

# DSU Board of Trustees Minutes

## Meeting Two of the academic year 2024-25

Monday 25<sup>th</sup> November 2024 / Adam Redfern Board Room/TEAMS

	Initials	Role	Mtg 1 15.08.24	Mtg 2 25.11.24	Mtg 3 27.01.25	Mtg 4 07.04.25	Mtg 5 23.06.25
Geoff Kershaw	GK	Chair and External Trustee	✓	✓			
Phil Gilks	PG	External Trustee	A	✓			
Beverley Shears	BS	External Trustee	✓	A			
Rita Bullivant	RB	External Trustee	✓	✓			
Shreeya Dubal	SD	Student Trustee	A				
Destiny Mazaiwana	DM	Student Trustee	A	✓			
Adetutu Fafore	AF	Student Trustee	A	✓			
Pravjoth Gill	PrG	Student Trustee		A			
Komal Shahzadi	KS	Officer Trustee	✓	A			
Adejumoke (Fluffy) Adewola	AA	Officer Trustee	✓	✓			
Gurupriya (Priya) Karasala	PK	Officer Trustee	✓	✓			
Ramish Ayub	RA	Officer Trustee	✓	✓			
Judith Olurankinse	JO	Officer Trustee	✓	✓			
Sarah Bradley	SB	DSU CEO	✓	✓			
Paula Heneghan	PH	Clerk to Trustee Board and DSU Head of Finance, People & Central Services	A	✓			
Andy Reynolds	AR	DSU Head of Income Generation & Marketing	A	✓			
Amy Horner	AH	DSU Head of Membership Services	✓	✓			
Catherine Searcy	CS	Minutes	✓				

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

## Formal

Item	Discussion	Actions
<b>1. Introduction/Apologies for Absence/Conflict of Interest</b>	Apologies from BS , KS and PrG No Conflicts noted. Codes of conduct to be completed for outstanding ones – PH will email out after the meeting	C of C to be completed
<b>2. Minutes of the previous meeting</b>	No comments/amendments.  Minutes of 15.08.2024 approved by all.	None
<b>3. Action Log and Matters Arising (5 minutes)</b>	Action log updated.	See action log at end of minutes
<b>4. Auditors – Accounts and Audit Findings Report</b>	<p>Cooper Parry presented the accounts and audit findings report to the trustees</p> <p>Andy Jones ( AJ ) and Jo Loughton (JL ) introduced themselves to the board and outlined their roles within the audit</p> <p>AJ referred trustees to the Audit Findings Report – executive summary – all work is completed – 1 o/s point being the letter of representation. No non standard info in the letter of representation. Audit report – will be an unmodified (clean) audit report – no issues and Cooper Parry are satisfied the accounts give a true and fair view and comply with the elements of Companies Act and Charities SORP.</p> <p>Trustees report – audit opinion doesn't cover this report. Don't express an opinion on it but check it complies with Charities SORP and Companies Act and no contradictions to the accounts. AJ happy with the trustees report as it is written and drafted.</p> <p>AJ explained the key risks on Page 1 of the report – majority are green so no significant issues identified. One area is amber being a restatement required to the opening balances with regards pension scheme movements. The opening balances were correctly stated – however the movement in the pension scheme was changed for disclosure – same bottom line just a restatement of movements etc. Overall a very good audit findings report and a smooth audit. Thanks to PH and Afzal Ghumra (AG) for such a smooth audit.</p> <p>AJ explained the audit adjustments – mainly re the pension scheme £119k, no unadjusted differences.</p>	None

