

Board of Trustees Minutes

Monday 7 October 2024

In person - Edinburgh Boardroom, 4th Floor, Edinburgh Building, City Campus and via Teams.

1.30pm - Trustees & Presidents ONLY

1.45pm - KC, Presidents & Trustees ONLY

2.00pm - Everyone

Present:

Officer Trustees 24/25: **Chair** - Prince Ikechi (PI), President: Activities
Babatunde Jimoh (BJ), President: Wellbeing
Oludolapo (Dola) Dada (OD), President: Education
Felicia Udofia (FU), President: London

Student Trustees: George Cosmas (GC), Joshua Richardson (JR)

External Trustees: Al-Lawley Powell (ALP), Kayleigh Tague (KT) Vice Chair of the Board, External
Trustee, Rose Guy (RG)

In Attendance:

CEO: Katherine Cooper (KC), CEO

Others: Chrissy Watt (CW), Head of Student Engagement & Insight
Dan Fow (DF), Head of London Operations
Phil Benton (PB), Counterculture
Christina Edgar (CE), Director of Student Journey
James Coe (JC), Counterculture
Jim Dickinson (JD), WonkHE

Observer: Jamie Young (JY) (incoming Student Trustee)

Minute taker: Donna Thompson (DT), Operations & HR Advisor

1. Welcome, introductions and apologies for absence	PI welcomed everyone present. Jamie Young, newly recruited Student Trustee will be observing the meeting today. It is also the end of term for our two student trustees, George, and Alison, we appreciate all your contribution and thank you for all your services and times and effort. Apologies for absence: Jess Fogarty (JF), External Trustee. Alison Charmaine Rutendo Kubwalo (AK), Jouhayna Mrabet (JM), Student Trustees; no apologies sent.
2. Declaration of interest	Jamie Young will need to leave the meeting for item 10 on the agenda.

3. Sector Update - Jim Dickinson, WonkHE	JD presented a sector update via PowerPoint. Headlines ○ Sector is in financial trouble ○ Some of that is “catch up” ○ Some of that requires fundamental restructuring ○ Help may be coming ○ There are risks and opportunities for universities and students along the way What we worry about: ○ Mission and Strategy ○ Managing performance ○ Risk and regulation The hole in public finances: Fixing the foundations JD shared graphs on public sector net borrowing in the year to date: March 2024 OBR forecast vs latest ONS outturns and illustrative change in day-to-day funding implied by Labour and Conservative plans 2024-25 to 2028-29. Labour has a plan as follows, which is grow the economy and then invest in public services, that creates a really interesting challenge. The public would like to spend the money on apprenticeships, local jobs plans and so on and increasing fees is really unpopular. We are close to record lows. JD spoke on the fees and loans throughout the years. Money ○ The sector is now in dire straits ○ Covid = lower costs and furlough ○ Franchising = under lots more scrutiny ○ International = in now rapid decline ○ London/TNE = saturated Saving money ○ Systems change (pushing to self service) ○ Management change (removing a layer) ○ Curriculum change (low recruiting courses, pathway collapse, academic model change) ○ Provider change (groups, full blown mergers, rescues, takeovers) What we hear will happen Emergency ○ Increased regulatory pressure and transformation and bailout package Stabilise and set-up review ○ Modest increase to maximum fee ○ TOR set for wider review
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	Longer-term review ○ Change structure of sector, create different provider types with attendance, financial, programme and regulatory norms! Financial challenges What universities are facing ○ Fixed PFI costs preventing contraction ○ Rocketing energy costs ○ Staff pay reductions in real terms ○ Student maintenance costs ○ Higher education estate ○ Investment in STEM facilities ○ Student support costs ○ Regulatory costs ○ Transfer of costs away from state JD spoke about why is UK HE so expensive, maybe it's the student finance system, why the rush, inflation for students, rents are rising, support has been falling, cost of living, financial challenges, loneliness, campus life and much more. PI thanked Jim for the updates. With no further questions JD left the meeting. JD will send the slides to everyone shortly.
4. Minutes and matters arising of Board of Trustee Meeting – 24 June 2024	The Board agreed the minutes to be a true and accurate record of the meeting.
5. Students' Union update: a. Officer updates and questions	BJ, President: Wellbeing BJ has been working on: ○ Home students loan fee – trying to lobby the Student Finance England ○ Clash of minsters – festival coming up next year ○ Someone to talk to campaign – to train the students more OD, President: Education OD has been working on: ○ Fit to sit policy – Report has been presented to the senior leadership team, had a meeting with lead staff registrar who gave recommendations and asked that have consultations with academics to be included in the paper, this has been done ○ Campaign to have inductions more regular throughout the term – This has been discussed with student journey and Christina and incorporated in welcome project and seeing how we can work with comms team ○ Proposal was to have the school recruit more student staff to work on looking at similar vendors but with the current financial position of the university this will not be a good time to ask for that. Discussing now, having this emergency remit of the student staff who are currently working in digital comms New campaigns:

b. Overview of each department	○ OD is trying to work on is having feedback consistency ○ Increasing employability for PGT students, experience industry experience/internships or placements. FU, President: London FU has been working on: ○ Reviewing academic misconduct panel and the extenuating circumstances, this has had massive implications on visas. She has been having meetings with the quality enhancement team; they are trying to include dates on the form ○ London - Taking advantage of the location in Canary Wharf, surrounded by the big companies, fostering partnerships with the companies for apprenticeships, placements, and internships, preparing students for real life situations ○ Working with investors, continue to develop events and trainings online. 90% of students are not aware of online training PI, President: Activities PI has been working on: ○ Local: Cost of Living, looking at sustainability tackling the cost of living, trying to promote information which students have access to that will help them inform their decision before coming to university; also looking at hardship fund ○ National: Working with NUS, national campaign, calling on scrapping guarantors, promote students' rental rights ○ Regional transportation, lobby for student's bus fare ALP stated to OD reference module feedback, you are not the only institution to struggle with that, he knows some are starting to push for it. Perhaps module feedback needs to be prerequisite of submitting an assignment. Update from CW CW stated ALP had sent questions prior to the meeting. Representation conference, around 30 attendees, more students in attendance, 51% students, 49% university staff, the previous year there was only a handful of students. The conference was changed in the style in delivery late in the day, student engagement was great. They are looking at it in this academic year, they won't be holding a conference, they are going to be doing rep round tables, utilising the time to deep dive on certain topics. November will be on the Student Staff Liaison Committee, there is currently a review by the university and the SU want to make sure students' consultation is involved. Representation gaps, yes, they are. Tech in particular is an area that is a big concern; they are working with the team to see how they can make improvements. Similarly with society training and the reasons why committees aren't engaging, they are working on it. Expectations around university wellbeing team, CW feels they are looking towards the SU to pick up the things they can't. Recently the
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c. CEO update	university has been going through the Mental Health Charter, it's put a spotlight on things. ALP commented from Jims's presentation, aspect of friendship and loneliness, there is a strategic need for the charity to get those right, we are supporting those members that are lost. Probably ask, in terms of society's training, in order to grow, they might benefit from additional focus. Tech is slightly lighter; I would be interested in receiving some or the analysis mapping that across to where they perform in NSS or whether it's Student Voice generally from an institutional perspective or the Students' Union question directly. RG is interested in the piece with the student experience events update, around the challenge, where the University and VC have made clear that they are not bothered about being a sticky campus, where this plays an impact on what we do, what is the message coming through etc. CW said it is quite specific to an event they have tried which isn't working, this also came out in Jim's summary, help students stay on campus. CW gave a wider explanation. To note, this particular event is an evening event, this is where the challenge is around your place; the team have been trying different things. Update from KC As an SLT team, they are starting to look at the strategic picture post democracy and governance review. Staff have attended a 2-day Citizens UK community organisation training; CE was also able to send one of her members of staff to join the session, strengthening collaboration. Democracy, lots has happened over the summer. There has been a Pay and Reward review, this has been implemented. Currently working on a trial flexibility by design; the feedback coming from staff has been really welcomed, it is supporting a lot with the admin side of the role. Freedom of Speech, this has been a roller coaster of a journey, we are continuing to work alongside the university to collaborate on making sure we have a fit for purpose policy for our students. Discussions of encampments, which was navigated over the summer by the team and supported the student group to understand resources available and understand why an encampment would be set up. Budget conversations, look forward to conversations around SUSS pension. Ben Dale is our CFO at the university is really keen to continue exploring the conversations around the SUSS pension scheme. Student Experience linked to where the university budget cuts have come in to, we are having conversations with the university registrar around a student protection plan. Challenging times ahead, we are shaping our union where we need to go in the future, engage our members through different routes will be fundamental through the next few months as we move towards the democracy and governance review.
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d. University update

CE, positives to note, really good outcomes overall in the NSS results, University of the Year in Student Support in the Daily Mail, which particularly picked up around the support for students. Also shortlisted for University of the Year, Times Higher.

