



**Royal Holloway Students' Union  
Constitution (Articles and By-Laws)**

An unincorporated organisation. Charity Number: 1141998

**Version Control**

<b>Version</b>	<b>Proposal summary</b>	<b>Date of approval</b>
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## The Articles

This section provides a high level overview of how the Students' Union operates, and sets the limits for what we can and cannot do. It can only be changed when students, the Trustees, the College and the Charity Commission agree.

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## By-Laws

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# **Constitution of the Students' Union, Royal Holloway, University of London**

## **The Articles**

### **1. Introduction**

The name of the association is 'Royal Holloway and Bedford New College Students' Union'.

In this Constitution, the association may be referred to as 'the charity', 'the students' union' or as 'SURHUL'.

SURHUL is the recognised students' union, within the meaning of the Education Act (1994), of Royal Holloway and Bedford New College, University of London which, in this Constitution, may be referred to as 'Royal Holloway', or 'the College'.

SURHUL's principal office is in England.

### **2. Objects**

SURHUL's charitable objects are the advancement of education of students at Royal Holloway, University of London for the public benefit.

SURHUL makes life better for students at Royal Holloway by:

- i. Promoting their interests during their course of study by representing, supporting and advising them.
- ii. Being the recognised representative channel between them, and Royal Holloway University of London, and any other external bodies.
- iii. Providing social, cultural, sporting and recreational activities and forums for discussions and debate, for their personal development.

### **3. Powers**

The students' union has power to do anything which is calculated to further its objects or is conducive or incidental to doing so. In particular, the students' union has power to:

- i. Borrow money and to charge the whole or any part of its property as security for the repayment of the money borrowed. The students' union must comply as appropriate with sections 124 and 125 of the Charities Act (2011) if it wishes to mortgage land.
- ii. Buy, take on lease or in exchange, hire or otherwise acquire any property and equip it for use.
- iii. Sell lease or otherwise acquire of any or all part of the property belonging to the students' union. In exercising this power, the students' union must comply as appropriate with sections 117 and 119-123 of the Charities Act (2011).
- iv. Employ and remunerate staff as are necessary for carrying out the work of the students' union. The students' union may employ or remunerate an Officer trustee only to the extent that it is permitted to by clause 12.
- v. Deposit or invest funds, employ a professional fund manager, and arrange for the investments or other property of the students' union to be held in the name of a nominee, in the same manner and subject to the same conditions as the trustees of a trust are permitted to do so by the Trustee Act (2000).

### **4. Membership**

SURHUL has the following categories of membership:

### Ordinary members

Ordinary members are all registered students of Royal Holloway, University of London, subject to the College's Statutes and Regulations.

Ordinary members cease to be members upon:

- i. Termination of enrolment from the College.
- ii. Exercising their right to opt out through an electronic means provided by College during the enrolment process.

### Strategic members

Strategic members are not students at Royal Holloway, but are people who have longer term interests in the success of the students' union. Strategic members cease to be members upon leaving post, and are:

- i. Trustees of the students' union
- ii. The Chief Executive.

### Associate members

Associate members are not students at Royal Holloway, but are people who pay a subscription to the students' union and who thereby receive some of the entitlements of membership, such as access to services. The Board will publish a policy on subscription and entitlement. Associate members cease to be members upon:

- i. Non-payment of subscriptions.
- ii. Notifying the President in writing of their decision to resign their membership.

### Honorary members

An All Student Meeting, by a majority vote of thanks, may grant honorary membership to any person or group who has merited the gratitude of SURHUL. Honorary members cease to be members upon:

- i. Notifying the President in writing of their decision to opt-out of membership.

## **5. Members' decisions**

### Powers of ordinary members

Decisions of ordinary members of the students' union may be taken either by vote at an All Student Meeting, or by agreement of a written resolution in a Referendum.

### Councils

SURHUL establishes student Councils for ordinary members to:

- Discuss and agree policy positions on issues that matter to Royal Holloway students.
- Coordinate campaign plans, and monitor campaign successes.
- Hold Officer Trustees accountable for the political positions they take and the effectiveness of SURHUL's work.
- Help members to engage with decision makers and stakeholders.

The focus, membership and management of these bodies will be established in the By-Laws.

For the avoidance of doubt, Councils have no authority to set SURHUL's corporate policies or spend money, save that the Board may award a budget to them for its members to distribute as they consider appropriate.

### The Steering Committee

SURHUL establishes the Steering Committee, which is a joint committee of the All Student Meeting and the Board, to ensure that decisions are taken by the appropriate body, with appropriate guidance. The Committee will meet as necessary, to ensure that resolutions proposed for Referendum, All Student Meetings, and Councils, are considered by the most appropriate body, and with appropriate consideration of risk.

### Reserved decisions

For the avoidance of doubt, any decision to:

- i. Amend the Constitution must be taken in line with clause 13.
- ii. Amend the By-Laws must be taken in line with clause 14.
- iii. Remove a Trustee must be taken in line with clause 10.
- iv. Wind up or dissolve the students' union must be taken in line with clause 16.

## **6. All Student Meetings**

### Quorum

Ordinary members are the only members entitled to vote at All Student Meetings. Strategic members have the right to attend and speak but may not vote. The quorum for an All Student Meeting will be 100 ordinary members.

### Calling the meeting

All Student Meetings will be called and chaired by the President or, in their absence another Officer Trustee, and there must be at least one All Student Meeting in each academic term.

The Deputy Chair shall be a member of Steering Committee who is not an Officer Trustee, and should take the chair during Officer accountability business.

The President will be obliged to call a meeting on request of the Board (set out in Clause 10), or on request of 50 students.

The notice for All Student Meetings must be given 14 days in advance of the meeting, and must identify time, date and location of the meeting, the business to be discussed, and the resolutions proposed to be made. Any meeting which will consider proposed amendments to the Constitution or By-Laws must include the proposed text in the notice.

### Voting

Decisions of the members of the students' union can be taken by means of a resolution at an All Student Meeting. Resolutions must be passed by a simple majority of votes cast at the meeting, including proxy votes.

The Chair, or any ordinary member present at an All Student Meeting may, before or on the declaration of a vote taken at the meeting, demand that a question is put to referendum, for decision by the wider ordinary membership. If a simple majority of the meeting supports the demand, the President will make arrangements for the decision to be put to referendum.

### Proxy votes

Ordinary members may nominate a proxy to attend, speak and vote on their behalf at All Student Meetings by giving the President authenticated notice in writing of:

- i. The name, and details of College registration, of the person appointing the proxy.
- ii. The ordinary member or Officer Trustee who has been appointed under the proxy notice.
- iii. The meeting to which the proxy notice applies.
- iv. Whether the proxy appointed is to vote or abstain in specific ways on specific resolutions.

A proxy appointed under this procedure is entitled to exercise their discretion as to how to vote on any ancillary or procedural resolution, unless directed otherwise by the proxy notice.

Any ordinary member entitled to attend, speak or vote at an All Student Meeting remains so entitled, even though a proxy notice has been submitted to the students' union. Any ordinary member may revoke a proxy notice by giving the President notice in writing, provided that it is received before the start of any meeting to which it relates.

SURHUL is entitled to devise and review a fair process for receiving and authenticating proxy notices, and to reject proxy notices which are not clearly authentic and valid.

No single individual may hold more than five proxy votes.

### The Annual General Meeting

The Board will identify one General Meeting in each academic year to also serve as the formal charity Annual General Meeting; there must not be more than 15 months between Annual General Meetings. The Annual General Meeting must receive the audited accounts, the Trustees Annual Report, and the Affiliations Register.

