

SO 8011

STANDING ORDER GOVERNING THE BOARD OF TRUSTEES

1. MEMBERSHIP

The members of the Board shall be Trustees as defined by the Charities Act. The voting membership of the Committee shall be:

- a. the President;
- b. Education Officer;
- c. Welfare & Community Officer;
- d. Activities Officer;
- e. Sports Officer;
- f. 4 External Trustees and
- g. 4 Student Trustees.

At the meeting of the Board, the Chairperson shall have a casting vote only. Members are to be elected or selected in accordance with the relevant clauses in the regulations governing election and selection of Trustees.

2. DUTIES

The Board will be responsible for the following areas:

- a. ensuring there is an appropriate mission, vision and values for the Charity;
- b. approving strategy;
- c. meeting financial requirements of the Charity Acts;
- d. ensuring long term financial stability of the Students' Union;
- e. ensuring resources are available to suitably staff the Students' Union to meet the strategy.
- f. consulting regularly with the membership regarding strategy.
- g. reviewing regularly the performance of the Union Executive Committee and to act upon recommendations of Union Council.

3. POWERS

The Trustees may exercise the powers open to them as defined in the constitution

4. REGULATORY and other APPROVALS

Trustees must approve the following:

- a. Constitution and Bye-Laws
- b. Complaints procedure
- c. Student Officer and UEC Code of Conduct
- d. Standing Orders governing the:-
 - (i) Roles of officers of UEC

- (ii) Union Council
- e. Financial Regulations (Including Limits of Finance and Authority)
- f. All other regulations for which the Trustees have a legal duty and responsibility
- g. Any debt write offs
- h. Annual Staff Salary increases

The Board members will make themselves available at the Annual General Meeting for questioning and discussion with the membership.

5. **INDEMNITY**

Every Trustee of HUU shall be entitled to be indemnified out of the assets of the HUU against all losses or liability which he/she may sustain or incur in or about the execution of his/her office or otherwise in relation thereto, and no officer or appointee shall be liable for any loss, damage or misfortune which may happen to be incurred by the Students' Union in the execution of the duties of his/her office or in relation thereto, provided that nothing in this clause shall affect their liability for the consequences of any negligent or fraudulent act on their part.

6. **MEETINGS OF THE COMMITTEE**

- (a) Calling a meeting The Board shall normally meet at least quarterly at such times that are appropriate to meet the administrative requirements of HUU, e.g. approving Strategy for the following year, approving the Report and Accounts prior to the Annual General Meeting, approving the Annual budget.
- (b) Administration The President will be responsible for setting the meeting schedule in July for the following Academic Year. The Chief Executive & Secretary to the Trustees will be responsible for the administration of the meetings.
- (c) Notice of a meeting Notice of each meeting together with the agenda shall be sent to all members of the Board at least one week before the meeting. An emergency meeting may only be called by the Chairperson where a matter of extreme urgency is involved. Any Trustee may ask the Chair to call a meeting.
- (d) Business. Only the business published on the agenda shall be transacted at a meeting of the Board, unless in the opinion of the Chairperson it would not have been possible for the item to be published on the agenda and that the matter is of extreme urgency which cannot reasonably be deferred to the next meeting;
- (e) Quorum The quorum shall be four members including at least one external trustee or at least two external trustees for an emergency meeting.
- (f) Minutes Minutes shall be taken of all Board meetings and except for those concerning 'staff matters' shall be available for viewing by the membership

7. **CONFLICT OF INTEREST**

Should any members of the Board have any interest or conflict of interest with a topic of discussion, whether direct or indirect, then such an interest shall be declared and they shall not take part in any vote on such matters.

8. REMUNERATION COMMITTEE

There shall be a Remuneration Committee comprising the selected Trustees. The role of the Committee will be to:-

- (a) determine any proposed change to the level of remuneration of Student Officers. Any agreed change must coincide with a salary point on the JNC scale. The GM will be responsible for the administration of the meeting.
- (b) determine any proposed change to the level of remuneration of the General Manager (other than as determined by any annual LGMB award on the Senior Officers Scale). The Chair of the meeting shall be responsible for administration.

9. AMENDMENT

Any amendment to the Powers and Duties of the Trustees may only be changed through changes to the Constitution.

Annex:

- A. Limits of Financial Authority

Passed by Union Council: 17th October 2011

Passed by Union Council: 8 May 2017

LIMITS OF FINANCIAL AUTHORITY

	BOARD OF TRUSTEES		UNION EXECUTIVE COMMITTEE	STUDENT OFFICER/ STAFF AUTHORISED SIGNATORIES
Purchase of capital equipment, structural alteration, building repairs	Over £25k)	Up to £25k	Purchase of replacement equipment and repairs Up to £5k
Loans from external sources	Over £10k)	Up to £10k	
Loans to members	Over £500			Bridging loans in Advice Centre Salary Advances (not to exceed £500)
Lease of equipment	Over £10k (per annum))	UP to £10k (per annum)	Not to exceed £2.5k (per annum)
Annual budgets	Overall approval of annual budgets			
Debt Write Offs	All debt write offs			
Staff Remuneration/ regrading/grading of new roles	Changes affecting more than 5 staff at any one time		Changes of up to and including 5 staff at any one time	