Financial perspective, we are in a position where the sector is facing challenges. Reduction in demand for UK higher education from international students is true, though there is some recovery over the last couple of months. Around August, September, London campus is particular seeing really good demand, a bit of an increase. The university are not returning to where they were, but it is good indications that there is still a good offer out there to be had.

When we met last, all services and faculties including the Students' Union were asked for a 10% saving. Over the summer this was changed to a 20% ask, however the SU was kept at 10%. All faculties and services were given that challenge and have submitted plans; it is important that the academic sustainability has been absolutely core to that. Looking to minimise impact i.e. with sports, looking at where we can make the changes, without impacting the students. All the plans are in, the university has a plan for how it will manage the current year and 2025/26.

ALP asked the institution, with the latest round of redundancies announced, if it was felt there could be out with the national UCU consultative ballot on pay and reward any localised action as a result of the cuts which might impact on our members.

CE replied at the moment, colleagues who have left the institution, around eighty to date, have been voluntary severance schemes etc. offered early retirement, so to date, there hasn't been a large number of colleagues impacted. Where there was not a choice to be had in that there's a couple of exceptions. We are expecting to make a number of more difficult decisions around leavers, some which will be either achieved through ring fenced, optional leave, but some to involve redundancy. There hasn't been a lot of people impacted with a severance scheme, a redundancy scheme, but there will be some changes. CE stated she was not here the last time, she is not aware of any shift in mood, she would need to speak to a colleague, probably the COO who KC does meet with regularly. The university are in collective consultation with the unions at the moment around identifying where those staff impacts might be. A longer discussion took place between CE, PB and ALP on what happened last time.

ALP stated the thought comes back to the Board on how to manage the decision or alert the union to how it would manage the decision. CW replied, she hopes she does not see an escalation, challenge around Board, how prepared are we, how would it look like, the partnership, early flags are really important.

OD spoke on the impact on students and the university 'trying to save.' She doesn't think there has been any consultation with students, and asked has anything been put in place to get students feedback,

	students are quick to complain. CE replied she is willing to take this back to facilities around the car parking question. On the teaching and learning, in general terms, there is different models being trialled; we want to pilot some different approaches. Also doing work around student voice to refresh the SSLC's to look at the module feedback, work around 'Welcome' initial check on their students keeping an eye on both returning and new students.
6. a. Finance Report Management Accounts May 2024 b. Year End Forecast c. Budget 2024/25	PB reported on the management accounts, adjustment for statutory accounting and reserve allocating. The report covers the management accounts for the 2023/24 financial year, ending on 31 July 2024. The Union has made a cumulative operating surplus of £50,015 against a forecasted deficit of £6,379, representing a positive variance of £56,394. Within the budget areas, most of the savings are due to staff cost reductions. They made staff savings in year to be able to meet the budgetary requirements of the new financial year so where people resigned or moved on to other roles during 23/24, the union chose not to replace those. Balance sheet, markers are a bit lower than last year due to November 2023 the Union made a lump sum contribution to the pension scheme which took a significant amount of cash out of the reserves position, but that money was given specifically by the university for that purpose. Pension scheme, and statutory accounts, the union have to put through an adjustment each year. The auditors have asked the Union to amend the calculation that they used for the adjustment and put it through with the hits being taken in this financial year. They said they would prefer the Union to phase that in over the three years; this has an impact of reducing the operating surplus. The figure will fluctuate over the next 2-3 years. Reserves policy This is for Board to note as it was discussed at F&R committee the other week. The last table in paragraph 5, part b, shows how our reserves will look and tells you how we're changing some of the allocation of reserves going into this year's allocation.
7. Spotlight a. Democracy and Governance Review, James Coe b. Data and NSS	JC shared a presentation with the BoT. He spoke about data and NSS first. Presentation - NSS and how it might inform Sunderland SU's work The National Student Survey (NSS) gathers students' opinions of their courses which helps to: ○ Inform prospective students' choices ○ Provide data that supports universities and colleges to improve the student experience ○ Support public accountability

The survey asks a range of questions against seven themes. Teaching, learning opportunities, assessment and feedback, academic support, organisation management, learning resources and student voice; there's about four questions in each theme.

Where the NSS is measured, students are asked a question, and they can rate it from very good to not at all good. The more students that respond very good or good, the higher positivity measure the answer will be.

What's the NSS score telling us?

The Union's NSS score over time is going up, that is really positive. The Union also has the highest positivity score of any union in the region.

The NSS does have limitations. It asks students unions how good they are representing academic interests, otherwise union interests, but nonetheless as an indicator of overall performance, things seem to be going in the right direction. More generally, looking across all undergraduate students, they have a measurement called the benchmark, and the benchmark is how should universities like the University of Sunderland perform against each of these questions? By looking at the positive variance to the benchmark, i.e. how much better is the University of Sunderland than other universities like it, we can see what is the university particularly strong on?

Two things JC would like to emphasise:

The University overall, with all students on all programs on average has a really strong performance; he is sure this is an NSS that the university will be proud of.

The second is that it has some real areas of strength. In terms of how clear is it that students feedback on the course is acted on, has really high positive variance to the benchmark, the role score isn't all that high but that's because every university generally does poor on this. The university is also particularly strong on the development of knowledges and courses, and how does feedback help to improve your work?

The largest negative variance. Whilst the students are saying that their feedback is acted on, they're saying that their opportunities to give feedback is not quite as strong and they also have some, albeit relatively minor, differences of what you'd expect from the benchmark on how well their library resources are supporting their learning, that is particularly acute for apprentices. If you break down the data further, they are .1 behind, it is so small it does not show up on here of how easy it is to access subject specific resources. Overall, across all programs, when you average it out, students are pretty positive and that is why we need to break down the data further.

CAH Level One all programme – Question 25

If you look at question 25 against program clusters, this is giving the positivity score for that Union question (Question 25 is how positive

you feel about the Union). You can see programmes which fall under business and management are really positive about the Union as a programme which fall under the level of psychology. Programmes that fit more into Physical Sciences, Computing, Education and Teaching, and a little bit Biological Sciences are less positive about the Union. Two reasons, one is that it demonstrates that there are variances and what's an overall highly positive picture, secondly, even the areas which aren't as positive are still pretty positive about the Union: there's clearly some work to do in some areas.

Themes by CAH clusters

JC has drawn out some themes against each program cluster. It is worth pointing out in medicine and dentistry, there are some specific questions about admissions and feedback, around 30% of students are not happy with their admissions and feedback. Subjects allied to medicine around 31% of students are unhappy with the organisation and management of their program. Biological and Sport Sciences, organisation management and student voice emerge themes as students are generally unhappy about. Across psychology students are pretty happy. Physical sciences, they're again questions around organisation management, one of the lowest overall positivity scores of any school program cluster, similarly for engineering technology, lots of positivity around these clusters.

Lowest positivity scores

JC has summarised what are the lowest positivity scores overall. If you take every program, every theme, interestingly, of the lowest positivity scores, four of them relate to student voice. That doesn't just mean the students' union, but it generally means how students are able to give feedback on their programs and work like that. Four of them relate to the organisation and management of the program which is generally more than we would anticipate. JC would like to emphasise that in a really positive aggregate picture, there are areas where he thinks there are specifically things the Union should be looking at.

JC also looked at the teaching excellence framework scores. Teaching excellence framework basically gives a mark for how good teaching is. As part of the teaching excellence framework, they give a more granular breakdown of what they call split indicators; these are students with different demographics and different characteristics. Some specific concerns which come out:

- Progression and continuation of disabled students
- Progression and outcomes of Black and Asian students
- Progression of male student (-5.5 to indicator)
- Student outcomes for 21+ (completion is good)
- Progression of Apprenticeship students (-4.1 from benchmark)
- Continuation of students on free school meals

JC, looking at this data from an objective point of view, there's roughly four areas that I think are quite strongly.

- Very local student voice work
- Education and policy campaigns on feedback, organisation, and apprenticeships

- Development of work on progression, outcomes, and continuation of key audiences
- Placements

JC reported that is where the data leads him to and thought this was a useful primer for what we do next.

CE, an observation that there's a high degree of alignment between the institutional action plan around NSS that was presented recently to Success committee and what JC has pulled out there, student voices, they are already doing again, but important work. Some work around the library's resources, there is significant investment about to be made in the libraries; the university are aware of where those particular impacts are. It's really interesting to see a couple of those subtleties that you've pulled out as well, around engagement. From the SU perspective she was interested in at that lack of engagement like computing or physical sciences, I'd be really interested to see whether there's a there's a lack of membership if you like, in, for example, societies that are they underrepresented generally in what the SU do, either voluntarily or back to the question Jim Dickinson was saying earlier – are you disengaged from the SU because the SU does not represent you or does the SU not represent you because you are not engaged!