## **7. Referenda**

A poll of all ordinary members may be called to decide a specific resolution. A referendum may be called by:

- i. A simple majority of an All Student Meeting
- ii. A resolution of the Board
- iii. A simple majority of the Officer Group
- iv. The President, on receipt of a petition of 200 ordinary members

The Returning Officer for referendums will be appointed by the Board, and their name will be notified to the College Council. The Returning Officer will be an external person with significant experience of overseeing elections, who will interpret By-Law B.

Decisions made by referendum are valid on all matters of policy, but a quorum of 5% of registered ordinary members is required to approve amendments to the Constitution or By-Laws, or the removal of a Trustee.

The students' union may conduct a referendum by electronic means, provided that:

- i. An email notice is sent to all ordinary members, explaining the purpose of the vote, detailing the resolution to be put to vote with accompanying text or documents, and the voting procedure.
- ii. The email notice is sent at least 14 days before the deadline for the submission of votes.
- iii. A person independent to the students' union can attest to the security and independence of the electronic method to be used, and will scrutinise the process.

## **8. Elections**

SURHUL is a democratic, student-led, organisation. Ordinary members elect the leadership of the students' union annually. The Steering Committee will identify a list of all offices other than Officer Trustees to be elected in the coming academic year.

### The Returning Officer & Deputy Returning Officer

The Returning Officer and Deputy Returning Officer for cross campus elections and referenda will be appointed by the Board on an annual basis, and their name will be notified to the College Council. The Returning Officer will be an external person with significant experience of overseeing elections, who will interpret By-Law A, and their rulings are final. The Deputy Returning Officer will be a senior member of students' union staff with operational responsibility for the elections.

The Deputy Returning Officer can appoint further staff members as Assistant Returning Officers. The Deputy Returning Officer, and Assistant Returning Officers have all the authority of the Returning Officer, subject to appeal.

The Returning Officer will report on the success of each election to the Board, and via the annual report to the College Council.

### Elected Officer Trustees

Officer Trustees are major union office holders, for the purposes of the Education Act (1994), and are elected in an annual secret ballot of ordinary members. The Officer Trustees are the President, and up to four Vice Presidents.

Officer Trustees must be an ordinary member, or an Officer Trustee currently in post, at the time they are elected. Officer Trustees hold office for one year from 1 August. No Officer Trustee may hold office for more than two terms of office.

### Elected Student Representatives

Student Representatives are not office holders, but are volunteer positions elected to represent the interests of specified students.

Student Representative positions will be aligned to one or more Councils, so that they can discuss issues, organise campaigns, and celebrate successes with students who share their interests, and hold Officer Trustees accountable on behalf of the students they represent.

## **9. Officers**

### Elected leadership

The Officer Trustees are the elected leaders of the students' union. They are individual and collectively accountable to using their power to ensure that the students' union is effectively delivering its Objects, in line with its strategy.

By-Law E describes the specific responsibilities of the Officer Trustees. These will be reviewed at least every two years.

The Officer Trustees have multiple accountabilities – to students, to Board, to each other, to the College and as paid staff members. The Chief Executive will ensure that sufficient training and development is available through the Officer Trustees' time in post, to enable them to effectively discharge the responsibilities of their office.

### Officer Group

The Officer Trustees have collective responsibility for the continued political leadership of SURHUL. By-Law E describes the ways in which the Officer Trustees will effectively lead the students' union.

## **10. Trustees**

### General functions and duties

The charity trustees manage the affairs of the students' union and may for that purpose exercise all of the powers of the students' union. Each charity trustee has the duty to:

- i. Exercise their powers and perform their duty as a trustee of the students' union in a way that they decide, in good faith, would be most likely to further the purposes of the students' union.
- ii. Exercise, in the performance of these functions, such care and skill as is reasonable in the circumstances having regard in particular to:
  - a. The democratic nature of students' unions, and the students' unions' multiple accountabilities.
  - b. Any special knowledge or experience that they hold themselves as having.
  - c. If they act as a charity trustee of the students' union in the course of a business or profession, to any special knowledge or experience that it is reasonable to expect of a person acting in the course of that kind of business or profession.

### Composition of the Board, and appointment

SURHUL's Trustees are:

- i. The President and up to four Vice Presidents, elected in line with By-Law A, who are the Officer Trustees.
- ii. Three ordinary members, appointed by Board on the advice of the Appointment and Remuneration Committee, for a term of office of up to one years.
- iii. At least four, but no more than five external Trustees, appointed by the Board on the advice of the Appointments and Remuneration Committee, for a term of office of three years.

Trustees may serve up to two terms of office in each category of membership, subject to successful reappointment in the usual manner.

The Board may, after reflecting on the skills and experience of its members, co-opt up to two ordinary members or external persons to improve the quality of its meetings. Co-opted members may serve for up to for one year but do not have voting rights.

### Meetings of trustees

The President will call meetings of the Board at least four times in each academic year, or on request of any other two trustees. The quorum for the Board will be half of its voting membership, provided that at least one Officer Trustee, one ordinary member Trustee, and one external Trustee is present.

The President will be the Chair of the Board of Trustees. The Vice Chair will be one of the external Trustees, elected by the Board.

Questions arising at a meeting will be resolved by a majority of those present and eligible to vote. In the case of an equality of votes, the President will have a second or casting vote.



A meeting may be held by suitable electronic means agreed by the trustees in which each participant may communicate with all the other participants. Any trustee participating at a meeting by suitable electronic means will qualify as being present at the meeting. Meetings held by electronic means must comply with rules for meetings, including chairing and the taking of minutes.

#### Decisions of trustees

The Board may make decisions in meetings of the trustees, or by unanimous agreement of a resolution in writing or electronic form, which may comprise either a single document or several documents containing the text of the resolution in like form to each of which one or more trustees has signified their agreement.

The students' union will execute documents by signature. A document is validly executed if it is signed by any two of the trustees, one of whom must be an Officer Trustee.

#### Delegation of trustees' powers

The Board may delegate any of their powers or functions to a Subcommittee or subcommittees and, if they do, must determine the terms and conditions on which the delegation is made. The Board may at any time alter these terms and conditions, or revoke the delegation.

This power is in addition to the power of delegation in the Charity Commission's General Regulations and any other power of delegation available to the trustees, but is subject to the following requirements:

- i. A committee may consist of two or more persons, but at least one member of each subcommittee must be a trustee.
- ii. The acts and proceedings of any subcommittee must be brought to the attention of the trustees as a whole as soon as is reasonably practicable.
- iii. The trustees will, at an interval of no more than two years, review the arrangements which they have made for the delegation of their powers.

The Board delegates its day-to-day functions, including the management of financial and human resources, to the Chief Executive, who will also act as Secretary to the Board. The Chief Executive will report to the Board on the success of the students' union at regular intervals.

#### Removal of trustees

Trustees cease to hold office upon:

- i. Notifying the President in writing of their decision to resign their membership, provided that there will remain at least three Trustees in office.
- ii. Being absent from their duties for a period of six months, without permission from the Board, and following a resolution of the Board that the office be vacated.
- iii. Receipt of the written opinion of a medical practitioner that the person is physically or mentally incapable of acting as a trustee and may remain so for more than three months.
- iv. Is disqualified from acting as a trustee by virtue of section 178-180 of the Charities Act (2011) (or any statutory re-enactment or modification of that provision).
- v. Resolution of the membership, following approval of a resolution by two-thirds of an All Student Meeting or Referendum, in line with clause 6, or a referendum in line with clause 7. Any trustee who may be removed in these ways must be given 14 days' notice in writing that the resolution is to be proposed, specifying the circumstances alleged to

justify removal from office, and be given a reasonable opportunity of making a representation to ordinary members.

