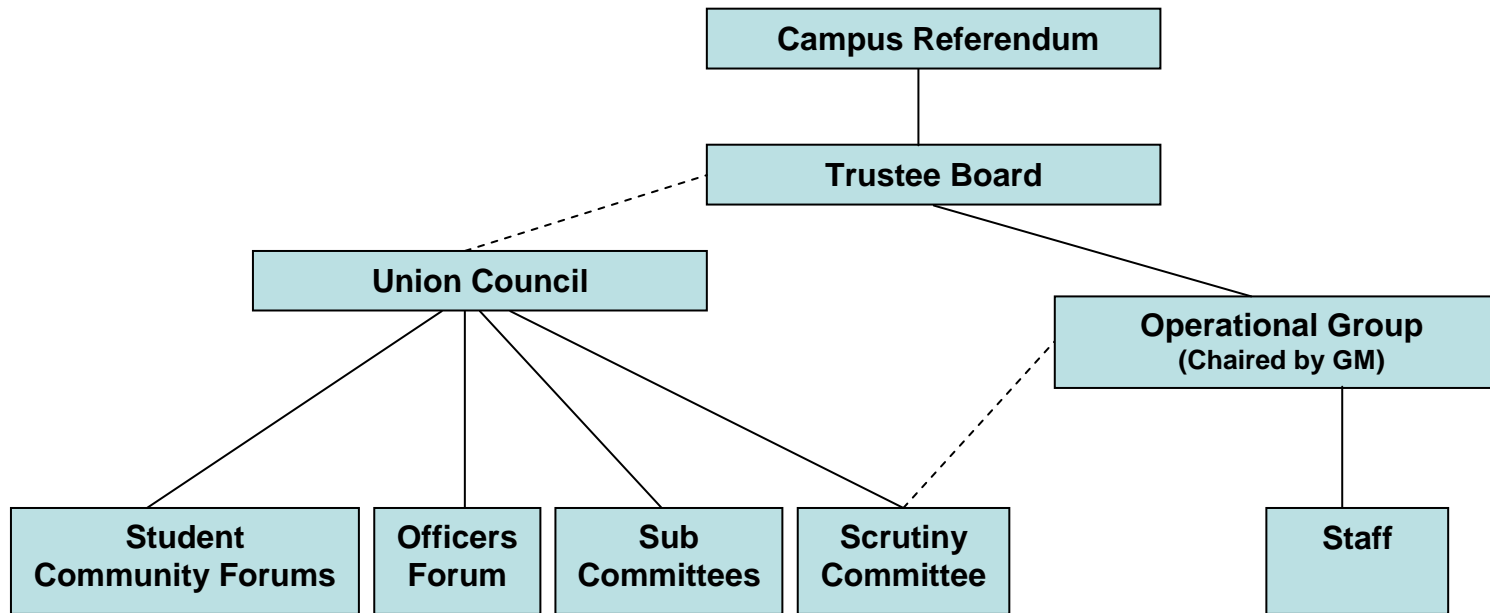


Union Society Restructure Proposal



TRUSTEE BOARD

1. Membership

a. The following shall be members of the Trustee Board with speaking and voting rights:

1. 6 Sabbatical Trustees.
2. 4 Non-Student Trustees.
3. 2 Student Representatives selected by appointment.

b. The following shall be officers of the Trustee Board with speaking but not voting rights:

1. General Manager.
2. Any person invited by the Board with the permission of the Chair.
3. A representative appointed by the University Executive Board.
4. The Trustee Board may at its sole discretion resolve to exclude any of the observers with speaking rights only from any part of its business. The decision to exclude an observer must be unanimous.

2. Sabbatical Trustees

a. Election of a Sabbatical Trustee

Up to 6 Sabbatical Trustees are elected by the members of the Union Society by cross campus ballot in accordance with the election regulations set out in the Election Regulations. The Sabbatical Trustees shall be 'major union office holders' for the purposes of section 22 of the Education Act 1994.

b. Responsibilities of Sabbatical Trustees

1. The responsibilities of Charity Trustees.
2. To be an effective representative of the membership.
3. To proactively seek feedback from the members.
4. Responsibility for achieving Union Wide objectives.
5. Responsibility for implementation of effective campaign and change strategy.
6. Managing the dual role and responsibilities of being a trustee and a representative.
7. Make regular reports to Union Council about their major undertakings.

c. Portfolio Responsibilities

1. Union President (To Chair the board pending a review after 3 years).
2. Education Officer
3. Student Support Officer
4. Editor of the Student Newspaper
5. Activities Officer
6. Athletic Union Officer