CE would be really interested to see those two put against each other and say, at least at faculty level or cluster level or CHA, is there some truth in those who are less engaged with the Union, feel less positive, even notwithstanding the overall, it's all very positive. Caveat that you put with it, which I agree with.

JC replied, instinctively he feels like you get good NSS Rep scores for student voice, where you draw a lot of your officers from and that seems to be a correlation there for me.

CW stated, the Union is remapping it for this year. They have had difficulty engaging academics, which then leads to difficulty engaging students however, two of our officers during the time that I've been here have come from that school.

RG asked CW if she would like to meet outside of this meeting, as she is currently mapping just that very thing, around the course rep engagement and course-based societies. She will be happy to share the way she is doing that. If you are able to pull out who were your third and or final year course reps last year which positions you had filled and then obviously also noting that you know, faculty voice etcetera.

BJ spoke around the analysis JC made on impact of the placements and also student voice in faculty of Technology. Placements do have significant impacts on student voice in the Faculty of Technology because obviously students are not able to get much placement. They do not get the support from the students in your public school, think that's much more detail like placements and also student voice, they are probably related.

JC, one of the challenges placements always is, that the experience is often outside of the university control and then they have a bad time. One of the reasons we're suggesting the governance reviews is as you have them as placement students, they're not going to toddle along to the union on Wednesday night to tell you stuff because they're busy being nurses or police officers or, you know, onwards and onwards and onwards.

Democracy and Governance review

JC reported on the democracy and governance review. The top line is students' life are complicated, and organise in lots of places, and what we want to do is spend more time going to where the students are, and less time concentrating resources centrally where they choose not to go to you. In order to do that, we have fewer central offices and support them more effectively. We have a democracy system which invests time in course reps, school reps, and then we have lots of ways in which they interact through more informal means and get together.

There are a few areas JC would like to draw your attention to, and we're looking for approval.

8.1/9.1 There is a conversation to be had on how does the Union represent the full extent of the people who study at the university which ranges from, the people based on campus to people based out in Hong Kong. We recognise it's exceptionally important we sort this, it's probably slightly too complex to try and sort at exactly the same time we're doing the rest of this.

The second reason why you'll see our suggestion is to leave it for the time being is this one of those areas where I suspect the Charity Commission may potentially have an interest because we are defining who the Members are, and I think that could slow the whole process.

I think our suggestion here is that we continue as are, whilst conversation about members happen. Nonetheless, I think it was worth that we explored it because at least something we need to resolve so we can go on there.

Other areas where things have moved on, article 20, legal advice recommend that the board is giving temporary powers to amend and or supplement by laws on a temporary or transitional basis. I think this is partially on the basis that we are changing quite a lot quite quickly and should the board need to act quick to change the bylaws, then it should do so.

21.2 and 21.3, the composition of the board has been one of the areas we've debated quite extensively, and we've been back and forth on this quite a lot. I think we've arrived at a view of saying having student representation is important and I think partly influenced by some of the comments that ALP, student officers and full-time officers made. We recognise that one of the challenges is that when student officers graduate or you finish your program, is that a big cliff and then you basically have to recruit student officers again. JC doesn't think we've

strongly arrived at a position yet whereas counterculture feel able to say, yes, we think you should have a transitional arrangement. However, because of the feedback from staff, we do think it's important that you consider as a board as to whether a transitional arrangement where students stay on until someone who is appointed is important, we think that's worth definitely considering.

41.1, feedback last time from the last meeting that when we said the chair should be one of the boards own number, to make it clear that what we mean is a member of the board. That could be student officer that could be external that could be a student, but it should be the board's own decision to choose. The thing that the board has to be comfortable with is that we're not inadvertently introducing another major office holder.

Byelaws

JC spoke. Under 1400, the legal advice that we had was to give some broad frameworks of the type of things a new representative body might do. JC set that out in really broad language as to give lots of flexibility as this develops.

Under 1502, the suggestion was to enable the development of part time officers by removing them. I think there's two things just to make clear to the board, what I'm not trying to do is say I'd never have part time officers ever, but not in the way that they are formatted currently. Second, the full-time officers fed back to me personally that they would feel much more comfortable with their part time faculty Rep structure and that you would have part time faculty officers in those places. I just want to raise that because officers raise that makes something they are particularly interested in and whether the way to do that is through the byelaws, whether we leave it off. For now, my preference is to give as much flexibility as possible, but I can understand why the officers have sort of raised that and something to consider.

JC stated, what we're looking for is approval from the board and then once we do that, we have to put the changes out to the members, the members then have the opportunity to suggest any amendments. The amendments then go back to the board, then there is what we've suggested, you can have a members meeting or referendum, we've suggested members meeting, then it goes back to the board and the board get the final approval.

OD asked, who is referred in here as officers. JC replied, the full-time officers, President London, and President Sunderland. OD said that would be the officer. OD asked, how is one officer expected to do all this work and the meetings the officer has to do. JC replied, officers, he is referring to Sunderland and London simultaneously, there is one per campus. Three practical things:

- We did a presentation to the university, which some colleagues are in the room, and one of the things which Adam was clear to discuss, indicate with us, is that we need to then discuss about officer meeting work needs as part of this work and one of the things that all the officers have fed back to me is that

	you spend too much time in meetings. So that practically needs thinking about. ○ Part of that comes down to some of the conversations we've had about what does the work model look like and in particular, how does the staff staffing sort of support model develop in order to support more groups of students and you've started some of that work with the community organising training, but clearly you need to get more capacity from students. ○ That is where the conversation of what do those structures underneath officers look like. One of the things that you've offered back to me is that you think faculty, part time Rep structure will give you additional capacity and if that's the case, I suppose now is their opportunity to advocate for that. DF commented from a London perspective, it gives London some atomy, within governance structures, to run, this form of community organising, representation etc. which is important, given London's teaching modes, models and the way the course is delivered, it is really important London does have some atomy to deliver these structures in both an operational and strategic opportunity that represents the needs of the campus. To interact with students at all levels from a student engagement perspective is really important. JC thanked everyone for their feedback so far. FU asked for clarification on the Part time Officers/Faculty course rep. CW explained. JC spoke, we've removed part time officers that currently stated in the articles. If you want to introduce something called faculty reps at some point that the byelaws are the property of the board and you can add that in, what this gives you is effectively the space to do that. What I didn't want to presuppose - what do part time officers look like, how do you build a working culture and ways of working that support this democracy review, and how do we embed the resources with fewer officers? At this point the officers look exactly like this, it's probably disproportionately risky, so I think coming back and saying actually, what does a faculty structure look like, what does a part time officer look like etc., I would do at that point. KT replied, she thinks that's right. I think just to take the conversation back to the approvals that we need for the day and hopefully round off that question, I think in terms of operationally how that will work, what the ways of working, that conversation will happen and that will be further down the line. I think back to your earlier point, James, I think the approval that we're looking for here and to be able to move forward is just that we're heading in the right direction in terms of this huge review and I think a lot of people have touched on it in terms of how much time and detail has been spent by everyone going through this or, I think it would be a real shame if we're not able to, the final piece of the puzzle pushed that through and then I think that, the right challenge is and right concerns from an operational level is something that we can then work through together and I think there's what this is allowing us to do is giving us scope to be able to do that and to have more flexibility by removing some of those barriers.
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c. Members meeting Schedule	KC, the forums once outside of this space is the committees, P&G is the committee (which KT chairs) is to ratify the next step; we can't move forward until this is approved. PI asked the trustees to vote to allow the byelaws and articles to reflect the changes. APPROVE: All happy to approve the changes. CW, the draft timeline is in the papers. Item 7c. 'Call for a members meeting'; to note, this will not be an annual members meeting, they have taken into account the timeline. Today is to request and approve the members meeting, this will take place on 14 November, with a potential to reconvene if we don't hit quoracy it will take place on 21 November 2024; the meetings will take place in both Sunderland and London, we are not going to live stream. To note, the way that we want to work it, were still going to inform students that are present of the information, and then the reconvened will be a voting opportunity if we don't hit quoracy. KT asked, if we agree to hold the members meeting and the timelines, why we would wait until the back end of October to announce it, timings, from past experience, is there a preferred time on campus to hold the meetings? CW replied, 24 October is the at latest, because there has to be 21 days in between announcing the members meeting and the members meeting taking place, we do need to give time to the comms team, ideally it will be before then. PB, you have to have enough time to announce the purposed changes to members, members can offer amendments to those changes, and then you call the members meeting. KC, the most important fact relating to timescales is we need to share the deadline we have worked back from being the 29 November, to get it through the deadline to Board of Governors by 29 November or else it would be delayed until February, which poses delayed risk to 2025 elections. CW, the previous AGM held last December, was an evening event. The timing hasn't been decided but leaning towards a mid-afternoon/teatime start. Some of the timings we are tied, with access to the spaces. We could look at other venues, they are going to look at teaching on that day; this is still in the process. APPROVE: All happy with the proposed timelines.
d. Elections, strategic oversight	CW, proposed timelines, and slight changes to elections/voting period. Looking for Board approval and any questions. RG asked, what consideration have you made for Ramadan, which is the full month of March? The prioritisation of candidate welfare, do you think this is really valuable? RG thinks it's really important to make sure candidates are well looked after. It can be quite a stressful and intense time for candidates, and if you have fasting candidates, you know what