### Saving provisions

All decisions of the trustees, or of a committee of the trustees, will be valid notwithstanding the participation in any vote of a charity trustee who:

- i. Was disqualified from holding office.
- ii. Had previously retired or who had been obliged by the Constitution to vacate office.
- iii. Was not entitled to vote on the matter, whether by reason of a conflict of interest or otherwise.
- iv. if, without the vote of that trustee and that trustee being counted in the quorum, the decision has been made by a majority of the trustees at a quorate meeting.

These saving provisions do not permit a trustee to keep any benefit that may be conferred upon them by resolution of the trustees or a committee of the trustees if, but for the saving provisions, the resolution would have been void, or if the trustee has not complied with clause 13.

## **11. Application of income and property**

The income and property of the students' must be applied solely towards the promotion of the objects.

A trustee is entitled to be reimbursed from the property of the students' union or may pay out of such property reasonable expenses properly incurred by them when acting on behalf of the students' union.

A trustee may benefit from trustee indemnity insurance cover purchased at the students' union's expense in accordance with, and subject to the conditions in, section 189 of the Charities Act (2011).

None of the income or property of the students' union may be paid or transferred directly or indirectly by way of dividend, bonus or otherwise by way of profit to any member of the students' union. This does not prevent a member who is not also a charity trustee receiving:

- i. A benefit from the students' union as a beneficiary of the students' union.
- ii. Reasonable and proper remuneration for any goods or services supplied to the students' union.

Nothing in this clause will prevent a trustee or connected person receiving any benefit or payment which is authorised by clause 12.

## **12. Benefits and payments to trustees and connected persons**

### General provisions

No trustee or connected person may:

- i. Buy or receive any goods or services from the students' union on terms preferential to those applicable to members of the public.
- ii. Sell goods, services, or any interest in land to the students' union.
- iii. Be employed by, or receive any remuneration from, the students' union.
- iv. Receive any other financial benefit from the students' union

unless the payment or benefit is permitted by any part of this clause, or authorised by the court or the prior written consent of the Charity Commission has been obtained. In this clause, a 'financial benefit' means a benefit, direct or indirect, which is either money or has a monetary value.

#### Scope and powers permitting trustees' or connected persons' benefits

A trustee or connected person may receive a benefit from the students' union as a beneficiary of the students' union provided that it is available generally to the beneficiaries of the students' union.

A trustee or connected person may enter into a contract for the supply of services, or of goods that are supplied in connection with the provision of services, to the students' union where that is permitted in accordance with, and subject to the conditions in, section 185 to 188 of the Charities Act 2011.

Subject to this clause a trustee or connected person may provide the students' union with goods that are not supplied in connection with services provided to the students' union by the trustee or connected person.

A trustee or connected person may receive interest on money lent to the students' union at a reasonable and proper rate which must be not more than the Bank of England bank rate (also known as the base rate).

A trustee or connected person may receive rent for premises let by the trustee or connected person to the students' union. The amount of the rent and the other terms of the lease must be reasonable and proper. The trustee concerned must withdraw from any meeting at which such a proposal or the rent or other terms of the lease are under discussion.

A trustee or connected person may take part in the normal trading and fundraising activities of the students' union on the same terms as members of the public.

#### Payment of Officer Trustees

For the avoidance of doubt, the students' union has power to remunerate Officer Trustees under contracts of employment, provided that:

- i. The authorisation under this provision does not extend to the service of acting as Trustee.
- ii. Officer Trustees and connected persons consider their conflict of interest, and have no part in considering or approving the level of remuneration authorised by this provision, in line with clause 13.
- iii. No more than half of the Trustees in any financial year are remunerated in this way, notwithstanding any vacancies may occur during a financial year so long as the students' union uses all reasonable endeavours to fill any vacancies as soon as possible.

#### Payment for supply of goods only – controls

The students' union and its trustees may only rely upon the authority provided by this clause if each of the following conditions is satisfied:

- i. The amount or maximum amount of the payment for the goods is set out in a written agreement between the students' union and the trustee or connected person supplying the goods ("the supplier").
- ii. The amount or maximum amount of the payment for the goods does not exceed what is reasonable in the circumstances for the supply of the goods in question.

- iii. The other trustees are satisfied that it is in the best interests of the students' union to contract with the supplier rather than with someone who is not a trustee or connected person. In reaching that decision the trustees must balance the advantage of contracting with a trustee or connected person against the disadvantages of doing so.
- iv. The supplier is absent from the part of any meeting at which there is discussion of the proposal to enter into a contract or arrangement with them or it with regard to the supply of goods to the students' union
- v. The supplier does not vote on any such matter and is not to be counted when calculating whether a quorum of trustees is present at the meeting.
- vi. The reason for their decision is recorded by the trustees in the minute book.
- vii. A majority of the trustees then in office are not in receipt of remuneration or payments authorised by clause 12.

In this clause:

- i. "the students' union" includes any company in which the students' union:
  - a. Holds more than 50% of the shares or
  - b. Controls more than 50% of the voting rights attached to the shares or
  - c. Has the right to appoint one or more directors to the board of the company;

### **13. Conflicts of interest and conflicts of loyalty**

A trustee must:

- i. Declare the nature and extent of any interest, direct or indirect, which they may have in a proposed transaction or arrangement with the students' union or in any transaction or arrangement entered into by the students' union which has not previously been declared.
- ii. Absent themselves from any discussions of the trustees in which it is possible that a conflict of interest will arise between their duty to act solely in the interests of the students' union and any personal interest (including but not limited to any financial interest). Any trustee absenting themselves from any discussions in accordance with this clause must not vote or be counted as part of the quorum in any decision of the trustees on the matter.

### **14. Amendments**

The articles may be amended by ordinary members, through a resolution agreed:

- i. In writing by all ordinary members
- ii. By 75% majority at an All Student Meeting.
- iii. By 50% majority at a referendum which meets a quorum of 5% of ordinary members.

All proposed amendments require the consent of the trustees.

All proposed amendments also require the consent of the College Council, in line with the Education Act (1994).

Any alteration of clause 2 (Objects), clause 17 (Dissolution), this clause, or of any provision where the alteration would provide authorisation for any benefit to be obtained by trustees or members of the students' unions or persons connected with them, requires the prior written consent of the Charity Commission.

No amendment that is inconsistent with the provisions of the Charities Act (2011) or the General Regulations will be valid.

A copy of any resolution altering the Constitution, together with a copy of the students' union's Constitution as amended, must be sent to the Commission within 15 days from the date on which the College Council consents to the resolution. The amendment does not take effect until it has been recorded in the Register of Charities.

The Board will ensure consistency and ease of reading by having power to amend title numbers and letters of clauses and sections of the Constitution and By-Laws by resolution, subject to submission of an amended copy to an All Student Meeting, College and the Charity Commission.

### **15. By-Laws**

SURHUL may from time to time make such reasonable and proper By-Laws as it may deem necessary or expedient for the proper conduct and management of the students' union, but such By-Laws must not be inconsistent with the provision of this Constitution. Copies of the By-Laws currently in force must be made available to any member on request.

By-Laws may be amended by a joint resolution of All Student Meeting and the Board. The Board may also, exceptionally, amend the By-Laws on its own authority, provided that a resolution to do so is supported by at least two Officer Trustees, two ordinary member Trustees, and two external Trustees, in a two-thirds majority vote at a Board meeting.