3. Appointed Trustees

a. Appointment of Non-Student Trustees

1. When a Non-Student Trustee vacancy appears on the Trustee Board, an appointment committee will be setup to handle the process.
2. The members of the appointment committee shall be the Chair of the Trustee Board, the Chair of Union Council, a Human Resources representative from the University and a representative selected by the Vice Chancellor of the University.
3. Once the appointment committee are satisfied with a candidate they may recommend the candidate to the Trustee Board so that they can make the appointment.
4. This recommendation must be ratified by an Annual General Meeting (an Extraordinary General Meeting may be sufficient if required). At this point the Non-Student Trustee is appointed.

b. Terms of Office (Non-Student)

1. A Non-Student Trustee shall remain in office for 4 years since the date of their ratification by the Trustee Board.
2. At the end of their first term of 4 years, a Non-Student Trustee shall be eligible for reappointment but they shall not be eligible for reappointment thereafter if they have served a maximum total term of 8 years.
3. For the avoidance of doubt, the maximum total term for a Non-Student Trustee is 8 years. The reappointment is still subject to the ratification of Trustee Board.

c. Eligibility (Non-Student)

The following people are not eligible to become a Non-Student Trustee:

1. A current student of Newcastle University. If a Non-Student Trustee becomes a student at Newcastle University during their term of office they must resign.

2. A graduate of any University may not become a Non-Student Trustee for a period of 5 years after they have graduated from as an undergraduate.
3. A Union Officer may not become a Non-Student Trustee for a period of 5 years after they have left office.
4. No current member of University staff may be nominated as a Trustee of the Union Society.

d. Appointment of Student Trustees

1. When a Student Trustee vacancy appears on the Trustee Board, an appointment committee will be setup to handle the process.
2. The members of the appointment committee shall be the Chair of the Trustee Board, a current non-student board member, a Human Resources representative from the University and a representative selected by the Vice Chancellor of the University.
3. Once the appointment committee are satisfied with a candidate they may recommend the candidate to the Trustee Board so that they can make the appointment.
4. This recommendation must be ratified by an Annual General Meeting (an Extraordinary General Meeting may be sufficient if required). At this point the Student Trustee is appointed.

e. Term of Office (Student Member)

1. A Student Trustee shall remain in office for an academic year since the date of their ratification by the Trustee Board.
2. At the end of their first term of an academic year, a Student Trustee shall be eligible for reappointment but they shall not be eligible for reappointment thereafter if they have served a maximum total term of 2 years.
3. For the avoidance of doubt, the maximum total term for a Student Trustee is 2 years. The reappointment is still subject to the ratification of Trustee Board.

f. Eligibility (Student Members)

The following people are eligible to become a Student Trustee:

1. A current student of Newcastle University.
2. No current member of University staff may be nominated as a Student Trustee of the Union Society
3. A Union Sabbatical Officer may not become a Student Trustee for a period of 5 years after they have left office.
4. A former member of University or Union staff may not become a Student Trustee for a period of 5 years after they have left their position of employment from either institution.

4. Convening the Trustee Board

- a. The Trustee Board shall be convened:
 - 1. not less than twice per term.
 - 2. upon receipt of a written request for a meeting made to the President signed by 2 or more Trustees.

5. Responsibilities

- a. Be responsible for the management, administration and general business of the Union Society.
- b. Determine the portfolios of Sabbatical Trustees after ratification from Union Council.
- c. Ensuring that the Union Society has a clear vision, mission and strategic direction and is focused on achieving these. These should be reviewed regularly and achievable targets and indicators should be set against which success is measured.
- d. Be responsible for the oversight of the Union Society and for its behaviour.
- e. Ensuring that the Union Society complies with all legal and regulatory requirements.
- f. Acting as guardians of the Union Society assets, both tangible and intangible, taking due care over their security, deployment and proper application.
- g. Regularly review the Union Societies Governance to ensure it is of the highest possible standard.
- h. Scrutinise the role of the General Manager and assess their performance. The General Manager should be accountable to the Trustee Board.
- i. Be responsible for the Financial Position of the Union Society.
- j. Ensure the Union Society acts within its agreed values.
- k. Be open and responsive to those who have interest in its work.