	are you putting in place to keep them healthy, competitive at the election, able to participate in the full kind of onslaught of campaign activity; lots of unions are sort of contending with this, but RG wondered if it had come into the conversations around dates. CW replied, it had, it's a real struggle to avoid it completely. We would take advice from candidates for their specific needs. We are moving from 5 days of voting, down to 3 days. RG urges CW to speak to the Union's Islamic society active and do it sooner rather than later. It's really hard to when you really can't move it any earlier and moving it later is also really hard with where Easter falls this year and when students are on campus. Think about what support and alternative options there are. CW, the elections steering group is starting this week. CW, bringing to Board, what they would like the strategic priorities to be? PI stated to defer it to P&G committee due to timing. ACTION: Defer Elections Strategic Priorities to P&G Committee.
8. Student Opportunities and Voice Team	Items 8 & 9 were spoken about after item 10 on the agenda. KC gave an update. This has been discussed at P&G. The plans continue to progress with reshaping the Voice and Opportunities team towards the Student Communities Team, aligning it with the democracy and governance review, and moving towards a faculty based approach.
9. Freshers Overview	CW gave an overview of Freshers. Last year's freshers' income total £20K which included money they received from Native. This year's income totalled £22,825, which did not include money from native. Freshers Fair spend was pretty much the same as last year, it has come in on budget. Freshers' fair\ attendance for September 2024 was 2,035 individuals that came through the door, this was slightly down from last year's figures of 2,200. The day was amazing, made improvements from last year, students were engaging, feedback has been very positive, more detail to come. Partnership with independent, we integrated their events into our schedule, qualitative feedback – went down really well, they had packed out events, one night they couldn't get everyone in, the Union is looking into this for next year. The Union worked with the university on Welcome weekend, this needs a few tweaks for next year.
10. Trustee Recruitment update	PI stated item 10 on the agenda will be spoken about before items 8 & 9 due to KT having to leave the meeting. Jamie Young was asked to temporarily leave the meeting due to conflict of interest. KT reported it was a really successful recruitment process for both an External and Student Trustee. Their proposal and recommendation for appointment to Board today are:

	<u>External Trustee</u> External Trustee – Jacqui Clements, has a huge amount of experience of the Students’ Union and has worked with the SU for the last 3 years. She has a lot of experience she can bring to the Board. Her background is varied enough, and the panel looked at the skills audit and think Jacqui is a really good fit. APPROVE: All agreed on the approval to appoint Jacqui Clements as the new External Trustee. <u>Student Trustee</u> Student Trustee – Jamie Young, has been very active within the Students’ Union, and also an active Student Voice Rep. He done a really strong interview, really heavenly involved on campaigning for car parking charges and think he will be a really good fit. We have based these recommendations on the skills audit. APPROVE: All agreed on the approval to appoint Jamie Young as the new Student Trustee. KT left the meeting at 4.35pm. JY re-entered the meeting. PI welcomed Jamie back into the meeting and congratulated him on the board decision to approve him as Student Trustee, congratulations.
11. Quality SU Action Plan	DF stated the Quality SU report is included in the papers. He would like to thank everyone that took part, it is a really nice report, fantastic read. There is a combination of some recommendations. DF will be devising an action plan; this is just to update with where we are at. KC gave a special mention on Quality SU to everyone involved, there was a lot of work went into that and looking to seeing what is next.
12. Mentoring	KC reminded everyone, to connect where possible with your mentors. ACTION: Reminder to connect with your mentors.
13. Committee minutes a. Finance and Risk Committee – 16 September 2024 b. People and Governance Committee – 24 September 2024	To note. To note.
14. Schedule of Business	To note.
15. Delegation of Authority Matrix	To note.

16. Senior Leadership Team	For information.
AOB – Meeting feedback (Trustees)	<u>Meeting feedback</u> KC has shared the link to capture feedback from today if everyone could please give feedback via HIVE. <u>University Observer</u> This is the last meeting for Christina as an Observer, thank you for all you support and time. CE replied, she is very much still here, found it a really interesting and positive, it's been a pleasure; thank you very much.
17. Date and time of next meetings	Board meetings: ○ Monday 9 December 2024, from 1.30pm - Hybrid ○ Monday 17 March 2025, from 1.30pm - Hybrid ○ Monday 23 June 2025, from 1.30pm - In person, Sunderland ○ Trustee Development Day: Tuesday 24 June 2025, from 9am-4pm - In person, Sunderland Times to join the meeting as follows: 🚦 1.30pm - Trustees & Presidents ONLY 🚦 1.45pm - KC, Presidents & Trustees ONLY 🚦 2.00pm - Everyone

With no further business the meeting finished at 4.52pm.

ACTION TABLE

7a. Spotlight Democracy and Governance Review	PI asked the trustees to vote to allow the byelaws and articles to reflect the changes. APPROVE: All happy to approve the changes.
7c. Members meeting Schedule	APPROVE: All happy with the proposed timelines.
7d. Elections, strategic oversight	ACTION: Defer Elections Strategic Priorities to P&G Committee.
10.Trustee Recruitment update	APPROVE: All agreed on the approval to appoint Jacqui Clements as the new External Trustee. APPROVE: All agreed on the approval to appoint Jamie Young as the new Student Trustee.
12.Mentoring	ACTION: Reminder to connect with your mentors.

Board of Trustees Minutes

Monday 9 December 2024

In person - Edinburgh Boardroom, 4th Floor, Edinburgh Building, City Campus and via Teams.

1.30pm - Trustees & Presidents ONLY

1.45pm - KC, Presidents & Trustees ONLY

2.00pm - Everyone

Present:

Officer Trustees 24/25: Prince Ikechi (PI), President: Activities (Chair of the meeting)
Babatunde Jimoh (BJ), President: Wellbeing
Oludolapo (Dola) Dada (OD), President: Education
Felicia Udofia (FU), President: London

Student Trustees: Jamie Young (JY)

External Trustees: Al-Lawley Powell (ALP), Jess Fogarty (JF)
Kayleigh Tague (KT) Vice Chair of the Board, Rose Guy (RG)

In Attendance:

CEO: Katherine Cooper (KC), CEO

Others: Dan Fow (DF), Head of London Operations

Louise Dixon, Operations & HR Manager

Phil Benton (PB), Counterculture

Craig Henderson, CLA Evelyn Partners Limited, (Auditors)

Minute taker: Donna Thompson (DT), Operations & HR Advisor

Procedural Items

1. Welcome, introductions and apologies for absence

PI welcomed everyone present.

Apologies for absence:

Jacqui Clements (JC), External Trustee.

Joshua Richardson (JR), Jouhayna Mrabet (JM), Student Trustees; no apologies sent.

2. Declaration of interest

None.

3. Minutes and matters arising of Board of Trustee Meeting – 7 October 2024

PI reported he is not running an 'International' campaign – item 5, on the agenda in his officer update; this should read local, regional and national campaign. DT to update. The Board agreed the minutes to be a true and accurate record of the meeting.

Operational Discussion with SU Staff

Item 5a. discussed first in the meeting.

5. Finance

a. Audited account and audit clearance memorandum for the financial year end 31 July 2024

CH reported attached in the papers are the set of accounts and audit findings. There is nothing significant to report, the audit went really well. Pg 10. Appendix 1, there was one adjustment noted on the calculation of the pension liability. Accounts, pg. 15-18 is the audit report, this is an unqualified report. PI was asked to sign off the papers.

4. Students' Union update:

a. Officer updates and questions

Each officer presented their updates in line with the presentation.

DF reported they are looking at ways they can elevate some of their paid student representatives to help when FU leaves at the end of the month.

PI suggested BJ works with NUS for lobbying Student Finance England. DF commented he will also work with BJ.

b. Overview of each department

DF, key highlights, induction of the Student Community team this week. London office move, DF visited the new campus last week, furniture is in, awaiting branding, it is looking exciting.

c. CEO update

KC, delighted to accept Quality SU at the Strategic Conversations with NUS. Discussed the agreed removal of the university observer. Sir David Bell, Vice Chancellor has kindly offered to attend one of the BoT meetings in 2025 and looks forward to meeting the trustees.