### **16. Affiliations**

SURHUL may affiliate to organisations which may contribute to the successful achievement of its Objects. Affiliations will be reported to the Annual General Meeting for approval. At intervals of not more than a year, a requisition may be made by 5% of ordinary members that the question of continued affiliation to any particular organisation can be decided upon by a secret ballot in which all ordinary members are entitled to vote.

### **17. Dissolution**

As provided by the Charity Commission's Dissolution Regulations, the students' union may be dissolved by resolution of its members. Any decision by the members to wind up or dissolve the students' union can only be made by an All Student Meeting called in line with clause 6, through a resolution passed by one of:

- i. Agreed in writing by all ordinary members
- ii. Agreed by 75% majority of the votes cast at an All Student Meeting.
- iii. Agreed in a referendum which meets a quorum of 5% of ordinary members.
- iv. Decision taken without a vote and without any expression of dissent in response to the question put to the meeting.

A decision by the member to dissolve the students' union also requires the consent of the Board.

Subject to the payment of all SURHUL's debts, any resolution for the winding up of the students' union, or for the dissolution of the students' union without winding up, may contain a provision directing how any remaining assets of the students' union will be applied. If the resolution does not contain such a provision, the trustees must decide how any remaining assets of the students' union will be applied. In either case, the remaining assets must be applied for charitable purposes the same as or similar to those of the students' union.

The students' union must observe the requirements of the Dissolution Regulations in applying to the Charity Commission for the students' union to be removed from the Register

of Charities, and in particular the trustees must send with their application to the Commission:

- i. A copy of the resolution passed by the students' union's members.
- ii. A declaration by the trustees that any debts and other liabilities of the students' union have been settled or otherwise provided for in full.
- iii. A statement by the trustees setting out the way in which any property of the students' union has been or is to be applied prior to its dissolution in accordance with this Constitution.

The trustees must ensure that a copy of the application is sent within seven days to every member and employee of the students' union and to any trustee who was not privy to the application.

If the students' union is to be wound up or dissolved in any other circumstances, the provisions of the Dissolution Regulations must be followed.

### **18. Incorporation**

The Trustees of SURHUL, may at any time decide to recommend to the membership the incorporation of the Charity.

### **19. Complaints**

SURHUL will publish a Complaints Procedure in By-Law J, which will demonstrate how members may complain if they are dissatisfied by their dealings with the Union or if they feel they have been unfairly disadvantaged by reason of having exercised their right not to be a member of the Union.

SURHUL may determine that other complaints procedures are appropriate for specific circumstances, such as for use by members of the public or in connection with elections. The Chief Executive will ensure that any complaints procedures in force are widely published and available.

## **By-Laws of the Constitution**

### **A: Elections**

#### 1. Establishment

SURHUL has established a process for ensuring free and fair elections, under clause 8 of the Constitution.

#### 2. The Returning Officer & Deputy Returning Officer

The Returning Officer and Deputy Returning Officer are outlined in Clause 8 of the Articles.

#### 3. Elections Rules

The Board of Trustees will publish a set of election rules and regulations on an annual basis. The Elections Rules will set out:

- i. Eligibility to stand and vote.
- ii. Process for nomination.
- iii. Standards of behaviour expected by candidates and campaigners.
- iv. The process for casting a vote.
- v. The way that the vote will be counted.
- vi. The way that the result will be declared.

#### 4. Eligibility and process for nomination

The Returning Officer will publish a process for nominations to be received before each round of elections. The Returning Officer will confirm that candidates for Officer Trustee positions understand that they will also be charity trustees, and are eligible to serve, before accepting the nomination.

The Returning Officer will identify which ordinary members are able to vote and stand in each round of elections. All ordinary members will be eligible to stand and vote in elections for Officer Trustees, and National Union of Student Conference delegates. Any election which has a defined electorate such as research students, for example, will be identified in the Elections Rules.

#### 5. Campaigning

This By-Law does not create specific rules for the conduct of candidates and their campaign teams, as SURHUL wishes to support innovative campaigning, and does not wish to attempt create a list which could prove limiting in future. SURHUL does expect all candidates and campaign teams to behave in a way that upholds the students' union's good reputation, reflects our values, and champions our equality and diversity policies. The Elections Rules will make clear any specific requirements that arise from time to time, and the Returning Officer has the power to enforce these through the Elections Complaints Procedure.

Officer Trustees will be required to use annual leave to campaign when the ballot is open in any election in which they are a candidate.

#### 6. Voting

All cross campus elections will use a transferrable voting system; single position elections such as Officer Trustees will use the Alternative Vote (AV), and multiple position elections such as NUS delegates will use the Single Transferrable Vote (STV).

All elections will include an option to vote for the reopening of nominations. If this option is successfully elected, the Returning Officer will declare the position vacant, and will make arrangements for the election of a casual vacancy.

As a general principle, any positions for the coming year which become vacant will be elected early after the start of the coming year. The President and the Chief Executive will consider the best opportunity to fill a casual vacancy as they arise and have the discretion to hold positions vacant until the next regular opportunity.

#### 7. Complaints within the elections

This By-Law requires the Returning Officer to publish an Elections Complaints Procedure, which should make clear how:

- i. Students will submit complaints to the Deputy Returning Officer
- ii. The complaint will be investigated
- iii. A sanction, if appropriate, will be determined
- iv. Appeals may be submitted to the Returning Officer
- v. Appeals will be heard

The Deputy Returning Officer and Returning Officer has power to determine that:

- i. There has been no breach of the Elections Rules.
- ii. The election should be paused, until such time as the Returning Officer is satisfied that it may continue.
- iii. A candidate or group of candidates may be removed from the election entirely.
- iv. A specific election may have its result set aside.
- v. The election in its entirety is null and void, before any result has been declared.

The Deputy Returning Officer and Returning Officer also has the power to implement other sanctions, but these must clearly be set out in the rules and regulations approved by the Board.

After the appeal process has concluded, there is no further opportunity to contest a decision of the Returning Officer. The main SURHUL Complaints Procedure in By-Law J will only be appropriate if there is probable cause to investigate a complaint that no confidence can be placed in the entire elections process.



## **B: Referenda**

### 1. Establishment

SURHUL has established a process for ensuring free and fair referendum, under clause 7 of the Constitution.

### 2. The Returning Officer & Deputy Returning Officer

The Returning Officer and Deputy Returning Officer are outlined in Clause 8 of the Articles.

### 3. Powers of a referendum

A referendum has the power to make decisions on behalf of ordinary members, in line with clause 7 of the Constitution, subject to:

- i. Resolutions on matters of policy may be decided by a referendum, regardless of the number of ordinary members who may vote in it.
- ii. Any resolution on an amendment to the Constitution, or By-Laws, or the removal of a Trustee, will require a quorum of 5% of ordinary members.

A referendum may not consider matters related to the employment of SURHUL staff, or mandate any expenditure on behalf of SURHUL which remain the purview of the Board.

### 4. Calling a referendum

A referendum may be called by:

- i. A simple majority of the Officer Group
- ii. A simple majority of an All Student Meeting
- iii. A resolution of the Board
- iv. The President, on receipt of a petition of 200 ordinary members

### 5. Means of conducting a referendum

SURHUL may conduct referendums at any time or place that it consider will encourage the highest level of participation, and is enabled under the Articles. Only ordinary members are eligible to vote in a referendum.

Steering Committee will advise on the best wording for a question to be put to referendum. Steering Committee reserves the right to determine that a question proposed to be put to referendum may be unlawful, or may have a high associated risk, and has absolute discretion to amend a question, or decline to put a question, to referendum.

Steering Committee may determine that the issue proposed to be put to referendum has already been decided by referendum in the current academic year, in which case they have discretion to decline to put the question to referendum. Ordinary members who wish to contest this ruling may do so, in the form of an appeal to the Returning Officer.