	<p>Internal control improvements – the audit is not an internal audit but auditors do look at systems and controls and make any comments for improvement – 3 recommendations (low level) graded as green as low risk and so don't present major issues. DSU holds a healthy balance of funds £480k – page 2 – approx. 4 months operating expenditure – consistent with other SUs.</p> <p>GK – what's the target? Is there such a thing?</p> <p>AJ – some charities operate on 1 or 2 months reserves – others will have anywhere from 12-18 months expenditure in reserves – those charities which are reliant on a lot of donations and legacy's which can be uncertain. DSU has comfort of income from DMU via the block grant – comparing to other SUs – some have 3-5 months reserves so it's a healthy balance held by DSU.</p> <p>AJ – Pension scheme deficit – sizable – has increased due to valuation last year which added an additional 2 years to the repayment period - so deficit (discounted cashflow) has as such increased. £876k is not a liability DSU owe tomorrow – DSU's obligation is the ongoing payments each year payable from the operating surplus.</p> <p>AJ - Fraud – audit not specifically looking for fraud – but at planning stage discuss any actual instances of fraud and consider procedures, looking for risk of fraud – did not encounter any issues through the audit work.</p> <p>JL gave an overview of the control findings – Related parties – one trustee has interests at Companies House and Charities Commission but not on the register of DSU interests. Need a complete register of interests. Also no declaration of interest for key mgt and personal – could also be a related party of the union and the website was not up to date regarding trustees.</p> <p>JL - Stock Controls – first year that stock has been material at DSU so there was some testing on stock not expected at the planning stage – no year end stock take was performed – the third party should have been asked to do a stock take – however auditors are happy that stock was materially correct at year end. Final finding was re Unsigned Service Level Agreements – Native and Dominos were not signed and the commencement date was not correct for one. Recommend these are signed.</p> <p>PH – totally agree – all 3 recommendations have now been implemented and will do a stock take at July 25 if material.</p> <p>SB – are asking ITMS if we can use Docusign which would make it easier to sign off contracts.</p>	
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	<p>AJ – page 12 – 3 year financial summary – ratios – staffing and level of reserves. AJ gave a comparison to another local midlands SUs for ratio comparison. Going forward will share ratios with DSU to help with analysis.</p> <p>JO – on the benchmark – what are the emerging trends that may impact us – how can DSU improve?</p> <p>AJ – hard to make a strong comparison of other Charities to SUs as large amount of income is so secure for SUs. There are reports about charities which are struggling – challenge on fundraising – rising costs and pensions. Other SUs that are struggling it's around other income generation and changing demographic of students – have clients that pre covid had a thriving SU – some have seen this drop out.</p> <p>AA – what processes are working well for us and why?</p> <p>JO - strong Finance team – and a size where there is segregation of duties</p> <p>PK – very good report – what is the best practice that others are doing that we should be doing?</p> <p>AJ – day to day internal controls are robust at DSU compared to some others</p> <p>RB – comprehensive report thank you to the finance team</p> <p>GK – asked the trustees if they are happy to formally approve the accounts?</p> <p><b>All agreed to approve the accounts</b></p>	
<b>5. CEO Update</b>	<p>Verbal update from SB to discuss the report tabled.</p> <p>SB: Have added projected end dates to the first sheet of the CEO report dashboard. SB noted areas within the report to bring to the boards attention such as an update on officer roles and remits, movement in government policy, DMU student numbers, National Insurance rises. To reassure trustees we are aware and are looking at the impact on the bottom line – will provide a forecast via email closer to Christmas, looking very closely at our retail offer based on numbers and projections, this was also presented to C&amp;D subcommittee. 1/3 way through the 2<sup>nd</sup> year of our strategic plan, welcome festival was great and lots of positive feedback from DMU – thank you to the team. Attended a commercial networking group to assess student behaviours in term one. DSU more agile than other SUs – some are sticking with the club nights, and lots of events.</p>	

	<p>DMU hit 75% of their target for student numbers this year – that has impacted footfall into campus. Launched a new parents and carers staff network, integral to our policy development. SB objectives include longevity – principals and values, looking at ethical principles of NVCVO – will refer to them on governance pages on website.</p> <p>PK– how are plans for DMU London going - will there be course reps there?</p> <p>SB – met with some SUs that have a London presence – DMUs will only be one floor of a building, SU teams will travel down on occasional day trips, these students will be 9am-5pm post graduate, international, lots will be commuting in so needs considerations. There will be course representative structure put in place.</p> <p>PG – referred to the Safeguarding Policy - is also being reviewed at City – NCVO is excellent for online training so would recommend. Best practice is that the CEO shouldn't be the safe guarding lead - so worth consideration. Happy to approve the policy however suggest its re looked at in terms of lead. PG also visited the Sunderland SU London office recently, recommend there would be a need for an SU presence in London – engagement of staff and sabbatical officers from the main campus down to London is quite difficult. Consider asking for more block grant fundings to cover staffing down in London if there are aspirations for growth - might be easier to ask up front rather than down the line. Perhaps one coordinator role – or some SUs have a shared arrangement with another local SU.</p> <p><b>ACTION: Review safeguarding policy re who the Safeguarding Lead and bring back to board</b></p>	<b>ACTION</b>
<b>6. Exec Officer Update</b>	<p>Verbal update from Exec of the presentation tabled</p> <p>PG – nice report, is there anything you want from the trustees or could we support you in any way? Please come back to us if you need anything?</p> <p>PK – feedback from other SUs would be helpful and let us know if you need anything from us</p> <p>AA – any update on higher education changes</p>	<b>None</b>