The BoT were asked if they would be happy if the minutes of the meeting were shortened; all agreed. Trustees to give feedback once we try a new style and if anyone has anything they need to be minuted, to ask for it to be noted in the meeting.

LD entered the meeting.

5. Finance

b. October Management Accounts

PB reported it has been a good first quarter in the financial year. Surpluses are £25k ahead, the papers gave an explanation around some of the things that have impacted on that. Conversations at F&R committee, Student Experience income a bit behind, media sales have been affected, especially with no longer being with native and merchandise income is behind. PB is meeting with LG, Finance Manager to look to see if there is an issue with stock control and stock management. A discussion took place around stock. ALP suggested at looking at student number intake for next year to align with impact on media sales targets.

c. Finance KPIs

PB, KPIs were brought to the BoT last year and discussed at F&R committee a few weeks ago. Indications from Ben Dale, Chief Finance Officer (CFO) at the university, we should be looking at probably a flat block grant next year. This will create some challenges in terms of the KPIs they use to measure the overall budget for the organisation. A discussion took place.

The Board were asked for their views on the financial KPIs based on the following questions:

- a. Are the KPIs as stated an appropriate set of measures for the Union?
- b. Are there any alternative measures that could be investigated/deployed?
- c. Are the KPIs helpful as a framework for considering the Union's budget pressures?

ACTION: **As no decisions were made, it needs to be referred back to the F&R committee, to look and come up with scenarios which the BoT can decide on.**

6. HR update:

LD spoke. Following on from the Pay & Review reward, the Union have now joined Mediacash to offer employees a health plan and benefits. A few managers have left the SU over the last year, the Student Voice Manager, now Student Communities Manager vacancy is currently being advertised with interviews taking place on 16 January 2025. Advice Caseworker interviews will take place on Wednesday 11 December, there are six candidates for interview; Laura Tillbrook is taking over Chris Welsh's (ex. Advice Caseworker) cases. Several coordinator roles have been moved into their new role as Communities Coordinators. KT suggested it would be good to understand a more holistic picture in the papers, what values are the BoT getting out of the data. KT to speak with LD outside of the meeting.



ACTION: **LD to review HR Report to include additional narrative.**

7. Risk:

a. Strategic Risk Action Plan

KC reported this has been updated.

b. Risk Management Policy

KC, there is a slight amend to the reporting mechanism. This would be reviewed every 2 years. Also introduced this year, there will be a risk deep dive at every committee meeting.

Approve: All approved the policy and to be reviewed every two years, the next renewal date would be in December 2026.

Stared items: Items for discussion by exception only

8. Committee minutes

a. Finance and Risk Committee – 22 November 2024

b. People and Governance Committee – 14 November 2024

AOB

Trustee Training – 28 January 2025, 12-4pm (Online). Topic – Getting to know each other, embedding as a team and what is the best ways of working together.

Upcoming meetings

Date and time of next Board meetings:

- Monday 17 March 2025, from 1.30pm - Hybrid
- Monday 23 June 2025, from 1.30pm - In person, Sunderland
- Trustee Development Day:
Tuesday 24 June 2025, from 9am-4pm - In person, Sunderland

Times to join the meeting as follows:

- 🚩 1.30pm - Trustees & Presidents ONLY
- 🚩 1.45pm - KC, Presidents & Trustees ONLY
- 🚩 2.00pm – Everyone

Company Law meeting

PB. This is the formal end of the democracy and governance review process; the approval in this meeting allows USSU to submit the new Articles to the Charity Commission and Companies House.

Decision: Approve, all agreed.

KC, a lot of work has gone into this, it's been a year in the making and a huge opportunity moving into 2025.

PI thanked Felicia, President: London as this is her last meeting. The BoT wish her well in her future endeavours, all the best.

With no further business the meeting finished at 3.44pm.

ACTION TABLE

5. Finance c. KPIs	ACTION: As no decisions were made, it needs to be referred back to the F&R committee, to look and come up with scenarios which the BoT can decide on.
6. HR Update	ACTION: LD to review HR Report to include additional narrative.
7. Risk b. Risk Management Policy	APPROVE: All approved the policy and to be reviewed every two years; the next renewal date would be in December 2026.
<u>AOB</u> Company Law Meeting	This is the formal end of the Democracy and Governance review process; the approval I this meeting allows USSU to submit the new Articles to the Charity Commission and Companies House. DECISION: Approve, all agreed.

Board of Trustees Minutes

Monday 17 March 2025

In person/Hybrid - Edinburgh Boardroom, 4th Floor, Edinburgh Building, City Campus and via Teams.

1.30pm - Trustees & Presidents ONLY

1.45pm - Trustees, Presidents & CEO ONLY

2.00pm - Everyone

Present:

Officer Trustees 24/25: Prince Ikechi (PI), President: Activities (Chair)
Babatunde Jimoh (BJ), President: Wellbeing
Oludolapo (Dola) Dada (OD), President: Education

Student Trustees: Joshua Richardson (JR)

External Trustees: Al-Lawley Powell (ALP), Jacqui Clements (JC),
Kayleigh Tague (KT) Vice Chair of the Board

In Attendance:

CEO: Katherine Cooper (KC), CEO

Others: Dan Fow (DF), Head of Operations
Phil Benton (PB), Counterculture
Sir David Bell (DB), University Vice Chancellor

Minute taker: Donna Thompson (DT), Operations & HR Advisor

Procedural Items

1. Welcome, introductions and apologies for absence

PI welcomed everyone present. Also welcomed Jacqui Clements, new External Trustee, this is her first meeting today, it is good having her part of the team; JC thanked PI.

Apologies for absence:

Jess Fogarty (JF), Rose Guy (RG), External Trustees and Jamie Young (JY), Student Trustee.

2. Declaration of interest

None.

3. Minutes and matters arising of Board of Trustee Meeting – 9 December 2024

The board agreed the minutes to be a true and accurate record of the meeting. All actions from the meeting have been actioned.

4. Schedule of Business

KC reported JF had sent some questions via email due to her being absent from the meeting. Suggestions around style and visuals, a couple of things missing from June, strategy & policy. The feedback has been actioned, it will revisit on Junes Board papers; it will be a starred item.

Item 6a was discussed before Sir David Bell entered the meeting.

Sir David Bell entered the meeting.

5. Spotlight - Introduction with University Vice Chancellor Sir David Bell

DB thanked everyone for inviting him to the meeting. He will give an update where they are as a university and what some of the issues/matters are at the moment.

DB first day at the University, Monday 24 September 2018, he made a decision that his first public lunch would be with the Presidents of the Students' Union which he thought was important to build a strong working relationship with the University and the SU. Nearly seven years later, they can comment very positively on the quality of the relationship between the university and the SU, tribute to KC, the team, and success of generations of presidents, including the current presidents.

Scale of the University - Sunderland, London, transnational education (students studying overseas), Hong Kong, online provision and apprenticeships provision; they are very substantially larger than what they were a few years ago. Scope of the work is very substantially different.

Other underpinning ambitions is to be very student focused. They spend a lot of time and money getting right both the academic activity and support as well as the general support for welfare, wellbeing a like. They have shaped quite a bit of the work and support for international students, support student wellbeing and mental health (24-hour a day support), reshape student accommodation; they are always trying to ensure they see the university through the students' eye. Student focused ambition is really part of the DNA at the university. Society shaping ambition, most of the work will be at the innovation knowledge exchange; they focus their activity at the applied end of research. They are also trying to put teaching and researching innovation together; they had a meeting last week with students and staff.

There are financial pressures, they had to take out around 10% of their budget, around 20 million, for 2024/25. The university have lost around 200 staff (150 full time staff), ended recruitment in areas where they have come to the end of contract, and scaled back a bit on the capital programme. They have taken some really difficult decisions this year, workplace nursery, programmes in glass and ceramics and NGC closing, there has been an increase in car parking charges. They have looked at the areas where student numbers have inclined. They've tried to target; savings are made in a sensible way.

Through recruitment, international numbers look like they have bounced back. Many more international students particularly in London are opting for 3-year undergraduate degree courses.

The official opening of the new London campus/new premises will be opened next week. The university have continued to upgrade facilities in Film & Media production, health facilities, some facilities in business and technology.

They are active in exploring new markets, domestically and internationally, ensuring their services still meet the needs of students, whilst taking account of changing students' demand.

ALP asked DB, with all the challenge, what are you looking for next in partnership with the Students' Union? DB replied, this is a constant discussion with the SU, what can we do next. The amount of effort that has been put in over the last few years to get the relationship into the position we are in now, doesn't present to him any major problems, difficulties or issues. It is going to be interesting, the new structures and arrangements with the new presidential arrangements, new mechanisms for consultation with students. The university is constantly looking for ways for real time intelligence, they want to just adapt in flight as much as they can. Discussions already with DB, KC and PI, how do you communicate best with students, what are the most appropriate channels. How do you engage students on matters that are driven by the university rather than generated through the Students' Union. It is making sure students are engaged and involved, you want to get the sequencing right.