### 6. Campaigning

This By-Law does not create specific rules for the conduct of campaign teams, as SURHUL wishes to support innovative campaigning, and does not wish to attempt create a list which could prove limiting in future. SURHUL does expect all campaign teams to behave in a way that upholds the students' union's good reputation, reflects our values, and champions our equality and diversity policies. The Referendum Rules will make clear any specific

requirements that arise from time to time, and the Returning Officer has the power to enforce these through the Referendum Complaints Procedure.

#### 7. Voting

All cross campus referendum will use a voting system which clearly enables ordinary members to select an option, or range of options. Steering Committee will advise on the best range of responses, in consultation with the proposer of the referendum.

#### 8. Complaints within the referendum

This By-Law requires the Returning Officer to publish a Referendum Complaints Procedure for each referendum, which should make clear how:

- i. Students will submit complaints to the Returning Officer.
- ii. The complaint will be investigated.
- iii. Appeals may be submitted.
- iv. Appeals will be heard.

The Returning Officer has power to determine that a referendum should:

- i. Be paused, until such time as the Returning Officer is satisfied that it may continue.
- ii. Declared null and void before the result has been declared.
- iii. Have its result set aside.
- iv. Continue without hindrance.

The Returning Officer will make no determination that a referendum should be run again from the beginning; this power rests with the body that called the referendum, which will need to initiate proceedings for another referendum.

After the appeal process has concluded, there is no further opportunity to contest a decision of the Returning Officer. The main SURHUL Complaints Procedure in By-Law J will only be appropriate if there is probable cause to investigate a complaint that no confidence can be placed in the entire referendum process.

## **C: All Student Meetings**

### **1. Establishment**

SURHUL has established All Student Meetings, under clause 6 of the Constitution. The All Student meetings are established under the following principles:

- i. Ordinary members are entitled to attend any All Student Meetings; SURHUL is expected to make all endeavours to ensure that meetings are accessible, relevant and participative.

### **2. Powers of the meeting**

A quorum of ordinary members may make any decisions at All Student Meetings on behalf of the wider membership, provided that this is in line with the provisions of the Constitution and with other relevant legislation.

This By-Law respects the authority of an All Student Meeting to determine its own rules for debate and for making decisions, provided that a simple majority of a quorum of members present may make a resolution.

All Student Meetings are encouraged to deliberate at will, but to then seek the support of the wider membership on resolutions by putting their proposals to an All Student Vote, using the powers of referendum in clause 7 of the Constitution, in line with By-Law B.

Only an All Student Meeting, or a referendum called by an All Student Meeting, has power to pass a resolution of no confidence in an Officer Trustee. A motion of no confidence must follow the process established in clause 10 of the Constitution for the removal of a Trustee. A motion of no confidence which successfully passes will vacate the office held by the Officer Trustee in question, who ceases to be a paid trustee and will be entitled to one month's payment in lieu of notice, but will leave office immediately following the declaration of the vote.

This provision of the By-Laws does not limit SURHUL's powers to terminate an Officer Trustee's contract of employment for gross misconduct, under the students' union's terms and conditions of employment.

### **Operations of the meeting**

The quorum, process for calling and voting processes, are as laid out in clause 6 of the Constitution.

The Rules of debate will be determined by the All Student Meeting, and will not require approval in a referendum, or approval of the Board. No amendment to the Rules of debate will be in effect until the conclusion of the meeting within which they are agreed. Steering Committee will review and propose any changes to the Rules of debate that, in its judgement, are appropriate or helpful to the All Student Meeting at an interval of no more than two years.

Any resolution proposed to an All Student Meeting must be proposed and seconded by ordinary members, who have the right to speak first in support of the motion.

## **D: Councils**

### **1. Establishment**

SURHUL has established Councils, under clause 5 of the Constitution. These are established under the following principles:

- i. Councils are open forums to discuss and agree policy positions on issues that matter to Royal Holloway students.
- ii. Councils are political bodies, which hold Officer Trustees accountable for the positions they take and the effectiveness of SURHUL's work.
- iii. Council meetings are opportunities for all students to engage with decision makers and stakeholders.
- iv. Councils will meet at least once in each term.
- v. The quorum will be half of the voting members.
- vi. All Councils will sit in good time before full meetings of the Steering Committee and will submit a written report, through their Chair.
- vii. Councils will have the power to delegate some executive functions (for example planning of campaigns, or ratification of student groups) to subgroups.
- viii. The Chief Executive will nominate a staff member to act as Secretary to each Council.
- ix. Steering Committee will review all Councils every two years and publish the details of their operation.

### **2. Membership**

The Steering Committee, in consultation with the Councils and the Officer Group, will identify and review appropriate elected volunteer representative positions to serve as voting members of each Council. It will also set the Chair.

The list of membership will be published each year, in good time for election to the representative positions.

Any ordinary member may attend Council meetings as a non-voting member.

### **3. Officer Trustees**

Officer Trustees are accountable, individually and collectively, to Councils. Officer Trustees are specifically accountable to certain meetings, and will report on their activities to Councils.

## **E: Officer Trustees**

### 1. Establishment

The Officer Trustees are established in this By-Law, under clause 9 of the Constitution.

### 2. Powers and responsibilities

All Officer Trustees have powers and responsibilities including:

- i. Promoting SURHUL's aims, objectives, policies and successes.
- ii. Carrying out democratic responsibilities, such as going out and talking to students, campaigning for progressive change, encouraging inclusivity and participation.
- iii. Working with the Chief Executive to make arrangements for delivering on their objectives with appropriate resources and staff support.
- iv. Membership of the Officer Group, Management Committee, and Board of Trustees.

Specifically, some Officer Trustees will have additional powers and responsibilities, including:

#### The President will:

- i. Be responsible for increasing participation in the democratic structures of the Union and take overall responsibility for campaigns.
- ii. Be responsible for coordinating the work of the Officer Group and act as the lead ambassador for SURHUL with external stakeholders.
- iii. Chair the Board of Trustees, and other subcommittees as required.
- iv. Attend National Union of Students' Conferences as a delegate, ex officio.
- v. Attend College Council, ex officio.

#### The Vice President (Education) will:

- i. Be overall responsible for matters relating to education, teaching quality and the learner experience.
- ii. Be responsible for developing the academic representation structure at College, embedding it within the Students' Union's own democratic structures.
- iii. Attend Academic Board, and as appropriate other academic Committees of the College.
- iv. Act as Deputy President.

#### The Vice President (Societies & Media) will:

- i. Be (jointly) overall responsible for developing SURHUL's work supporting student groups, with specific responsibility for societies, media outlets and RAG.
- ii. Be Editor-in-Chief of SURHUL student-led media.
- iii. Attend appropriate committees of the College relating to the wider student experience.

#### The Vice President (Sport) will:

- i. Be (jointly) overall responsible for developing SURHUL's work supporting student groups, with specific responsibility for sports clubs.
- ii. Attend appropriate committees of the College relating to the wider student experience.
- iii. Attend British Universities and Colleges Sport Conferences as a delegate, ex officio.

The Vice President (Welfare and Diversity) will:

- i. Be overall responsible for developing our work on liberation, equality and diversity policy and practice.
- ii. Take lead responsibility for campaigns related to housing, money, health, safety and general wellbeing.
- iii. Attend appropriate committees of the College relating to the wider student experience.

3. Officer Group

The President will call meetings of the Officer Trustees to consider a political response to timely or sensitive issues which could not easily go to a Council meeting or All Student Meeting. The Officer Group will have a quorum of three Officer Trustees and will be supported by a staff member appointed by the Chief Executive.