<p><b>7. Student Council Update</b></p>	<p>JO – 2 motions were not passed at recent council</p> <ul style="list-style-type: none"> <li>- Registration Subcommittee Roles and Society Name Change - proposed changes to the subcommittee roles and a name update for the DMU Law and Mooting Society</li> <li>- Save a Society or Sport Club Initiative - was designed to support struggling societies or sports clubs facing challenges such as declining membership or financial difficulties.</li> </ul> <p>Due to the importance of these motions an Emergency Student Council meeting has been scheduled to revisit these motions.</p> <p>AH – several motions were taken to council to suggest changes to the role and titles of the executive officer full time roles – those that passed were:-</p> <p>Motions 1 - Students didn't relate to the name 'executive officer' and chose Student Voice Leader as their favourite option.</p> <p>Motion 2 - remit between the full time officers, a refresh and reshuffle of workload and a couple of options were taken, Job titles will be worked on and remits agreed.</p> <p>Motion 3 – move away from the term BAME to global majority as the terminology instead</p> <p>Motion 4 – The Postgraduate remit is required to send representation to DMU's Academic Board, however, being a postgraduate student is not a protected characteristic (as per the UK Equality Act), and therefore does not align to being a Liberation Officer remit in the way that the other remits do. Agreed to remove 'Postgraduate' as a Liberation Officer remit and build this representation into the Faculty Lead Reps.</p> <p>Motion 5 – to introduce a new Liberation Officer remit which focuses on the DMU student parents, carers and guardians community.</p> <p>DM – I was at the council and the employability student voice leader – have concerns about what they would do in terms of representation as we have a lot in place from DMU and unitemps to support employability – what would their remit entail? Would they have enough to do? Also the Academic Role – is that going to be reviewed to address the concerns about Academic Student Voice Leader having too much to do – the first proposed option was for there to be 2 Academic roles instead of one – students voted for 1 academic and 1 employability – would the academic one have less responsibility?</p>	
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	<p>AH – student council did vote on their preferred option, students care more and more about employability – in line with other student voice leaders they will deliver specific campaigns such as skills development, student leadership framework, reward and recognition structures. Will always review the workload year on year.</p> <p>PG – student voice leaders is a good name as shows the purpose, employability roles can start to feel a little operational, Communicaiton of the new roles vital. Assuming you want to elect in Feb/March – these require Bye Law amendments which require ratification from the board, next board is March – what’s your plan to get ratification?</p> <p>SB – if the Chair agrees we could do this outside of board meeting?</p> <p>GK – yes ensure give all time to comment and contribute</p> <p><b>Email will be sent out to approve Bye Law changes including tracked changes so can see what has been updated on the current officer roles</b></p> <p>PK – student communities leader, will that be similar to my current role as Opportunities &amp; Engagement Officer?</p> <p>AH – yes with some areas taken to the employability role</p> <p>PK – recommend sports and societies could be split into 2 roles, too much work to cover both also if it has other communities too?</p> <p>AH – employability is being moved out, reminder this is what students have voted for via council - as we move to the actual role writing we will bottom out the remits and ensure appropriate work loads and responsibilities.</p> <p>SB – feels like there is a campaign about student representation in sports at DMU?</p>	<b>ACTION</b>
<b>8. Commercial and Development Sub-Committee update</b>	PK – gave an overview of the C&D meeting held and the agenda items covered.	None

