

# Bye Law 1: Board of Trustees and Sub-Committees



## 1. General

- a. This bye law defines the composition of the Board of Trustees and the sub committees of the Board.
- b. All responsibilities, powers and limitations on such powers are defined in the Articles of Association, Part 3 – Trustees

## 2. Membership

- a. The Board of Trustees is made up of:
  - i. Four Sabbatical Trustees as defined in Article 20 of the Articles of Association
  - ii. A maximum of twelve Trustees made up of:
    1. A minimum of two and up to six Student Trustees, as defined in Article 21 of the Articles of Association
    2. A minimum of four and up to six Lay Trustees, as defined in Article 22 of the Articles of Association.

## 3. Sub-Committees

There shall be the following sub-committees of the Board of Trustees:

### a. Management Committee

#### i. Purpose

The Management Committee is responsible for the oversight of the general management of the Students' Association. Specifically it is tasked with:

1. Noting monthly management accounts and agreeing any remedial actions required to ensure financial targets are met.
2. Ensuring progress against the annual operating plan is monitored and reported (including Sabbatical Officer Objectives)
3. Approving financial requests in line with the Scheme of Delegated Authority (SODA).

#### ii. Membership

1. The Four Sabbatical Trustees
2. One Lay Trustee. This may be any one of the Lay Trustees and different Trustees may take this role as agreed by the Board.
3. The Chief Executive of the Association
4. Managers of the Association as required and appropriate.

#### iii. Frequency

1. The Committee shall meet once every two months throughout the year.

#### iv. Committee Chair

1. The Committee is chaired by the President of the Union. In their absence or at their request, the meeting may be chaired by any member.
- v. Quorum
  1. A minimum of two sabbatical officers, plus the Chief Executive or their nominee.
- vi. Required information
 

This Committee shall receive:

  1. Monthly management accounts for review;
  2. Update reports on activity from the Chief Executive and Department Heads
  3. Requests for capital spend in line with the SODA.
- vii. Reporting Information
  1. Minutes of the committee will be passed to the Board of Trustees for noting.

## **b. Audit & Risk Committee**

- i. Purpose
 

The Audit and Risk Committee is responsible for

  1. Ensuring the Union's compliance with their legal obligations, including making the necessary returns to OSCR, Companies House, HMRC and the Pensions regulator.
  2. Monitoring and updating the Union's risk register
  3. Updating the Scheme of Delegated Authority (SODA)
- ii. Membership
  1. All Trustees
  2. The President of the Union
  3. The Chief Executive is to be in attendance at all meetings of the committee and other managers of the Union may be requested to attend as appropriate.
- iii. Frequency
  1. The Committee will meet at least twice per year.
- iv. Committee Chair
  1. One Board of Trustee who is not a current student will chair the committee as agreed by the Committee. In their absence one of the other non-student trustees may chair the meeting.
- v. Quorum
  1. Two Board of Trustees who are not current students.
- vi. Required Information
 

This committee will receive:

  1. Copy of any audit reports that we receive
  2. Copy of the most recent accidents recorded in our logs.
- vii. Reporting Information
  1. Minutes, including updated Risk Register and SODA will be submitted to the Board of Trustees for Noting

### **c. Appointments Committee**

- i. Purpose
  1. To make recommendations to the Student Council as to prospective Union Trustees as required from time to time.
- ii. Membership
  1. Any two Sabbatical Officers
  2. Any two Trustees, with a minimum of one Lay Trustee
  3. The Chief Executive Officer may also attend the appointment committee without voting rights.
- iii. Frequency
  1. As required
- iv. Committee Chair
  1. Any one of the Committee selected by its members.
- v. Quorum
  1. Any two members
- vi. Required Information

This committee shall receive:

  1. Application forms from perspective Trustees
- vii. Reporting Information
  1. Any appointments shall be submitted to Student Council for ratification in line with Articles 21 and 22 of the Articles of Association.
  2. The Committee should also report any recommendations to the Board of Trustees.

### **d. HR Committee**

- i. Purpose
  1. To maintain oversight of HR procedures and operations within the Union.
  2. To ensure HR Documentations is up-to-date.
  3. To receive recommendations from the Chief Executive on staffing structure, salaries and other matters as appropriate and consistent with the scheme of delegated authority (SODA)
- ii. Membership
  1. The Lay Trustees
  2. The President of the Student Union
  3. The Chief Executive shall be in attendance.
- iii. Frequency
  1. As required, but a minimum of one per year.
- iv. Committee Chair
  1. One of the Lay Trustees.
- v. Quorum
  1. Any two lay trustees plus the Chief Executive.
- vi. Required information

This committee shall receive:

1. HR information as required for decision making.
- vii. Reporting Information
1. To the Board of Trustees as required.

<b>Approving Body</b>	Student Council/Board of Trustees
<b>Date of approval:</b>	28 <sup>th</sup> September 2021
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