

**Newman Students' Union**  
**Bye Law B:**  
**ELECTED OFFICERS AND THE TRUSTEE BOARD**

**Overview**

This Bye Law outlines regulations for the full-time elected Officer Trustees of the Union and its Trustee Board, in addition to those that can be found in the Constitution of Newman Students' Union in Clauses 37-70 and 75-93.

**Composition of the Trustee Board**

- 1) The Trustee Board will be made up of the following persons:
  - a) Not more than two Officer Trustees elected in accordance with Clause 37 of the Union Constitution.
  - b) Not more than two Student Trustees, elected in accordance with Clause 43 of the Union Constitution.
  - c) Not more than four Lay Trustees, appointed in accordance with Clause 50 of the Union Constitution.
  - d) The Union Chair, elected in accordance with Clause 47 of the Union Constitution.
  - e) Not more than one University Trustee, elected in accordance with Clause 53.
- 2) The terms of office of the Trustees are laid out in Clauses 38-55 of the Union Constitution and in Points 26-40 below.
- 3) The removal, resignation and replacement of Trustees are as laid out in Clauses 57 to 63 of the Union Constitution.

**Powers and Responsibilities of the Trustee Board**

- 4) The general powers and responsibilities of the Trustee Board are as laid out in Clauses 57-62 of the Union Constitution. These include but are not limited to:
  - a) the governance of the Union;
  - b) the budget and financial management of the Union;
  - c) the strategy of the Union.
- 5) The powers of the Trustees are also laid out in Clause 4 of the Union Constitution.
- 6) All Trustees will agree to abide by the Trustee Code of Conduct which is available on the Union's website.

**Delegation of Responsibility of the Trustee Board**

- 7) The Trustees may delegate any of their powers to any person(s) or committees, as laid out in Clauses 70-73 of the Union Constitution. The Trustees will determine the number, remit and membership of any such committees. Such committees may include Officer Trustees, Student Trustees, Part-Time Officers, Members of Student Council and non-elected Members of the Union.
- 8) All such committees will report regularly to the Trustees in accordance with Clause 72.3 of the Union Constitution and may be required to submit reports to Student Council.
- 9) Members of the Union's staff team may be invited to attend committee meetings to advise or support the committee, at the request of the Chair of that committee.
- 10) The Trustees shall have the power to revoke in whole or in part or to amend any delegation of their responsibilities to any committee and can require any such committee (other than the

Voice & Support Committee or Community & Wellbeing Committee) to no longer meet and cease to exist.

### **Delegated Responsibilities to the Union Director**

- 11) As laid out in Clause 74 of the Union Constitution, the Union Director will have devolved responsibility for the day-to-day management of the staff of the Union (other than the Officer Trustees who are accountable to and managed by the Trustee Board).
- 12) The Union Director can, in turn, delegate responsibilities through the management structure.
- 13) The Union Director will, on behalf of the Trustees:
  - a) ensure the production of monthly management accounts, monitor expenditure against agreed budgets;
  - b) promote a culture of accountability throughout the Union's operations and staff;
  - c) ensure the appropriate insurance cover is undertaken for the Union's operations;
  - d) advise the Trustees on the appointment of external auditors and their terms of engagement on tenders, where appropriate;
  - e) report the findings of external audit reports and consider and monitor the implementation of any recommendations arising from such reports.

### **Appointments Committee**

- 14) The Trustee Board will establish an Appointments Committee to oversee the appointment of the Student, University and Lay Trustees and to ensure the Board as a whole has the necessary range and balance of skills and experience to enable effective governance.
- 15) In line with Clauses 43 and 46 of the Union Constitution both Student and Lay Trustees are appointed by the Appointments Committee;
- 16) The Committee will meet as and when required and ensure that vacancies are filled at the earliest opportunity.
- 17) The Committee will consist of:
  - a) the Co-Chairs of the Trustees (who will Co- Chair);
  - b) one Officer Trustee;
  - c) a Lay Trustee selected by the Board of Trustees.
  - d) the Union's Voice and Governance Co-ordinator will act as secretary to the Committee.
  - e) the Union Director may be invited to attend as an advisor to the Committee at the request of the Co-Chairs.
- 18) All members of the Committee must be present for the Committee to be quorate. The Committee cannot deal with any business if it is not quorate.
- 19) The functions of the Committee are to:
  - a) approve the information and documentation sent to potential candidates;
  - b) approve the process and timescales for recruitment, interview and selection of Lay Trustees, University Trustees and Student Trustees;
  - c) shortlist and interview candidates on behalf of the Trustees;
  - d) Appoint Student, University and Lay Trustees.