The frequency of contact between the University and the SU, monthly meetings, regular engagement between DB and KC, formal meetings between SU and senior management teams, informal engagements and working with university colleagues, they have a good basis.

DD, engaging with students, there has been some turbulent times in the past and complaints. Do we have maintenance for managing disagreement in university and students, where does the decision come in, how do we ensure it is not just on the universities part, the students matter. Students still believe that sometimes it is just a tick box exercise, when they have given their opinions, nothing has changed. DB replied, we are never going to agree on everything, and sometimes decisions, students will not agree or accept. Best we can do in those circumstance is to explain the rational for the decisions that they have taken. What is the role of students if prior to a decision being made; that is genuinely a tricky one.

PI asked, the university are interested in increasing student recruitment, with the current situation trying to manage the structure in place now with going from 5 faculties to 3, does the university have what it takes to manage the expectations/does the university have a cap of recruitment number of students? DB replied, London is already out on an active recruitment, they will always look to try and ensure they run all their courses efficiently as they can, likewise on student services. He can reassure they will staff up accordingly.

DF, there's been some quite considerable growth in London; January intake just short 2'000 students. The new building is phenomenal, the facilities are amazing. Could you share any current recruitment numbers in terms of staff, both on staff and student front, and whether there are any longer-term plans for what it might look like in the future for staff and students. DB replied, he is unable to give him definitive numbers at the moment. Question they are facing, what the short to medium term number is in London, and the longer-term numbers will be. They will have the existing building in London for another 12-15 months. In the medium term when they are out of the old building, would they take space elsewhere if they could, they have to balance up different demands. They want to ensure they have the right staff and not running facilities so hot; they are always mindful that numbers can go down as well as up.

JC asked DB, the quality of relationship with the Students' Union, what is your perspective, what would you be looking for in an interim Chief Exec. DB replied, it's all about trust, trusting each other. KC is an experienced Chief Exec, whilst wanting to respect the proper boundaries between the university and the SU, they would want to do all they could to assist whoever the SU puts in, before welcoming KC back in 2026.

PI thanked DB for his time and coming along to the meeting today. He would like to use this opportunity, with the trustees, to show signs of appreciation, and celebrate with the VC who has stepped up into his new role of, Vice Chair of Skills England. PI thanked DB for the relationship built between the university and the Students' Union, the SU wants to continue to build on it going forward.

Sir David Bell left the meeting.

KC asked, does anyone want to debrief from the VC's talk. ALP, you can really see the influence, support and the relationship, it is quite nice. KC, it was really warming to hear some of the collaborative conversations and queried if the board felt benefit for future years. PB spoke.

Operational Discussion with SU Staff

6. Students' Union update:

a. President Progress Update

Each President gave an update on the campaigns they are working on.

DD, President Education: 'Student consultation framework,' 'Model feedback form,' 'Improving PGT employability' and 'Fit to sit policy.'

BJ, President Wellbeing: 'Student Maintenance, Loan Payments fee,' 'Someone to talk to,' and 'University of Sunderland community football tournament.'

PI, President Activities: 'Cost of living', 'Transportation' and 'Housing, rental rights.'

b. Overview of each department

DF, biggest highlight, moving into new office in London. There has been a quick acceleration of numbers in London, DF and KC are meeting Pro Vice Chancellor International office and branch campuses to discuss the future of London. The SU welcomed Kara-Jane Senior, Student Communities Manager into the team, and Bayanda Vundamina, Student Communities Coordinator will be starting in post 1 April.

The SU presented to the Deans of each faculty, more importantly getting them to commit to what we need from them; faculty relationships have been up and down over the recent years. DF has been spending time on away days with the teams he has been managing. Advice service, taking it back to make sure the SU are structurally sound and looking at next developments. Kara-Jayne will be reviewing all the policies and processors from Voice/Representation, to make sure they are fit for purpose for delivery.

DD stated the report from London has a lot of figures (Voice & Opportunities), the one from Sunderland has hardly any figures, could they put figures in for the next report. DF, no problem, noted.

DD, suggestion, difference in stuff that is happening on both campuses, could the new Communications Manager make a new report month by month so they could learn from each other. DF, noted.

JC is interested in the impact in some of the work SU are doing – Student Voice piece, Rep round table, student voice engagement from different focus groups, quite interested in what difference it is making, what the themes are, building on the metrics, what impact are we having. DF replied, he wants to look at the data dashboard with the managers, he is looking at doing it in a different way. KC reported JF had also given similar comments, with the new strategic plan for the future, is there opportunities to shape these into a slightly different structure, ALP had also mentioned this previously. KC noted there is opportunities to shape this for the future in line with the new strategy and Operational plans.

ACTION: DF, consideration on how to adapt the departmental update with the new strategic review.

BJ asked do we have plans of changing the time frame of the Students' Union elections, either before or after the Ramadan period. He is also aware of a London student who is a January intake and unable to run. DF replied, with both points, he will take it to the elections steering group. DF has also been working with international immigration about the January intake. The team have been in discussion about the impact on students who will be fasting.

ACTION: DF, to take both points to the elections steering group; Ramadan period and January intake students.

c. CEO update

KC reported she has been working closely with Peridot to get the finance Trustee recruitment out through the CEO Management committee and People & Governance committee, as JF is leaving in the summer. The University Board of Governors are transiting to a new chair phase happening in April. Before the chair has been announced, the introduction has been made with KC to meet the chair; the chair has been very vocal to meet the Officers as the next step too. This is further progress to what we have had, there is an opportunity to shape further our influence at BoG level.

KC and the officers will be down London next week for the opening, the governors will all be there. There has been lots of work with the Student Communities Team. KC would like to recognise our officer team,

she is proud, seeing the questions that you ask the VC in the meeting. KC is regularly sharing the feedback of the officers, how they are contributing effectively. Huge thank you. PI thanked KC.

JC asked regarding safeguarding training. As most Trustees are unable to make the session, is there a way of having something fed back to make sure as a board they understand their responsibility around safeguarding.

ACTION: KC will arrange for Safeguarding update at the away day in June.

Items for Decision/Discussion

7. Finance

a. January Management Accounts

PB, the report covers the management accounts for the period up to 31 January 2025. There is a positive variance of £14,419. Paragraph 6 highlights where the significant variances are (staff costs, conference attendance and event costs) mainly due to timing/reforecast. Balance sheet, there are a couple of red indicators, this is due to the change in the cash holding, they put the restricted fund lump sum payment into the pension scheme last year, and they are holding it as a prepayment on the balance sheet. Part B is for information, this went to F&R committee last month for approval. The Union is now forecasting an operating surplus for the year of £46,820 against a budgeted deficit of £15,226. Explained in the meeting, part of that is about having a little bit of surplus for this year end, the unknown, around the expected block grant freeze next year, this was a strategic choice and discussed in length at F&R Committee.

b. First Draft Budget 2025-2026

PB reported on the first draft budget as in the papers and explained the new process. The Union has been allocated an appointment in the budget meeting round of the planning cycle in early April. After they meet the university, the Union will have their first round of internal meetings to discuss what the budget envelope is, what each budget holder/departamental envelope has. The Union is looking at a loss of £32,000 next year. PB & KC have had a conversation about KC maternity cover/financed, they believe there is enough scope in the budget for this to happen due to HoSE post that is currently unfilled that the costs could be used to cover support for that period.

Discussions at Finance committee, if that's what it is and we have the reserves to cope, what the concern would be, what does that does for 26/27, and how do we come out of this, what if we don't ever get any more money from the university. PB said, you are the Board, you would have to make difficult decisions and tell PB and KC what you want them to do. If you don't want a loss of £32k, in the internal budget meeting they would have to say we have to reduce our overheads.

PB spoke about the university paying our SUSS pension contributions, a discussion took place. The SUSS members meeting is taking place tomorrow, there will be updates after the meeting.

PB reported there is still some work to be done, and awaiting confirmation from the university as to that is what we are getting. This is for Board to feedback, offer critic, what is your risk tolerance around deficit budget? Subject to feedback from the Board, the Union plans to head into the April budget meeting on the basis of the proposed budget model for 2025/26. Assuming that there is no significant change from the University, and that the Board is comfortable with the projected budget and reserves, the Union will proceed to hold a planning day with the management team in early April; they also have to take into consideration maternity cover.

KC, message from JF, she was clear about some savings through staff vacancies, we opt not to reflect that in the budget. PB, we never put a vacancy factor in, that's where SU's go wrong.

JC asked, do we do a 3-year plan. PB replied yes. JC asked is there a way they could see that? PB, yes. DD asked, budget, variance staff costs, how does this reflect on the budget now. PB explained, we completely plan staffing costs. DF reported we have asked all managers to have a draft plan for the following year. ALP asked, regards the task of generating £50k of income. PB replied it's spread across media sales and merchandise. A discussion took place.