6. Trustee Code of Conduct

a. Selflessness

Trustees should take decisions only in the interests of the Union Society as a whole and will not do so in order to gain financial or other material benefits for themselves, their family or their friends.

b. Integrity

Trustees shall not place themselves under any financial or other obligation to outside individuals or organisations that might influence them in the performance of their official duties.

c. Objectivity

In carrying out public business, including making appointments, awarding contracts, or recommending individuals for rewards and benefits, Trustees should make choices on merit.

d. Accountability

Trustees are accountable for their decisions and actions to the members of the Union Society, Newcastle University, the public, the media, charity regulators and stakeholders. Everything they do must be able to stand the test of scrutiny by one or all of these parties.

e. Openness

Trustees should be as open as possible about all the decisions and actions that they take. They should give reasons for their decisions and restrict information only when the wider interest of the Union Society as a whole clearly demands.

f. Honesty

Trustees have a duty to declare any private interests relating to their Union Society duties and to take steps to resolve any conflicts arising in a way that protects the Union Societies interests.

g. Leadership

Trustees should promote and support these principles by leadership and example.

h. Other obligations of Trustees

1. Trustees will not break the law or breach charity regulations in any aspect of their role as a Trustee.
2. Trustees will support the mission statement of the Union Society and consider themselves its guardian.
3. Trustees will attend all Trustee Board meetings, carefully studying the agenda ahead of time and will give apologies in advance if they are unable to attend.
4. Trustees will accept a majority vote in the Trustee Board on an issue as decisive and final.
5. Trustees will honour the authority of the Chair and accept his or her role as meeting leader. Trustees should engage in debating and voting in meetings maintaining a respectful attitude towards others whilst making their voice heard.
6. Trustees must accept that substantial breach of any part of the Trustee Code of Conduct may result in their dismissal from the board.

7. Dismissal and Resignation of Trustees

a. Dismissal

1. A motion of No-Confidence in a Trustee must be tabled to a meeting of the Trustee Board. In order to be dismissed, a two-thirds majority must vote in favour of the motion of no-confidence. The Trustee in whom the motion of no-confidence is made may not vote.
2. If Union Council successfully pass a non-binding motion of no-confidence in a Trustee, the Trustee Board must debate on a motion of no-confidence in that Trustee. If the Trustee Board do not uphold the decision of Union Council, the Chairman of the Trustee Board must write a letter to the Chair of Union Council detailing their reasoning behind their decision. This letter should be presented to the next meeting of Union Council. If satisfaction is not achieved, an Extraordinary General Meeting shall be competent to make a decision.
3. To determine who is fit and proper to act as a Trustee, the Union Society shall withhold a right of dismissal outlining key areas of concern. (bankruptcy, criminal conviction, mental incapacity etc.)

b. Resignation

1. A Sabbatical Trustee who wishes to resign must make it clear in writing to the chairman of the Trustee Board stating the reasons for their resignation. If the President wishes to resign, he or she must write to any other sabbatical trustee.
2. A Non-Student Trustee who wishes to resign must do so in writing to the Chairman of the Trustee Board stating the reasons for their resignation.
3. A Student Trustee who wishes to resign must do so in writing to the Chairman of the Trustee Board stating the reasons for their resignation.

c. Dismissal of Sabbaticals

1. If Sabbatical Trustees are no longer able to perform their roles as Trustees Council must decide, in closed session, on the eligibility of the Sabbatical to remain as an Officer. There is no option for an appeal, not even to campus referendum.

UNION COUNCIL

8. Membership and Voting

- a. The following shall be members of Union Council with speaking and voting rights:
 1. The six Sabbatical Officers and all other Part time Officers

2. 48 student Representatives elected directly through the Union Society; of these, each faculty shall hold seats in the same proportions as their student memberships
3. One representative appointed by each of the following:
Student Community Action Newcastle;
The Postgraduate & Mature Student Sub Council;
The International Students' Sub Council;
The Newcastle Medical and Dental Sub Council;
The Student Parent Sub Council;
The Student Newspaper;
Nightline;
The Student Radio (NSR) Sub Council;
4. Athletic Union Executive Committee. (5 seats)
5. Societies Executive Committee. (8 seats)
6. Diversity Committee Representatives
7. Five open positions as elected by Union Council.

b. The following shall be members of Union Council with speaking but not voting rights:

1. Non Student members of the Trustee Board.
2. the Director of Membership and Democratic Services;
3. the Union Society General Manager;
4. one representative appointed by and from the Union Society staff belonging to each of the following Trade Unions: UCU and UNISON.
5. Union Council may at its sole discretion resolve to exclude any of the members with speaking rights only from any part of its business.
6. No person shall hold more than one position on Union Council or exercise more than one vote except that at the Joint Session of Union Council
7. Each Union Councillor shall have one vote for each Union Council of which he or she is a member.
8. The above although the Chairperson of Union Council shall in the event of an equality of votes have a vote.

c. Election of Union Councillors

1. Only student members shall be eligible for election to and membership of Union Council and only members of a School shall be eligible to stand or vote in elections for School Representatives for that School.