### **Finance, Risk & HR Committee**

- 20) The Trustee Board will establish a Finance, Risk & HR Committee to oversee:

- a) the Union's financial strategy, including the annual budget process and block grant submission, to ensure the Union complies with all relevant laws and regulations, manage financial risk and receive reports from external audits.
  - b) the implementation and ongoing development of the Students' Union's HR strategy and to ensure the Students' Union complies with employment law and other legal/ statutory requirements in its HR practices.
  - c) To review and determine annual remuneration for Union Staff and Officer Trustees.
- 21) Full Terms of Reference will be agreed annually by the Trustee Board.
- 22) The Finance Committee's membership will include:
- a) 1 Lay Trustee;
  - b) 1 University Trustee;
  - c) 1 Student Trustee;
  - d) 1 x Officer Trustee
- 23) Quorum will be a minimum of 2 Trustees present.
- 24) The Union Director will be in attendance and a relevant member of Union staff will act as secretary of the Committee.

### **Officer Trustees**

- 25) There shall be two Officer Trustees:
- a) President
  - b) Vice President
- 26) Any Full Member of the Union may hold office as an Officer Trustee for a maximum of two years as outlined in the Education Act 1994.
- 27) Officer Trustees shall hold their role from the 1<sup>st</sup> July following their election until the last 30<sup>th</sup> June the following year.
- 28) Full time elected Officers cannot take up a core staff or student staff position within the Students' Union within a one-year period of holding a position as an Officer Trustee.
- 29) At the same time as commencing their term of office, the Officer Trustees must also enter into a written contract of employment with the Union, which will detail their terms and conditions of employment and remuneration.
- 30) The general, specific and day-to-day responsibilities of all Officer Trustees will be laid out in role descriptions for each post and made available to all members of the Union via the Union's website.
- 31) If an Officer Trustee ceases to be a Trustee by virtue of any provision of Clauses 56 to 59 of the Union Constitution, they may also be subject to the Union's disciplinary procedures as laid out in the Staff Handbook. The outcome may include dismissal from employment.
- 32) Officer Trustees are expected to abide by rules and regulations set out in the Staff Handbook and these Bye Laws at all times. Breaches may result in disciplinary action.
- 33) Immediately following their election, successful candidates shall be designated Officer Trustees Elect and can be invited to attend Trustee Meetings, Executive Committee, Student Council and other committees relevant to their post as observers.
- 34) Officer Trustees Elect shall be remunerated at the same rate as Officer Trustees, pro rata, for any training hours or induction they undertake prior to the commencement of their contract of employment.

### **Student Trustees**

- 35) The term of office of Student Trustees shall be for one year from their date of appointment.

- a) Student Trustees appointed for positions in the following academic year will commence their term on the 1st August and end on 31st July of the following year.
- b) Student Trustees may serve a maximum of two terms which may either be consecutive or non-consecutive role to complete a placement or sandwich year may complete their term on their return to study.
- c) if a Student Trustee ceases to be a student during their term of office, they will cease to be a Student Trustee.
- d) Students who are employed by the Union will not able to be Student Trustees.

### **Lay Trustees**

- 36) The term of office of Lay Trustees will be for a period of up to four years and shall commence immediately upon appointment.
  - a) Lay Trustees may serve for a maximum of two consecutive terms.
- 37) When appointing Lay Trustees, the Appointments Committee will aim to ensure they provide a balance of relevant expertise e.g. finance, HR and legal knowledge to support the Board in its work.

### **University Trustee**

- 38) The term of office of a University Trustee will be for a period of up to four years and shall commence immediately upon appointment.
  - a) A University Trustees may serve for a maximum of two consecutive terms.
- 39) When appointing Lay Trustees, the Appointments Committee must seek the approval of the Senior Leadership Team of Birmingham Newman University before and an appointment can be made.

### **Union Chair Trustee**

- 40) The term of office of the Union Chair Trustee shall be for one year from the 1<sup>st</sup> July in the year following their election to 30<sup>th</sup> June the following year:
  - a) if the Union Chair Trustee ceases to be a student during their term of office, they will cease to be a Union Chair Trustee.
  - b) if the Union Chair Trustee ceases to hold the position of Union Chair, they will cease to be a Trustee.
  - c) Students who are employed by the Union will not able to be hold the position of Union Chair Trustee.

### **Meetings of the Trustee Board**

- 41) The rules regarding the timing, content and organisation of meetings of the Trustee Board are laid out in Clauses 84-101 of the Union Constitution.

### **Co-Chairs and Secretary**

- 42) As laid out in Clauses 92-94 of the Union Constitution the Co-Chairs of the Trustee Board shall be the President of the Union and a Lay Trustee Co-Chair, appointed by the Trustee Board, every two years.
- 43) There will be a Secretary appointed to service meetings and support the Trustees.

### **Rights to Attend, Speak and Vote at Meetings of the Trustee Board**

- 44) The Trustees shall invite the Union Director to attend and speak at meetings of the Trustee Board, but the Union Director will not be entitled to vote or count in the quorum of the meeting.
- 45) At the Chair's discretion, other persons may be invited to attend and speak at meetings of the Trustee Board as deemed appropriate but shall not be entitled to vote or count in the quorum of the meeting.