PI asked do we have any plans of filling the vacant positions. PB replied, anything that is currently vacant, or the needs of the restructure will be filled from 1st August to 31st July, however you are having discussions about how to cover KC maternity cover, and where you might repurpose that expenditure. JC asked where are the risks in the budget and what are the opportunities? PB replied, £32k factors all our risks, apart from what they do about maternity leave.

8. Byelaws

ALP, section 1303, Accountability and Oversight, point 4, - The Board of Trustees shall oversee Sabbatical officer performance etc., to me (ALP), the sabbatical officers don't answer to Board, they answer to the student membership, he then started looking further. Why is it there, would the Board really be calling a referendum of removal? New Byelaws, calling for a referendum, the structure of accountability didn't seem obvious.

ACTION: KC to pick this up with ALP.

JC stated there is something on duties and responsibilities, point 112, we should have a code of conduct for members; she will find where it is. Point 106 – Rights of Students Members, to apply for casual employment with the Union, she is assuming that is not excluding anyone else applying for casual employment.

DD asked do we have any age restrictions on student membership. KC, it is a live conversation on university safeguarding, DF is picking this up, it will also cover student activities.

AGREED: The BoT approved the SU Byelaws subsequent to the suggested edits and amends to 112 and 1303 (4) as per the discussion.

Agenda item 10 will be discussed before agenda item 9 due to ALP leaving for train.

DF & PB were asked to leave the room.

9. Board Development Day

KC reminded trustees, Board Development Day will take place in person, on Tuesday 24 June 2025. This will be a facilitated session around strategy, she will work with PI & KT on the agenda for the day. There will also be a trustee social on the Monday evening. A reminder for the in-person activity. KC will make sure Safeguarding is intertwined, as per previous action.

10. CEO Management Committee – Update

KT spoke. As per the paper distributed, they have tried to set out/give a number of options for KC's maternity cover to ensure stability, continuity and effective leadership during the CEO's period of leave. They have tried to capture all the risks possible. KC is planning to finish from 21 July 2025 (due 1st August) as she has annual leave to take; she is expected to return May 2026.

The recommendation, based on an assessment of organisational needs is to introduce an interim cover of: External Interim CEO cover with Internal SLT promotion to Deputy CEO, with the appointment of Dan Fow as Acting Deputy CEO for the maternity cover period.

ALP agrees with the recommended option and asks that KC is involved in the recruitment process. DD has some concerns, if DF is promoted to temporary interim Deputy CEO, what happens when KC comes back. She is trying to look at staff motivation, is it not demotivation, has this been discussed with DF, is he comfortable with this. KT replied, it is really valid concerns and some good points, quite similar to JF raised, KT will go back to JF. They haven't spoken to DF, that is why he was asked to leave the room as it needed to be brought to BoT first to agree the option, he is well within his rights to decline. In terms of demotivation, it would be a temporary position that would be made, if we appoint an external interim CEO, they will not have the same insight as KC does of the organisation, that is why they would be asking DF to step up and support. Morale, it is still a risk, KT would like to think DF sees this of a really good developing opportunity; it will support his longer-term development.

ALP left the meeting.

DD asked is it an option to make the title Acting or Interim Deputy CEO? BJ asked, if DF takes the Interim position, what would happen to the Head of Operations and London campus. KC replied, DF will still do the job he is doing, he will be recognised for all the extra work, the proposal outlines a period of cover from an interim Deputy CEO perspective.

The Trustees were asked for their recommendation/approval.

AGREED/APPROVE: The Trustees in attendance approve to go with option 3. External Interim Appointment with internal SLT promotion to Deputy CEO.

KC asked KT do we need to seek the recruitment process approval separate. KT replied, she is assuming everyone has given their approval of the appointment process as outlined in the recommendation. PI asked, the approval from further trustee, is this based on the recommendation. KT replied yes. JC asked regards the tender process, is this Kay, Prince and Katherine. KT replied yes.

Starred items: Items for discussion by exception only

11. Committee minutes

- a. Finance and Risk Committee – 3 February 2025**
- b. People and Governance Committee – 10 February 2025**

12. USSU/UoS Relationship Agreement

13. Trustee Code of Conduct

AOB

DD asked, as part of the restructure, now the team is complete, when will there be a new operational plan for the community organising aspects. KC replied KJ is two weeks in role, there will be a period of remote working at London campus before she moves to Sunderland, her priority is getting an operational plan together.

DD asked, during the budget, PB mentioned filling the position of Head of Engagement. KC stated, PB said it depends on the outcome from the paper you have been presented with today for KC maternity cover. DD stated so that position is not being filled yet. KC replied, the recommendation for maternity cover is about utilising the HoSE saving, they would look at the structure next year on KCs return.

KC asked the Trustees how they found the VC session? Should she be saying thank you and invite him next March. BJ, he would support that. DD suggested to give him options. JC thought it was really useful and suggested it would be helpful to have some prep time to prepare questions in advance of future interactions.

Upcoming meetings

The next meeting is on Monday 23 June 2025. It will be the last meeting for current Presidents and the new incoming Presidents will be in attendance. PI would like to thank everyone for the opportunity, thank the trustees, appreciate everyone, thank you to everyone for contributing.

Date and time of next Board meetings:

- BoT - Monday 23 June 2025, from 1.00pm - In person, Sunderland City Campus
- Trustee Social - Monday 23 June 2025
- Board Development Day - Tuesday 24 June 2025, from 9am-4pm - In person, Sunderland City Campus

Please note change in times to join the next BoT meeting, the calendar invite will be updated:

- ✚ 1.00pm - Trustees & Presidents ONLY
- ✚ 1.15pm - KC, Presidents & Trustees ONLY
- ✚ 1.30pm - Everyone

With no further business the meeting finished at 4.18pm.

ACTION TABLE

6. Students' Union update: b. Overview of each department c. CEO update	ACTION: DF, consideration on how to adapt the departmental update with the new strategic review. ACTION: DF, to take both points to the elections steering group; Ramadan period and January intake students. ACTION: KC will arrange for Safeguarding update at the away day in June.
8. Byelaws	ACTION: KC to pick this up with ALP. AGREED: The BoT approved the SU Byelaws subsequent to the suggested edits and amends to 112 and 1303 (4) as per the discussion.
10. CEO Management Committee – Update	AGREED/APPROVE: The Trustees in attendance approve to go with option 3. External Interim Appointment with internal SLT promotion to Deputy CEO.

Board of Trustees Minutes

Monday 23 June 2025

In person - Edinburgh Boardroom, 4th Floor, Edinburgh Building, City Campus

1.00pm - Trustees & Presidents ONLY

1.15pm - Trustees, Presidents & CEO ONLY

1.30pm - Everyone

Present:

Officer Trustees 24/25: Prince Ikechi (PI), President: Activities (Chair)
Babatunde Jimoh (BJ), President: Wellbeing
Oludolapo (Dola) Dada (OD), President: Education

Student Trustees: Jamie Young (JY)

External Trustees: Al-Lawley Powell (ALP), Jacqui Clements (JC), Jess Fogarty (JF)
Kayleigh Hesse (KH) Vice Chair of the Board, Rose Guy (RG)

In Attendance:

CEO: Katherine Cooper (KC), CEO

Others: Dan Fow (DF), Head of Operations
Phil Benton (PB), Counterculture
Helen Driscoll (HD), University DVC Education

Minute taker: Donna Thompson (DT), Operations & HR Advisor

Observers:

Officer Trustees 25/26: Adewunmi Adeoye (AA), Suraj Acharya (SA)

External Trustee: Matty Pendergast (MP)

Student Trustees: Christiana Addo (CA), Ishahak Khadji (IK)

Procedural Items

1. Welcome, introductions and apologies for absence

PI welcomed everyone present. This is the last BoT meeting for the outgoing Student Officers; everyone introduced themselves.

Apologies for absence:

Joshua Richardson (JR) Student Trustee

2. Declaration of interest

Student Trustees and External Trustees who expressed interest in Chair and Deputy Chair of BoT will need to leave for item 8a on the agenda.

3. Minutes and matters arising from Board of Trustee Meeting – 17 March 2025

Amend required to item 6a, President Wellbeing. This should read 'University of Sunderland community football tournament' and not 'Physical Mental Health competition.'

All actions from the meeting have been completed.

The board agreed the minutes to be a true and accurate record of the meeting with the amend.

Helen Driscoll entered the meeting.