The Chairs of each Council will be given reasonable notice to attend meetings of the Officer Group, but do not contribute to its quorum and do not have a vote.

The Officer Group has full authority to set a policy position on behalf of SURHUL and its members, and communicate this to any stakeholders. Decisions of the Officer Group will be scrutinised at the next meeting of the most appropriate Council.

## **F: Policy**

### **1. Establishment**

SURHUL has established the Officer Group, Councils, All Student Meetings, and Referendums within the By-Laws, as means for members to make policy. These are established under clauses 5, 6, 7, 8, and 9 of the Constitution. The respective powers of the Board are established under clause 10 of the Constitution.

### **2. Principles of the policy process**

This By-Law respects these process and establishes the following principles:

- i. Policy making processes must be agreed, understood, and accessible ways for students to collectively articulate their positions on key issues.
- ii. There is a balance between respecting the rights of students to make policy, and the responsibilities of the Board.
- iii. Policy, within this By-Law, refers to overtly political positions and not to corporate policy on matters such as staffing policies, which is overseen by the Board.
- iv. Students may have legitimate views on corporate policy and may seek to influence corporate issues, even if they are not directly making policy decisions.

### **3. Political Autonomy**

The Officer Group, Councils, All Student Meetings, and Referendums, all have power to set policy on behalf of SURHUL. These policy making bodies are listed in order of increasing precedence, with a ballot of all students being the most authoritative expression of the views of members.

The Board is legally responsible for ensuring that, in setting policy positions, SURHUL meets its legal obligations and avoids undue risk. This By-Law, therefore sets expectation that:

- i. The right of policy making bodies to speak on behalf of Royal Holloway students is undisputed.
- ii. Policy making bodies will engage with SURHUL's professional staff team, where possible, at an early opportunity, so that advice on legal obligations and risk is available at the deliberative stages of developing policy.
- iii. The Board, through its professional staff team, will endeavour to manage risk associated with policy, rather than seeking to override a legitimate expression of student positions on key issues.
- iv. The Steering Committee will endeavour to act in the best interests of all parties, and will advise in good faith on good policy and decision making processes.

### **4. Resolutions**

The policy making bodies do not have the power, in setting policy, to mandate staff members for specific action (other than Officer Trustees), direct SURHUL to spend money, or contradict policy set by a body higher in the order of precedence.

Resolutions have authority for a period of three years following their adoption, or until a subsequent resolution overrides it. The Chief Executive will maintain a policy file on behalf of SURHUL, and will advise policy making bodies on the implications of proposed resolutions.

Any resolution to change the Constitution or By-Laws must clearly state this intention, and be in order with the Amendment process described in clauses 13 and 14 of the Constitution.

## **G: Student Groups**

### **1. Establishment**

SURHUL has established student groups under its general powers, under clause 3 of the Constitution. These student groups are established under the following principles:

- i. Student groups are ratified by their peers, and can thereby access SURHUL support.
- ii. All student groups are student led, and rely on the commitment of volunteers to succeed.
- iii. SURHUL supports student groups with funding, expertise, and a sound regulatory framework.

### **2. Ratification**

Student Activities Grant Committee will determine any specific criteria for ratification and will publish the application process to members.

Student Activities Council (or alternative body) will receive and support new student group applications, and scrutinise them before voting on their approval using the guidelines provided by the Student Activities Grant Committee.

### **3. Membership**

Ordinary members may join, and lead, a student group, upon completing a membership application process and payment of a fee, to be annually determined by the Students' Union's Management Committee.

Student Activities Council (or alternative body) will consider applications from student groups which may wish to have a membership and leadership which share certain protected characteristics. This consideration will require a student group to continue to observe all other regulations and procedures that apply to its operation

### **4. Student leadership**

All student groups must elect their own leadership, who will be accountable to SURHUL for the success and good conduct of the club or society. The elected leaders need not be specific positions, but must provide SURHUL with evidence that the student group:

- i. Is run democratically.
- ii. Accounts for its finances.
- iii. Keeps accurate records of its activity.
- iv. Acts in line with the aims stated at the time of its ratification.

Student Activities Council (or alternative body) will approve and annually review a model student group constitution, which will be used as a template for all new SURHUL student groups.

### **5. Funding of student groups**

Student Activities Grant Committee will receive an annual budget for student groups, and set priorities for its distribution. Student Activities Grant Committee will be the principal body to distribute this funding, although it will be required to consider how to best support a participatory budgeting process that involves the wider membership.

### **6. Complaints and Discipline**



The Complaints Procedure in By-Law J and the Discipline Procedure in By-Law K are appropriate for use in cases involving student groups.

SURHUL would usually expect that a concern involving student groups could be settled informally in the first instance. Any person or group considering a complaint or alleging misconduct is urged to contact SURHUL to consider what options for informal resolution may be available.

## **H: Subcommittees of the Board**

### **1. Establishment**

The Board of Trustees have established Subcommittees, under clause 10 of the Constitution. These Subcommittees are established under the following principles:

- i. The quorum for all subcommittees will be half of the voting members.
- ii. The quorum must have at least one Officer Trustee and one external Trustee.
- iii. All subcommittees will sit in good time before full meetings of the Board and will submit their minutes to the Board.
- iv. The Chief Executive will nominate a staff member to act as Secretary to each subcommittee.
- v. The Board will review all subcommittees every two years.
- vi. The subcommittees established under this By-Law are not definitive. The Board has the power to establish further subcommittees.

### **2. Finance, Staffing and Risk Committee**

The Finance, Staffing and Risk Committee has power to:

#### *Finance powers and duties*

- i. Agree and review the budgeting, reserves and investment policies.
- ii. Recommend the annual budget for approval by the full Board.
- iii. Receive and scrutinise management accounts.
- iv. Undertake detailed scrutiny of significant expenditure proposals, within the Scheme of Delegation, approve proposals, and monitor their implementation.

#### *Staffing powers and duties*

- i. Approve human resource policies, including the overall terms and conditions of employment for staff.
- ii. Approve the organisational pay award structure and ensure the fair administration of incremental awards.
- iii. Receive the results of staff engagement activity, agree action and oversee success.
- iv. Approve any substantive variation in senior staffing structure, and receive reports on variation in the wider staffing structure.

#### *Risk powers and duties*

- i. Undertake review of high risk projects, for report to the full Board.
- ii. Agree and execute the process of appointing financial auditors, for approval by the full Board.
- iii. Monitor progress against the annual audit findings.
- iv. Receive and monitor an annual statement of legal compliance.

#### *Membership*

- i. President (Chair).
- ii. One other Officer Trustee.
- iii. One external Trustee.
- iv. One student Trustee.
- v. Chief Executive.
- vi. One other member of senior staff, appointed by the Chief Executive.

### 3. Appointments and Remuneration Committee

The Appointments and Remuneration Committee has power to:

- i. Search for, recruit and appoint the Chief Executive and external Trustees, subject to approval by the full Board.
- ii. Review the remuneration of, and terms and conditions of employment for, the Officer Trustees and the Chief Executive.
- iii. Undertake the annual appraisal and performance management process for the Chief Executive, for report to the full Board.

The Appointments and Remuneration Committee will act with regard to the general pay, terms and conditions of employment, and recruitment practices established by the Finance, Staffing and Risk Committee.

#### *Membership*

- i. President
- ii. The Vice Chair of the Board, an external Trustee (Chair)
- iii. One student Trustee.