9. Bye Elections and Casual Vacancies

a. Where a vacancy arises on Union Council during Semester 1 or Semester 2 terms it shall be filled up by bye election as soon as may conveniently be.

b. Where a vacancy arises on Union Council during the Easter term, or where a member of Union Council is required to be absent from the University for any period in excess of four term weeks, Union Council, having regard to any members elect in existence, shall co-opt a student member to fill such vacancy for its duration.

10. Dismissal and Resignation of Union Councillors

a. A Student Representative on Union Council shall be deemed to be dismissed if a petition calling for his or her dismissal, bearing the names, signatures and membership numbers of at least 25 student members of the Union Society in his or her Faculty, is presented to Union Council. A dismissed Student Representative may submit him or herself to a cross-Faculty referendum to confirm or overturn the dismissal. Such a referendum shall be conducted in accordance with the Regulations for Referenda.

b. With the exception of the Honorary Treasurer, any Union Councillor who is not an Officer and who is absent without apology from two meetings of Union Council or the General Meeting shall be deemed to have resigned from his or her position and any positions held by virtue thereof.

c. The resignation of a Union Councillor shall be given to the Chair of Union Council in writing and shall not be of effect until and unless accepted by Union Council.

11. Quorum, voting and minutes

a. The quorum of Union Council shall be thirty Union Councillors or at least one half of the number of serving Union Councillors whichever be less.

b. Only Union Councillors shall be permitted to vote at meetings of Union Council.

c. Minutes shall be kept of every meeting of Union Council and shall be presented to the soonest meeting of Union Council next following which is not an emergency meeting. The minutes shall not be approved except by the decision of Union Council and upon such approval shall be signed by the Union

Chairperson as being a true and accurate record of the meeting they purport to record.

d. Any minute purporting to be signed by the Chairperson of Union Council as a true and accurate record of a resolution of Union Council shall be conclusive evidence without further proof of such resolution.

12. Convening Union Council

Union Council shall be convened:

- a.** not less often than twice in each term and more often as Steering Committee may determine;
- b.** upon receipt by the Chair of Union Council of a petition signed by at least ten Union Councillors requesting a meeting of Union Council;
- c.** at such times and for such purposes as the President and any other Sabbatical Officer acting jointly may determine.
- d.** Notice of the date of any meeting of Union Council shall be given at least ten days before the day of the meeting, except that in an emergency a meeting may be convened on a date of which notice is given only four days before the day of the meeting.
- e.** The financial estimates prepared by Operational Committee for the forthcoming financial year shall be presented to Union Council not later than the end of the Easter term once
- f.** End of term reports shall be presented to Union Council at the end of each Semester.
- g.** The last meeting of Union Council in the Easter term shall be conducted in joint session with Union Councillors for the current and forthcoming academic years and shall receive the end of year reports, appoint the membership of Union Society committees, appoint representatives to external bodies including the University and appoint the Returning Officer, where possible.

13. Responsibilities

- a.** To formulate Union policy as appropriate subject to approval at Annual General Meeting or Extraordinary General Meeting.
- b.** Enact schedules to regulate the work of Officers and ratify those of the Sabbatical Trustees, committees and sub councils.
- c.** To receive and consider a 'State of the Union' address from the Chair of the Trustee Board on the actions of Operational Committee and confirmation of this report from the Chair of the Scrutiny Committee.
- d.** To receive and consider reports from any Student Community Forums where necessary.

- e. To make recommendations to the Trustees of the Union Society.
- f. To forward non-binding motions of no-confidence in one or a number of Trustees, subject to ratification by the Trustee Board and/or an Annual/Extraordinary General Meeting.
- g. To review and scrutinise the decisions and actions of the Sabbatical Trustees of the Union Society.
- h. To convene Student Community Forums.
- i. To convene other committees, meetings and groups.

14. Additional duties of Union Councillors

- a. Every student member of Union Council shall be bound to undertake the following duties:
 - 1. to attend the meetings of Union Council and of any Committee of which he or she may be a member; carefully studying the agenda ahead of time and giving apologies in advance if they are unable to attend.
 - 2. to assist Elections Committee with the conduct of elections, referenda and ballots; and
 - 3. to attend every General Meeting.
 - 4. Councillors will honour the authority of the Chair and accept his or her role as meeting leader. Councillors should engage in debating and voting in meetings maintaining a respectful attitude towards others whilst making their voice heard.
 - 5. Uphold and abide by the Constitution.
- b. Student Representatives on Union Council shall represent the Union's activities to the Faculty Forum they represent, and their Faculty Forum to the Union Society.

