the UK higher education agenda – from daily and weekly email briefings to monthly online briefing events, to training and lots and lots more. DSU has a subscription with them). • External facilitator • Demystifying Trustee Board <p>ACTION: SB to plan the day around these suggestions</p> | SB |
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Other Items for discussion

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| <p>13. Meeting Review</p> | <p>All expressed their satisfaction with how meetings are progressing/taking place.</p> <p>JDH and BS expressed their gratitude for how Board meetings are now so inclusive of all opinions and are a positive meeting space.</p> | |
| <p>14. AOB</p> | <p>ACTION: GK to reach out to external trustees to catch-up outside of meeting</p> | GK |

Meeting closed

Items for receipt (not discussion)

Future Meetings

- **Tuesday 7TH June 10:30am – 4pm (previously Tuesday 21st June 2022, 4.30pm -7.30pm)**
- **Tuesday 11th October 2022**
- **Post Oct meetings to be arranged**