

# Bangor University Students' Union (Undeb Bangor) Articles of Association: Bye-Laws

## Bye-Law 5 – Trustee Board

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*This Bye-Law is the property of the Trustee Board and can be amended by the Trustee Board and Undeb Bangor Council, in line with their procedures.*

### **1 Purpose, Structure & Delegation**

- 1.1 The purpose of the Trustee Board is set out in Bangor University Students' Union (Undeb Bangor) Articles of Association
- 1.2 The Trustees are free to structure Trustee Board meetings as they see fit, provided that the conditions outline in the Articles of Association are met.
- 1.3 The Trustees may delegate operational responsibility to appropriate staff and sub-committees as necessary

### **2 Trustee Appointments and Period of Office**

- 2.1 External Trustees will commence their appointment from the date of their acceptance at Undeb Bangor Council for a period of office as detailed in the Articles of Association.
- 2.2 Under normal circumstances Sabbatical Officer Trustees and Student Trustees will commence their appointment from July 1<sup>st</sup> in the year they are elected, and their period of office will cease on the following June 30<sup>th</sup>.
- 2.3 If a Sabbatical Officer Trustee or Student Trustee vacancy exists, a by-election will be called following the procedure outlined in the Elections Bye-Law. Their period of office will be determined by the Trustee Board and will end in line with other elected Trustees.

### **3 Trustee Roles, Responsibilities & Expectations**

- 3.1 All Trustees are expected to:
  - 3.1.1 Uphold the Bangor University Students' Union (Undeb Bangor) Mission, Vision and Values at all times.
  - 3.1.2 Adhere to the seven Nolan Principles of Public Life whilst carrying out their duties: these are Selflessness, Integrity, Objectivity, Accountability, Openness, Honesty, and Leadership.
  - 3.1.3 Attend all Trustee Board, and appropriate sub-committee, meetings or send written apologies in advance.
  - 3.1.4 Promote the work, aims and ideology of the Union, maintaining confidentiality where necessary.
  - 3.1.5 Envision, monitor and evaluate the Union's strategic direction.
  - 3.1.6 Maintain an active interest in the Union and ensure that they are appropriately prepared and briefed in order to make informed decisions for the benefit of students in Bangor.
  - 3.1.7 Contribute towards the on-going development of a high performance Trustee Board.
  - 3.1.8 Take part in appropriate additional activities as may be determined by the Trustee Board for the furtherance of the Union.
  - 3.1.9 Ensure that the Union: complies with all relevant legislation and this Articles of Association, uses charitable funds and assets only in the furtherance of the Union's objects, and ensures continued solvency.
  - 3.1.10 Take appropriate steps to avoid activities that might place the charity's assets, resources or reputation at undue risk.
- 3.2 Students' Union Director Appraisal
  - 3.2.1 In line with Articles of Association, the Trustee Board is responsible for providing a suitable annual appraisal of the Students' Union Director.
  - 3.2.2 The Students' Union Director appraisal is led by the President with the support of a 'Students' Union Director Appraisal sub-committee', the membership of which is to be decided in a meeting of the Trustee Board.
  - 3.2.3 The membership of the 'Students' Union Director Appraisal sub-committee' will comprise of at least the President and one External Trustee.

- 3.2.4 The 'Students' Union Director Appraisal sub-committee' will annually propose an appraisal process for approval to Trustee Board meeting in a timely manner before instigating the appraisal process.
- 3.2.5 The Students' Union Director's appraisal should be completed prior to the Sabbatical Handover period and be led by the incumbent President. If the President is unavailable or unable to fulfil this task another member of the Trustee Board may be selected by the Trustee Board to fulfil this role.

#### **4 Sub-Committees of the Board**

- 4.1 The Trustee Board may set up sub-committees as necessary to provide a more detailed forum for discussion and/or to deliver operational and monitoring requirements.
- 4.2 The Trustee Board should ensure that the sub-committee structure works efficiently and effectively and seek to make use of delegation and referral to the Executive committee where appropriate.
  - 4.2.1 Where Trustee Board responsibilities are delegated to the Executive Committee, members of the Trustee Board are welcome to attend Executive Committee meetings in a non-voting capacity.
  - 4.2.3 Minutes of Executive Committee meetings should be presented at each Trustee Board meeting for information and discussion.

#### **4.3 Executive Committee**

- 4.3.1 The Sabbatical Officers form the voting members of the Executive Committee, which exists as a regular, formal, operational meeting. The main business of which is to discuss the implementation of projects and ideas which will improve the lives of Students at Bangor University.
- 4.3.2 The Students' Union Director (and other Senior Managers where agreed) shall be non-voting members of the Executive Committee.
- 4.3.3 The Executive Committee must ensure that all of the activities of the Students' Union abide by all policies and procedures
- 4.3.4 Agendas and Minutes of the Executive Committee should be published on the Students' Union website at regular intervals throughout the academic year.
- 4.3.5 The Executive Committee should take direction from, be accountable to, and report progress to, both Undeb Bangor Council and Student Members Meeting and may take on functions of the Trustee Board as delegated.
- 4.3.6 The Executive Committee members are free to structure the meetings as they see fit, provided that the conditions outlined in this bye law are met.