15. Faculty Forums

- a. Each School will elect (a) student representative(s) to Union Council
- b. In the event of no candidature, a member of the department's Staff Student Committee may be elected to serve as a Union Councillor for the said department.
- c. The Education Officer shall convene Faculty Forums for Staff Student Committee members and School Representatives.

OPERATIONAL GROUP

16. Membership

- a. All Sabbatical Trustees shall be full members of the Operational Group.
- b. The Senior Management Team will have full member rights.
- c. The General Manager shall be Chair.
- d. One representative of Scrutiny Committee shall have attendance rights but not speaking rights, unless offered by the Chair.

17. Quorum, procedure and minutes

- a. The Operational Group should be seen as a forum for discussion of strategy decided by the Board of Trustees.
- b. The Operational Group requires the attendance of at least one sabbatical officer.
- c. The Chair of Operational Group shall be responsible for ensuring that minutes are accurate, disseminated appropriately and posted on the website.

18. Convening Operational Meeting

- a. Operational Committee will normally take place not less than once per week, unless extenuating circumstances exist.

19. Responsibilities

- a. To act as a vehicle for the General Manager to deliver the strategy laid out by the Trustee Board, to the Senior Management team.
- b. To provide a formal interface between management and students.
- c. To oversee the day to day operations of the Union Society.
- d. To receive reports from Management about our current operations, including financial and service status.
- e. Outside of term time, it is the responsibility of the Operational Group to convene the Executive Branch of Union Council where necessary. Operational Group shall ensure policy decision is passed through the Executive Branch of Union Council in the absence of the majority of Councillors.

STUDENT COMMUNITY FORUM

20. Membership

- a. Any member of the Union Society has the right to speak at a Student Community Forum.
- b. Any Trustee of the Union Society has the right to speak at a Student Community Forum.
- c. At the discretion of the Chair a person can be excluded from that particular forum if they are being disruptive to the conduct of the meeting.
- d. A Chair and Secretary shall be appointed by Union Council. In the event of a forum being called by petition, a chair shall be appointed by the next Officers Committee.

21. Convening the Student Community Forums

- a. A Student Community Forum shall be convened at Union Councils discretion at any time upon a simple majority vote for whatever purpose Council deems necessary.
- b. A Student Community Forum may also be convened by petition in writing of 10 students to the General officer or an officer of the Union.
- c. It shall be the responsibility of the President to assist the chairs, and to ensure that all student community forums meet at least once.

22. Quorum, voting and Minutes

- a. There will be no voting at a Forum. The Chair and Secretary are responsible for ensuring all viewpoints are heard and recorded. The Chair of the forum will present a report detailing the findings of the forum to the subsequent Union Council.

23. Responsibilities

- a. The purposes of Student Community Forums shall be to consider all or any of the following:
 - 1. To consider matters raised by the convening body.
 - 2. To discuss any topics the convening body wishes to raise.
 - 3. To discuss major Union Society policy.
 - 4. To consult students on current issues.
 - 5. To receive reports on the representative work of the Union Society.

SCRUTINY COMMITTEE

24. Membership

- a. Any Officer can be invited at the discretion of Scrutiny Committee.
- b. Council will appoint a Chairman and a Secretary to take the minutes.
- c. One sabbatical will normally attend in an advisory capacity but can be excluded from discussion.
- d. No members can be employees of the Union Society.
- e. There should be a minimum of 5 and a maximum of 9 members on Scrutiny Committee.
- f. The Chair of Union Council should not sit on the Committee and neither should any Trustees.

25. Convening a Scrutiny Committee

- a. The Chairman of the Committee appointed by Council shall be responsible for arranging appropriate meeting dates between the members of the committee, but best practice suggests that Scrutiny Committee should meet not less than once every 2 weeks.
- b. Council will expect the committee to report back to Union Council should the Committee deem it necessary.

26. Responsibilities

- a. To review the performance and make recommendations on the future scope of Operational Group;
- b. To scrutinise and discuss the agenda and minutes of the Operational Group;
- c. To consider any matters as mandated by Union Council
- d. To request the presence of an Officer or any information as it sees fit. Except any sensitive Operational Group discussion.
- e. To mandate a member to attend all Operational Group Meetings. Only one member may attend each Operational Group meeting and the Scrutiny Committee may operate this on a rotational basis.