### 4. Management Committee

The Management Committee has power to:

- i. Consider tactical issues which are timely or sensitive, and important to the leaders of SURHUL, to identify opportunities and solutions for advancing the Objects and strategy of SURHUL.
- ii. Consider and approve detailed guidance for the good management of SURHUL.
- iii. Discuss the development of the SURHUL budgets, strategic plan, operational plans and specific objectives, monitor progress against the budget, plans and objectives, and propose action to the Board.
- iv. Receive, consider and propose action arising from the management accounts.
- v. Consider other matters referred to it by the policy making process, Steering Committee, or Board and its Committees.

#### *Membership*

- i. The Officer Trustees
- ii. The Chief Executive (Chair).
- iii. Senior staff, appointed by the Chief Executive.

### 5. Student Activities Grants Committee

The Student Activities Grants Committee has the power to:

- i. Consider and publish an appropriate policy framework for the distribution of a student group funding
- ii. Allocate funding to ratified student groups, in line with a budget set down by the Board

#### *Membership*

- i. Vice President (Societies & Media)
- ii. Vice President (Sport)
- iii. Chair of Student Activities Council (or alternate body)
- iv. Another student elected from Student Activities Council

- v. Two members of staff of the students' union, appointed by the Chief Executive

#### 6. Steering Committee

The Steering Committee is a joint subcommittee of the Board and All Student Meeting, and has the power to

- i. Set the agenda for the All Student Meeting.
- ii. Ensure that decisions are taken by the appropriate body, including considering issues of legal risk and reputation.
- iii. Defines how Councils work in the wider decision-making process of SURHUL.

#### *Membership*

- i. Two Officer Trustees, to be elected by the Officer Trustees, one of whom will be Chair.
- ii. One ordinary member Trustee.
- iii. One ordinary member to be elected from the membership of each Council.

The Chief Executive will act as Secretary to the Committee.

## **I. Members' Code of Conduct**

All members of the Union (including ratified activity groups) shall be expected to abide by this constitution and its by-laws at all times.

The Union has agreed the following code of conduct relating to the behaviour of members and guests while on Union premises and engaged in Union activities.

Members and opted out students shall be liable for the conduct of any guests on the premises and may be subject to disciplinary proceedings accordingly. The following offences may lead to disciplinary proceedings:

- i. Breach of the students' union policies and principles, for example the Equal Opportunities Policy.
- ii. Wilful, reckless or negligent damage to, or loss of, students' union property or property under the control of SURHUL.
- iii. Conduct detrimental to the reasonable enjoyment of the students' union facilities by any other member(s) or their guests.
- iv. Threatening or violent behaviour on students' union premises.
- v. Imparting to the press, television or radio, or any agency thereof, any expressly confidential material about the students' union or any of its members or Officers, unless prior permission has been granted.
- vi. Breach of any of the regulations of the students' union, including any rules and regulations pertaining to any club or society.
- vii. Illegal entry to the students' union's functions or facilities.
- viii. Conduct tending to prejudice the external relations of the students' union.
- ix. Conduct detrimental to the public reputation of the students' union.
- x. Illegal activities whilst on students' union property, at events, or acting on behalf of the students' union.
- xi. Failure to discharge a debt to the students' union.
- xii. Incurring unauthorised expenditure on behalf of the students' union and/or misappropriation of funds or property.

This list is neither intended to be inclusive nor exhaustive, and the students' union reserves the right to investigate any other conduct which may give rise to disciplinary action.

## **J: Statutory Complaints Procedure**

### **1. Establishment**

SURHUL has established a process for ensuring that members who may be dissatisfied by their dealings with the Union, or who may feel they have been unfairly disadvantaged by reason of having exercised their right not to be a member of the Union, are able to draw this to the attention of SURHUL and seek an appropriate remedy, under clause 18 of the Constitution.

### **2. Principles of the Complaints Procedure**

The Complaints Procedure sets expectation that all complaints are:

- i. Taken seriously, and proceed in a timely fashion.
- ii. Consistent with principles of natural justice.
- iii. Raised no later than three months after which the matter causing complaint occurred.
- iv. Made by an aggrieved party; SURHUL will not usually accept complaints made anonymously or on behalf of others.

This Complaints Procedure is appropriate for use by all students who are dissatisfied with their dealings with SURHUL. The Complaints Procedure sets out how:

- i. Students will submit complaints.
- ii. Complaints will be investigated.
- iii. Complaint outcomes are determined.
- iv. Appeals may be submitted.
- v. Appeals will be heard.

The Complaints Procedure is not appropriate for complaints regarding:

- i. Political decisions taken by Officer Trustees, which should be raised through the political accountability framework in By-Law D.
- ii. Elections or referendums, except for a complaint that there is no confidence in the whole democratic process.
- iii. Disciplinary matters, which are set out in By-Law K.

### **3. Raising a complaint**

Students should complain in writing, in the first instance, to the President. The President, supported by a member of staff appointed by the Chief Executive, will determine probable cause for an investigation. In any event, the President will write to the complainant to confirm receipt of the complaint and any action taken.

The President will refer any complaint about the President to another Officer Trustee with no conflict of interest.

The President will refer complaints about staff to the Chief Executive, for processing in line with appropriate employment practices. If a complaint is made about the Chief Executive, the President will be supported in their investigation by an external Trustee (usually the Vice Chair of the Board).

### **4. Investigation of the complaint**

The President will, after finding probable cause for investigation, work with an appointed member of staff to produce an Investigation Report. The Investigation Report will concisely

summarise the facts of the complaint and, if the complaint is upheld, a recommendation as to an effective remedy. In any event, the President will write to the complainant with a summary of the Investigation Report.

The President will, generally, ask the complainant whether they would like a face-to-face meeting during the investigation process, but it would not be usual to convene a hearing meeting. The President may require SURHUL members, staff, and Trustees, to support the collection of evidence in the investigation process.

#### 5. Complaint outcomes

The President will be guided by precedent and will securely store their Investigation Report for an appropriate time period, under the guardianship of the Chief Executive.

The President may conclude that an appropriate complaint outcome is the commencement of disciplinary procedures. A complainant should have no expectation that they will be involved in disciplinary processes, as this may include confidential practices.

#### 6. Appeals

The complainant has a right to appeal on three grounds, and must have evidence that the President:

- i. Conducted the investigation process in a way that was procedurally irregular.
- ii. Was not able to consider evidence that has now become available.
- iii. Has not identified an effective remedy to an upheld complaint.

The complainant may not appeal because they disagree with a complaint not being upheld, unless they also have one or more of the grounds for appeal. The complainant should submit their appeal in writing to the Chief Executive, who will determine whether grounds for appeal exist.

The Chief Executive will, after finding grounds for appeal, make arrangements for a panel of the Board to consider the appeal. The panel will include three trustees, none of whom will have had previous knowledge of the complaint.

The panel will consider a case presented by the President, and disputed by the complainant. The appeal may not require a hearing, and the panel may determine that it will conduct the process at a distance.

#### 7. External review

Complainants have the right to request that the College review the complaints process. The College will not reinvestigate the complaint, but will report on the confidence that can be placed in the complaints procedure being fair and appropriate.

The President will make the external review process known at the conclusion of the appeals stage.

The College will appoint a named individual to act in this capacity on an annual basis.

## **K: Members' Discipline Procedure**

### **1. Establishment**

This By-Law is not established to further the delivery of any clause of the Constitution, per se, but exists to help members understand how and why SURHUL may enforce its expectation of acceptable standards of conduct on members, or groups of members.