<b>9. People and Culture Sub-Committee update</b>	AA – updated board that P&C due to be held on 4/11/24 was postponed due to lack of trustee availability and has been rescheduled to 17/12/24. Agenda items include Pay & Review including a Pay Review Policy.	None
<b>10. Policies</b>	<p>SB – noted 3 policies for comment and approval. Investments Policy – following move to the CAF Deposit Platform requesting updates to the policy re Fitch credit ratings. Safeguarding Policy – followed best practice, student facing document – action to look at who is best to be the Designated Safeguarding Lead as mention earlier by PG. Complaints Policy was well overdue a review, used CEO network to amalgamate best practice. Emphasis on conflict resolution and a template document.</p> <p><b>The board approved the investments policy and the safeguarding policy was also approved (subject to a further review to update the Safeguarding Lead).</b></p> <p>PG - Complaints policy needs more work – have emailed over comments to SB and AH. Some general typos but also not accepting group complaints - not sure on the rationale for this – would be better to support students to make a group complaint rather than deal with lots of individual complaints. A couple of areas to consider the accuracy of for example Advice service is not separate to DSU – can’t be confidential from the SU. Also worth re wording re Officers and if they are covered by staff policies or not – seems to be some contradiction. Discrimination and harassment is not just protected characteristics its outside of just those. Also for formal individual complaints – step 4 comes after giving the outcome of the complaint but should be when you talk to the person to understand their part of the complaint. Also SB can make the decision – the appeal would be someone who reports to SB which isn’t appropriate – would need to be a trustee. Group complaint – there is no appeal – need to still be able to appeal. Happy to work with someone to re work that</p> <p>SB – thank you for your feedback lets work together on a revision</p> <p>RB – how will you use a word count – you’ve said you will use it to work out if there is a genuine complaint?</p> <p>SB – for the larger sections of the template - it’s up to 700 words – additional work counts for other areas – it’s the middle area and guidance in the template of what’s helpful to know.</p> <p><b>ACTION: Complaints Policy to be re visited - SB will work with PG</b></p> <p>SB - Is there a trustee who would be interested in being a safeguarding lead?</p>	<p></p> <p><b>ACTION</b></p>



	<p>Phil – Bev might be a good suggestion given her expertise Trustees will discuss and come back to SB</p> <p><b>ACTION : External Trustees to confirm to SB who will be the safeguarding lead</b></p>	<b>ACTION</b>
<b>11. Q1 Review, Welcome Festival &amp; Term 2 Outlook</b>	<p>PH – gave an overview of Q1 PowerPoint presentation and variances to budget and prior years</p> <p>SB – Difficult set of numbers, working to change our Retail offer in response to this, we are now moving ahead with changes, a very different retail offering will be in place.</p> <p>AR – November wet sales are predicted to be online with budget – maintain like for like growth. Nov ticket sales are on track to budget – hope to be 10% above budget and 12% up on LY, private hire on track for November. 30% growth from LY. SUPplies shop is 23% down on LY for Nov – expect £2k ahead of Nov budget due to promotions such as black Friday. S&amp;A -working on an agreement on nighttime venues. REDACTED Need to increase traffic to online shop. Agreement in principle with White Rose, DSU and DMU – not done this before – sets us up for Project Click (heads of terms being confirmed). Aim to get the whole downstairs of the building.</p> <p>PK – what’s the main reason we are down on sales in SUPplies?</p> <p>AR – moved away from heavily discounted items, students haven’t bought into that, also welcome festival students prefer events and interaction with others, not buying branded clothing. Footfall decrease into the building. StreamLine have seen other SUs not hitting their retail numbers.</p> <p>AA – Noted you mention shift in events and challenges in wet sales – how will we evolve our commercial offer but consider our financial strategy?</p> <p>SB – change in events, still provide students with diverse events, also non primary purpose income. Working more with external partners, huge amount of work has been done to diversify – we need to be agile.</p> <p>PG – the more you take on the greater the risk is – there may be a reason why students don’t engage with commercial offers – if other areas are not performing such as the café and shop are we compounding the problem rather than fixing it?</p> <p>AR – looking at more study areas, gaming areas, hope to get the whole ground floor to accommodate</p>	