#### **4.4 Appointments Committee**

- 4.4.1 Purpose
  - 4.4.1.1 The purpose of the Appointments Committee is to search for, evaluate and recommended nominees for vacant or forthcoming External and Alumni Trustee roles in accordance with Article 23 of the Articles of Association.
  - 4.4.1.2 The Nominations Committee may at any time decide to elect Student Trustees for the forthcoming Academic Year. The elections process shall be in line with the Elections Bye-Law within these bye-laws.
- 4.4.2 Membership
  - 4.4.2.1 The membership of the Appointments Committee shall be determined by the Trustee Board on an annual basis but must include at least the President (chair), an External Trustee and one other elected Trustee.
  - 4.4.2.2 The Students' Union Director should be a non-voting member of this committee.

#### **4.5 Health and Safety Committee**

- 4.5.1 Purpose
  - 4.5.1.1 The purpose of the Health and Safety Committee is to provide governance and oversight to Health and Safety activity and compliance within the Students' Union.
  - 4.5.1.2 The Health and Safety Committee shall meet four times a year in advance of the Trustee Board
- 4.5.2 Membership

- 4.5.2.1 The membership of the Health and Safety may be determined by the Trustee Board on an annual basis but must include at least the President (chair), an External Trustee and one other elected Trustee.
- 4.5.2.2 The Students' Union Director should be a non-voting member of this committee

## **5 Removal of Trustees by the Board: Appeals Panel**

- 5.1 An Appeals Panel will be set up to meet the requirements of the Articles of Association in the event that a Trustee is removed from office by the Board and the Trustee makes a request for an appeal in writing to the Students' Union Director within 14 days of being notified of the Trustee Board decision in writing.
  - 5.1.1 If the Trustee Board decide to remove a Trustee, that Trustee is immediately suspended from all duties until the completion of the Appeals Panel process. In cases relating to Sabbatical Officer Trustees, remuneration would continue until the Appeals Panel process has completed.
- 5.2 Membership
  - 5.2.1 The Appeals Panel will be convened by the Union's Returning Officer, appointed by the Board annually as detailed in the Elections Bye-Law. In the event of their unavailability they will recommend a suitable replacement to the Trustee Board.
  - 5.2.2 Membership of the Appeals Panel will be determined by the Returning Officer, and will include one member of University staff, one member of Undeb Bangor Council and two further members of the Union who do not sit on the Undeb Bangor Council.
  - 5.2.3 The Returning Officer will ensure that the membership of the Appeals Panel is impartial and have had no prior involvement in the process.
  - 5.2.4 The Students' Union Director may be invited by the Returning Officer to attend the Appeals Panel in a nonvoting capacity to provide information and advice, and to perform the role of secretary.
- 5.3 Procedure
  - 5.3.1 The Panel date, time and location will be set by the Returning Officer and communicated to all relevant parties at least one week in advance of the panel meeting.
  - 5.3.2 The Appeals Panel will receive a written report from the Board of Trustees outlining the issue, the process undertaken and explaining the decision made. This document will be made available to all panel members and the Trustee under consideration no later than 48 hours before the Panel meeting.
  - 5.3.3 A member of the Trustee Board will present the written report to the Appeals Panel and answer any relevant questions.
  - 5.3.4 The Trustee facing removal will have an opportunity to state their case and answer the questions of the Appeals Panel. They may wish to submit a written report; this document will be made available to all panel members and the Trustee Board no later than 48 hours before the Panel meeting.
  - 5.3.5 Both Trustee Board members will be asked to leave the room whilst the Appeals Panel makes their deliberations. The Panel may decide to:
    - i. Uphold the decision to remove the Trustee
    - ii. Overturn the decision to remove the Trustee
    - iii. Request further information, suspend the process, and re-convene at an agreed future date.
  - 5.3.6 The decision is made on a majority vote, and the decision of the Appeals Panel is final.
  - 5.3.7 If the Appeals Panel decides to overturn the Trustee Board's decision, the Trustee facing removal is immediately re-instated.
  - 5.3.8 If the Appeal Panel decides to overturn the Trustee Board's decision, the original resolution of no confidence cannot be re-submitted to the Trustee Board.

## **6 Removal of Trustees by Referenda and Undeb Bangor Council**

- 6.1 For the avoidance doubt, there is no appeals process available for Trustees who have been removed by democratic vote via Undeb Bangor Council or Referendum except where it can be proved that due process was not followed.
  - 6.1.1 Complaints regarding the process of a trustee no-confidence referendum or motion of no confidence at Undeb Bangor Council should be submitted to the Trustee Board for consideration within 7 days of the vote. The Trustee Board may decide to:
    - i. Uphold the complaint and overturn the decision to remove the Trustee
    - ii. Reject the complaint and uphold the decision to remove the Trustee
    - iii. Request further information, suspend the process, and re-convene at an agreed future date.

The decision of the Trustee Board is final.

6.2 In the event that a referendum or a motion of no-confidence at Undeb Bangor Council is passed, the individual in question immediately ceases to be a Trustee. In cases relating to Sabbatical Officer Trustees; remuneration ceases 7 days after the date of the vote unless an appeal is lodged, in which case it will cease following the completion of the appeals process if the appeal is rejected.

## **7 Removed Trustees**

7.1 Once a Trustee has been removed from office, they may not ever re-stand or re-apply to be a Union Trustee.