4. Spotlight

HD presented a university update. The main topics she shared were:

- Overview of the student body from 2023-24
- Where our students are in the world – Over 40 locations in the world!
- Overview of our student body – access and participation characteristics
- Access and participation plan – addressing gaps in student outcomes for APP characteristics
- Overview of our student body – domicile
- Overview of our student body – entry qualifications
- The regulatory landscape
- Future direction – where are we heading!
- New Student Success Plan
- Potential growth areas

RG asked, around the new student success plan, Transnational Education, what constitutes a Students' Union member. She has concerns as a trustee, resource, who is delivering student voice. HD replied, for student voice, the partner is responsible for making sure that happens. The University share policies with them, they are doing work with them at the moment implementing the feedback forms.

New Incoming Trustees

KC reported the new trustees attended training with external facilitator on Friday. They have brought an overview to the Board, of ways of working; AA spoke on behalf of the group.

Items for Decision/Discussion

5. Finance

a. May Management Accounts and Year-end Forecast

PB asked if there were any questions on the papers.

JC asked, in terms of spending less, what impact is this having in terms of delivery/student experience. KC, they have reduced the activities due to some of the engagement levels, making sure they adapt to the student demands. Large savings from the vacancy - Head of Student Engagement, a decision they took due to CEO maternity leave and some delays in recruiting; this will shift next year. For the year head, the budget has been to the operational plans. Market Research, they have taken a discussion to do student feedback around events and activities as a one-off project to help plan for next year.

b. University Budget Summary 2025/26

PB reported as in the papers:

- Projected deficit for next year.
- Indication from university they will hope to agree a 3-year basic settlement on the budget, taking 2025/26 as the base and increasing that by whatever the inflationary pay award is agreed by the university over the next three years plus increments. Also, additional funding to be used at London campus - £30,000, based on student growth and campus expansion.

- Director of Finance has indicated that they'd like to start conversations early about what happens with pension contributions. Based on section 75, settlements that happen at the moment, they are costing way less than the estimated costs that were published this time last year. KC has delegated PB to pick this up with the director of Finance. PB is going to do that quite quickly.

JF, are we going to approve the indicative designated funds now or wait until after the year end? PB replied, you can, or you can wait.

JC asked around Projection, PB replied. A discussion took place. JC asked in terms of university paying off section 75 debt, would we be expected to pay this off. PB replied no, we would not expect to.

6. Progress update

a. Annual Impact Report

KC reported student led activity has really increased. The impact report highlights activity around community organising; societies has had a 20% increase. They are really proud of the activity and how they are working closely to support students. Communities Officers will definitely be transitioning that over the year ahead.

Each President gave an update on the campaigns they have been working on and achievements during their term in office and thanked the BoT for all their support; they appreciate it.

JY asked, the campus bus ran by Go Northeast, which was under review, is it continuing? PI replied, yes, they are going to review the contract.

JY asked DD, EC review, the part about evidence for students isn't exactly perfect. Would it be possible to have the evidence as not mandatory, as in some circumstances, it is not always possible to attach the evidence at the time. DD suggested to bring it into the rep round tables. KC stated she will pick it up outside the meeting.

b. Strategic Risk Action Plan

KC reported everyone has a copy of the Strategic Action Plan which has been through F&R Committee. Follow up questions ahead of the meeting:

- Are we comfortable as a trustee board?
- Are the risks marked as not a target, are you comfortable with the actions?

KC asked are you happy to approve the Strategic Risk Action Plan as a document?

JC stated she would like to understand more about the immigration piece/white paper, how it is going to impact us and any of our students. A discussion took place.

ACTION: F&R Committee to pull together some information on the immigration piece/white paper and deliver it to the next BoT meeting as more information is coming out.

JF reported, at F&R they take one risk each meeting and dive into it, she was wondering if there is a role at Board to take some of the less finance risk on.

ACTION: October Board – Add Risk Deep Dive on Immigration white paper.

JF reported the rating is wrong on 5E.

ACTION: Update the rating on 5E.

JF, the very first risk, is there actually anything more that we are going to do?

ACTION: Update 1A (the target).

7. Annual Away Day

KC, this will be facilitated by Sarah from Atkinson HR. Everyone has been sent the agenda via email – agenda items, 'Where we have been, where we are going, Trustee Safeguarding'; the VC will also be joining the session on the afternoon.

AA, JC & KH left the meeting for item 8a to be discussed.

8. Appointment of roles and sub-committee roles

a. Chair of Board, University Board of Governors, Chair Sub-Committees

After a discussion and vote, it was agreed the following would be appointed:

Chair of Board of Trustees – Jacqui Clements

Deputy Chair of Board of Trustees – Ade Adeoye

University Board of Governors – Ade Adeoye & Suraj Acharya

AA, JC & KH re-entered the room.

KC announced who had been appointed and explained how they came to their decision. The committee think it would be a risk to the organisation if KH had to step down from chair of P&G committee.

Sub-committees – A discussion took place. It was suggested incoming Officers and Student Trustees to think on it overnight; this would be discussed at Trustees Away Day.

b. Trustee Recruitment

Two new External Trustees and two new Student Trustees have been recruited.

- External Trustees - Matty Pendergast (MP), Paul Athey (PA)
- Student Trustees - Christiana Addo (CA), Ishahak Khadji (IK)

9. External Trustee mentoring support with elected officers and student trustees

KH spoke on how the mentoring support has worked the last year. She asked how do they get it right, how well has it worked as there has been inconsistency; she would like to know what works for everyone. JC replied, there is a nice balance in numbers of Trustees, she sees it more as a guidance than an expectation. A discussion took place with the external Trustees giving their views on how it worked last year. A suggestion was to have a meeting the week before each BoT meeting or have your own routine. KH thanked everyone for their feedback.

ACTION: KH will take it away, still do the matching exercise and send some kind of guidance on mentoring.

10. Trustee Skills Audit

A reminder for all to complete the Trustee Skills Audit and send it to DT. This allows for matching and understands where they have any gaps in BoT.

ACTION: Reminder for all to complete the Skills Audit and send it to DT.

11. Board Development Plan

KC asked if there was any thoughts or development on the plan. Nick Smith is booked in for an online Mid-Year review, they really want to help develop Board. Additional, High-Speed Training is available, optional if anyone would like to attend.

ACTION: When completing the skills audit, let us know if you want to attend any training/additional training.

12. Interim CEO Objectives

As attached in the papers, the CEO committee management have pulled together some key priorities.

Approval received for the paper.

Operational Discussion with SU Staff

13. Students' Union update:

a. Officer update and questions

This was discussed earlier in the meeting.

b. CEO update and questions

A reminder, Trustees and Management Planning Day tomorrow, starts 9.30am.

c. Departmental overview and questions

DF reported. Student Communities work in Sunderland is progressing nicely; there are lots of good relationship building going on with the team. DF has been meeting regularly with Helen, DVC Education; the coordinators have been meeting with the faculties.

London continues to grow but also continues to be just as much of a challenge as it is growing. The university acknowledged this with the additional funding. Worth noting, that wasn't quite as much as they asked for in the additional funding request. Presence still seems to be growing, recent constraints around challenges around event space, they are working on this. Digital presence in London is growing too!

Departmental overview – DF is open to questions around changing the format, looking to develop something more strategic and capture more of the performance departmentally.

Campus statistics, London capacity, initially 4,000 students before the building move. They are now at 5,000-5,500. London are exploring ways they are using the building. The development is looking into 3-year courses, weekends, and night courses. University needs to do more for its graduates as the students suffer for graduate outcomes.

Starred items: Items for discussion by exception only

14. Committee minutes

- a. Finance and Risk Committee – 3 February 2025
- b. People and Governance Committee – 10 February 2025

15. USSU/UoS Relationship Agreement

16. Trustee Code of Conduct

17. Election Dates 25/26

18. Returning Officer Report

19. FoS revised Code 2025
20. Board Term of reference

AOB

JY asked if there was any chance the SU could find out any information from the university regarding Graduations changing venue from the SOL to the Fire Station, there is no information of how many family members or friends you can invite. KC replied, they will ask the question.

ACTION: KC to ask the university if they have more information that can be shared for graduations 2026.

Date and time of next Board meetings:

- **BoT** - Monday 6 October 2025, from 1pm **(Hybrid)**
- **BoT** - Monday 8 December 2025, from 1pm **(Hybrid)**
- Thursday 15 January 2026 AM (Mid-Year Development Session online)
- **BoT** - Monday 16 March 2026, from 1pm **(Hybrid)**
- **BoT** - Monday 29 June 2026, from 1pm **(In person, Sunderland City Campus, SR1 3SD)**
- Tuesday 30 June 2026 (Board Away Day)

Times to join the meeting:

- ✚ 1.00pm - Trustees & Presidents ONLY
- ✚ 1.15pm - KC, Presidents & Trustees ONLY
- ✚ 1.30pm - Everyone

PI thanked everyone, he appreciates everyone for being here. Congratulations and all the best, continue to keep in touch.

With no further business the meeting finished at 4.50pm.

ACTION TABLE

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