	<p>what we need.</p> <p>Phil – from a space perspective makes sense – worry is if it’s the thing to solve the commercial position.</p> <p>GK – do we track spend per student as a metric, absolute spend per student to help us isolate the drop in student numbers – track back a few years – footfall could then be considered. Being bold and agile plays off – need to measure against budget but also last year is an actual – growth across a number of those areas, go big with changes to Retail. COL impact – are they spending more or less than last year. Marketing/Instagram has looked good but little mention of online shop – marketing plan cover this?</p> <p><b>ACTION: Track spend per student as a metric and compare with prior years and DMU outlets</b></p> <p>SB – will send out a pre xmas forecast including White Rose and firm outline what will happen next – will look for your comment and approval.</p> <p>AR – gave an overview of the presentation from welcome festival</p> <p>PK – decrease in student intake – we need engagement from students – how do you think we can bring in students despite less overall students?</p> <p>AR – second and third years think they can’t be involved in welcome events – want to expand to all years not just first years. International students we could engage more with</p> <p>PG – international students – we focus on A level results day – how do the events plan communications tie in with when international students find confirmation of their places. City stopped mail outs years ago as couldn’t justify the costs – we now do a joint campaign with the University – and Uni pay for it.</p> <p>AA –Student experience action group will be focusing on international students, we could take things there.</p> <p>AH – also have integrated student induction groups so will pull from that too</p>	<p><b>ACTION</b></p>
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<b>12. Impact Report</b>	SB - introduced the report for academic year 23/24 – this will be presented to DMU Board of Governors. Will be distributed via emails and put on the website.  No questions on the report	NONE
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### Items for receipt

<b>13. Risk register</b>	SB – summary page gives an update with notes for Nov 24. Main changes are we’ve added in AI as its own standalone risk, also sexual harassment as its own standalone risk following updates to legislation and outlined mitigations.  <b>ACTION: SB – to add a risk on succession planning – to be owned by trustees</b>	<b>ACTION</b>
<b>AOB</b>	GK – KS is ill today but it would have been her last meeting as she starts a role at DMU after Christmas  Congratulations to KS and thank you for all of her input and wish her the best from the board	<b>None</b>

Meeting closed

**Future Meetings:**

Date	Meeting	Information
Tuesday 17 <sup>th</sup> December 2024	People & Culture Sub-Committee	11:00am – 12:30pm TEAMS
Monday 3rd March 2025	People & Culture Sub-Committee	1:30pm - 3:00pm TEAMS
Monday 10th March 2025	Commercial & Development Sub-Committee	1:30pm - 3:00pm TEAMS
Monday 7th April 2025	DSU Trustee Board	4:30pm – 7:30pm TEAMS/In person
Monday 2nd June 2025	People & Culture Sub-Committee	1:30pm - 3:00pm TEAMS
Monday 9th June 2025	Commercial & Development Sub-Committee	1:30pm - 3:00pm TEAMS
Monday 23rd June 2025	DSU Trustee Board	4:30pm - 7:30pm In person or via TEAMS

## DSU Trustee Board Action Log 2024/25

Date action added	Action Reference	Action Required	Notes	Action Lead	Target Date for completion	Status
15.08.24	<b>6. Trustee Code of Conduct annual review and approval</b>	Trustees all to complete for this academic year	Execs completed. Student and External Trustees to complete	PH	<b>Dec 24</b>	Ongoing
25.11.24	<b>5. CEO Report - Safeguarding Policy</b>	Review safeguarding policy re who the Safeguarding Lead is and bring back to board	External trustees to confirm to SB who will be the safeguarding lead	SB	<b>Dec 24</b>	
25.11.24	<b>7. Student Council Update</b>	Email will be sent out to approve Bye Law changes including tracked changes so can see what has been updated on the current officer roles		AH	<b>Nov 24</b>	
25.11.24	<b>10. Policies</b>	Complaints Policy to be re visited - SB will work with PG	SB to work with PG to revise policy	SB	<b>Nov 24</b>	
25.11.24	<b>11. Q1 Review, Welcome Festival &amp; Term 2 Outlook</b>	Track spend per student as a metric and compare with prior years and DMU outlets		AR	<b>Apr 24</b>	
25.11.24	<b>13. Risk register</b>	SB – to add a risk on succession planning – to be owned by trustees		SB	<b>Apr 24</b>	