### **2. Principles of the Discipline Procedure**

The Discipline Procedure sets expectation that all allegations of misconduct which may require a disciplinary process are:

- i. Taken seriously, and proceed in a timely fashion.
- ii. Consistent with principles of natural justice.
- iii. Raised as soon as possible, and no later than three months following the event.
- iv. Made by an aggrieved party; SURHUL will not usually accept allegations of misconduct made anonymously or on behalf of others.

This Discipline Procedure is appropriate for use to consider allegations against members of SURHUL, individually or collectively. The Discipline Procedure sets out how:

- i. Summary offences will be managed.
- ii. Allegations of misconduct should be raised.
- iii. Allegations of misconduct will be investigated.
- iv. Appropriate outcomes are determined.
- v. Appeals may be submitted.
- vi. Appeals will be heard.

The Discipline Procedure is not appropriate for allegations regarding:

- i. Political decisions taken by Officer Trustees, which should be raised through the political accountability framework in By-Law D.
- ii. Conduct of SURHUL staff, which should be considered through appropriate employment practices.
- iii. Behaviour or activity which is not related to SURHUL membership or employment.

### **3. Summary offences**

The Disciplinary Procedure is only appropriate for use in considering allegations of misconduct against members or groups of members; for the avoidance of doubt, this does not include misconduct which occurs when students are using SURHUL services. The Chief Executive has managerial authority to enforce good conduct in the use of services, in line with standard operating procedures, using appropriate discipline against summary offences. The exercise of this authority, therefore, may not limit membership of SURHUL, and only refers to the use of services.

The Chief Executive may refer any allegation of misconduct to the President for consideration under this Discipline Procedure, at their discretion.

### **4. Making an allegation**

Students should raise the allegation in writing, in the first instance, to the President. The President, supported by a member of staff appointed by the Chief Executive, will determine probable cause for an investigation. The President and Chief Executive will determine that an allegation of misconduct does, in fact, refer to behaviour or actions that relate to SURHUL



membership or employment. In any event, they will write to the person making the allegation to confirm receipt of the allegation and any action taken.

Allegations which do not relate to SURHUL membership or employment may be more appropriately considered by the College, under their Disciplinary Regulations, or by an external partner, such as a local authority or the police. The President will refer any person who makes an allegation of misconduct which SURHUL declines to proceed with to appropriate external partners.

If a person makes an allegation of misconduct to SURHUL as well as to the College or to external partners, SURHUL reserves the right to suspend consideration of the allegation until the conclusion of other processes.

The President will refer any allegations of misconduct about the President to another Officer Trustee with no conflict of interest.

#### 5. Investigation of the allegation

The President will, after finding probable cause for investigation, work with an appointed member of staff to produce an Investigation Report. The Investigation Report will concisely summarise the facts of the allegation and a recommendation as to an effective sanction.

The President will, generally, ask both parties whether they would like a face-to-face meeting during the investigation process. The President may require SURHUL members, staff, and Trustees, to support the collection of evidence in the investigation process.

The President, for the avoidance of doubt, has discretion to suspend membership entitlements while an investigation is in progress, including the recognition of student groups, and their members' access to support, funding, and facilities. There is no assumption of guilt during a period of suspension, but non-compliance with the President's decision may be considered a further disciplinary matter.

#### 6. Discipline Outcomes

The President will be guided by precedent and will securely store their Investigation Report for an appropriate time period, under the guardianship of the Chief Executive. For the avoidance of doubt, the President may conclude that there is no case to answer and therefore dismiss the case.

Where the President finds there is a case to answer, the matter will be referred to a stage one panel.

##### *Stage One Panel*

The stage one disciplinary panel will consist of three ordinary members of the Union, from a pool determined on an annual basis by the Board of Trustees.

The panel will hear evidence from all parties involved. Usually, the individuals subject to the process will receive all evidentiary documents not less than 10 working days before a panel. Where there is a delay, reasonable justification should be made.

An appropriate discipline outcome may be that:

- i. There is no case to answer.
- ii. There should be a period of mandatory training and development.
- iii. There should be a sanction imposed.

The sanctions available to the panel include:

- i. A verbal warning.
- ii. A written warning.
- iii. A final written warning.
- iv. Termination or suspension of membership entitlements.

The Panel, for the avoidance of doubt, has discretion to impose sanctions against members of student groups and the whole student group, individually and collectively.

## 7. Appeals

Any member or group who has an allegation of misconduct against them upheld has a right to appeal on three grounds, and must provide evidence that:

- i. The investigation process was conducted in a way that was procedurally irregular.
- ii. The stage one panel was not able to consider evidence that has now become available.
- iii. The stage one panel has imposed a disproportionate sanction.

The member or group against whom an allegation has been upheld may not appeal because they disagree that an allegation has been upheld, unless they also have one or more of the grounds for appeal. The member or group should submit their appeal in writing to the Chief Executive, who will determine that grounds for appeal do exist.

The Chief Executive will, after finding grounds for appeal, make arrangements for a panel of the Board to consider the appeal. The panel will include at least three trustees, none of whom will have had previous knowledge of the allegation.

The panel will consider the outcome of the stage one panel, and disputed by the member or group. The appeal may not require a hearing, and the panel may determine that it will conduct the process at a distance.

The panel will consider the appeal and may find that the disciplinary case should be:

- i. Dismissed.
- ii. Upheld, and the original sanction applied.
- iii. Upheld, and an alternative sanction applied.

After the appeal process has concluded, there is no further opportunity to contest a discipline case. The main SURHUL Complaints Procedure in By-Law J will only be appropriate if there is probable cause to investigate a complaint that no confidence can be placed in the entire discipline process.

## **L: Financial Regulations**

### **1. Establishment**

SURHUL has established Financial Regulations under the following principles:

- i. Members have an interest in the way that the students' union conducts its financial affairs, and it is proper that a By-Law, agreed between an All Student Meeting and the Board, establishes the Financial Regulations.
- ii. The Board has ultimate responsibility for the good financial governance of the students' union, and should have oversight of the Financial Procedures Manual through the Finance, Staffing and Risk Committee.
- iii. The Constitution is SURHUL's controlling document and will take precedence over this By-Law and the Financial Procedures Manual, unless legislation requires otherwise.
- iv. All Student Meetings will scrutinise the audited accounts to ensure that the Board are taking proper care of the students' union's finances.

### **2. The Financial Procedures Manual**

The Financial Procedures Manual will contain references to:

- i. Ownership, Status, Professional Adviser, Accounting Dates.
- ii. Bank Accounts and Management of Bank Balances.
- iii. Control of Expenditure.
- iv. Control of Fixed Assets and Depreciation.
- v. Control of Stock, Floats and Safes.
- vi. Insurance.
- vii. Staffing and Payroll.
- viii. Financial Reporting and Storage of Financial Information.
- ix. Budgeting.
- x. Journals.
- xi. Statutory Returns and VAT.

### **3. Statutory Requirements**

The Students' Union will comply with all relevant statutory requirements relating to financial matters, including those outlined in relevant charities legislation and the Education Act 1994. This includes (but is not limited to):

- i. An annual audit
- ii. Submission of an annual return to the Charity Commission
- iii. Presentation of accounts to the College's Finance Committee as required
- iv. Presentation of the annual budget to the College's Finance Committee as required.

### **4. Oversight**

The Financial Procedures Manual will be made available to any member, or any member of the College's Finance Committee, on request to the Chief Executive.

The Financial Procedures Manual will be reviewed, revised and recommunicated by the Finance, Staffing and Risk Committee annually, before each academic year commences.

Staff who deal with steps and stages of key actions may have more detailed procedures, which must not conflict with the Financial Procedures Manual, but which do not form part of the SURHUL governing documents.

**Appendix One: SURHUL Governance Structure (Diagram Form)**

