

## **By-law (2): Trustees**

*This By-law sets out the role of a Union Trustee and the meetings, composition and responsibilities of the Board of Trustees.*

### **Trustee Role Description**

1. The key responsibilities of a Trustee of the Union shall be:
  - 1.1. To ensure that the Union complies with its Constitution, charity law, company law and any other relevant legislation or regulations;
  - 1.2. To ensure that the Union pursues its charitable objects as defined in the Constitution;
  - 1.3. To ensure that the Union uses its resources exclusively in pursuance of its objects. In short, to ensure that the Union;
    - 1.3.1. Only uses resources on things that affect students as students
    - 1.3.2. Remains neutral on issues relating directly to political parties
  - 1.4. To contribute actively to the Board of Trustees' role in giving firm strategic direction to the Union, setting overall policy, defining goals and setting targets and evaluating performance against agreed targets;
  - 1.5. To safeguard the good name and values of the Union;
  - 1.6. To ensure the effective and efficient administration of the Union;
  - 1.7. To ensure the financial stability of the Union;
  - 1.8. To protect and manage the property of the charity and to ensure the proper investment of the charity's funds;
  - 1.9. To appoint the Chief Executive and to monitor his/her performance.

### **Board of Trustees**

#### ***Composition***

2. The positions that make up the Board of Trustees shall be:
  - 2.1. 5 Officer Trustees;
  - 2.2. 3 Student Trustees;

2.3. 3 External Trustees;

2.4. Chief Executive Officer of the Union (in attendance, as Secretary to the Board).

### ***Chair***

3. The Union President shall be chair of the Board of Trustees, in accordance with clause 83 of the Constitution.

### ***Meetings and procedures***

4. The Board of Trustees shall meet, and business shall be conducted, in accordance with the Constitution.

### **Officer Trustees**

5. The five Officer Trustee positions shall be held by the members elected by cross-campus ballot to the following Full-time Officer roles, in accordance with Bye-law [ELECTIONS]:
  - 5.1. Academic Officer;
  - 5.2. Student Activities Officer;
  - 5.3. Union President;
  - 5.4. Community & Wellbeing Officer;
  - 5.5. York Sport President.
6. Officer Trustees shall hold office for a period of one year, to coincide with their term of office as a Full-time Officer of the Union, in accordance with Bye-Law [Officer Group].

### **Student Trustees**

7. Student Trustees shall hold office for a period of two years, commencing upon their election if a position is vacant, or upon the term of the incumbent ending.
8. The office holder shall cease to be a Student Trustee if they cease to be a student of the University of York within this period, and a by-election shall be held for the position in line with the regulations set out in Bye-law [ELECTIONS].

### **External Trustees**

9. External Trustees shall hold office for a period of three years, commencing once their

appointment has been confirmed and may renew for a subsequent period of up to three years in agreement with the board.

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

10. Meetings of the Trustee Board shall be conducted as the chair deems appropriate. Agendas for and records of the business conducted at these meetings shall be kept by the Secretary to the Board and distributed as required.

### **Appeal of Removal as a Trustee**

11. An External Trustee removed in accordance with Clauses 51 & 52 of the Constitution shall be entitled to appeal the decision to remove them to an appeals body set out in Clause 53 of the Constitution. The Trustee appealing shall hereafter be called "the Appellant".
12. The Appellant has the right to appeal against a decision of the Trustees provided her or she lodges his or her appeal in writing to the Chief Executive not more than 14 days after the receipt of the written notice of the decision of the Trustees or the Union.
13. The appeal should contain a statement of the grounds on which the appeal is brought and of the facts and matters relied upon.
14. If an appeal is lodged within time the decision to dismiss the Appellant shall not take effect until the final determination of the matter by the process outline above.

### ***Notification of hearing and exchange of information***

15. The Appellant shall be given at least 21 days written notice of the date, time and place of the appeal hearing.
16. At least 14 days prior to the date of the hearing, the Appellant shall:
  - 16.1. Confirm whether or not they intend to attend the hearing and, if so, the name of any person who will be accompanying or representing them;
  - 16.2. If they intend to, seek the agreement of the appeals body to submit any such new evidence that they wish to rely upon.
17. At least 7 days prior to the date of the hearing, the Union shall provide the Appellant with any further evidence which it wishes to rely upon.
18. Neither party shall, without the consent of the other or the permission of the appeals body, rely on any statement or document other than those provided or identified to the appeals body under the rules of this Bye-Law.

### ***Composition of the Appeals Panel***

19. The Appeals Panel responsible for hearing the case of a removed Trustee shall be made up as set out in Clause 53 of the Union Constitution.
20. The identity of those who sit on the Appeals Panel, within the categories listed in Clause 53 of the Union Constitution, shall be decided by the NUS appointee and the University. In addition, the University nominee and the independent person should not have had any substantive involvement in the matter under appeal. Their relationship with the Appellant should not give rise to any conflict of interest.

### ***The parties in proceedings before the Appeals Panel***

21. The Appellant shall be entitled to be accompanied or represented by one other person of their own choice, except where, in the opinion of the chair of the Appeals Panel, such person has a conflict of interest.
22. The Chair of the Trustee Board shall act on behalf of the Union as the Respondent to the appeal and for this purpose may instruct a representative.

### ***Procedure before the Appeals Panel***

23. The function of the Appeals Panel is to review the reasonableness of the decision to dismiss the Appellant. On the appeal, the Appeals Panel will consider the documents, statements and other evidence produced to the original Trustee meeting. The Appeals Panel shall not interview or cross examine any witnesses.
24. The hearing of an appeal shall be conducted in accordance with sections 20-27 of this Bye-Law, except where to do so would be inconvenient or unjust, when the Chair of the Appeals Panel may modify the procedure to the extent that he or she deems necessary provided that the result is fair to the Appellant.

### ***Courses of action which the Appeals Panel may take***

25. The courses of action which the Appeals Panel may take are:
  - 25.1. To uphold the appeal; or,
  - 25.2. To reject the appeal.
26. Within 7 days the Chief Executive of the Union will notify the Appellant of the decision of the Appeals Panel in writing.

### ***The absence of the Appellant***

27. If at the Appeal hearing, the Appellant is not present or represented, the Appeals Panel may proceed to consider the matter in the Appellant's absence if it is satisfied that notice was properly served upon them in accordance with section 32 of this Bye-Law.

### ***Order of proceedings***

28. The order of proceedings for the Appeals hearing, unless the chair otherwise directs, shall be as follows:

- 28.1. Submission by or on behalf of the Appellant;
- 28.2. Submission by or on behalf of the Respondent;
- 28.3. Consideration of the evidence by the Appeals Body;
- 28.4. Closing submissions by or on behalf of the Appellant;
- 28.5. Closing submissions by or on behalf of the Respondent.