

1. General

- a. This bye law defines the composition of the Board of Trustees and the sub committees of the Board
- b. All responsibilities, powers and limitations on such powers are defined in the Articles of Association, Part 3 - Trustees

2. Membership

- a. The Board of Trustees is made up of;
 - i. Four Sabbatical Trustees as defined in Article 20 of the Articles of Association
 - ii. Four Student Trustees as defined in Article 21 of the Articles of Association
 - iii. Four Lay Trustees as defined in Article 22 of the Articles of Association

3. Sub-committees

There shall be the following sub-committees of the Board of Trustees;

a. Management Committee

i. Purpose:

The Management Committee is responsible for oversight of the general management of the Students' Association. Specifically it is tasked with:

1. Noting monthly management accounts and agreeing any remedial actions required to ensure financial targets are met.
2. Ensuring progress against the annual operating plan is monitored and reported (including Sabbatical Officer Objectives).
3. Approving financial requests in line with the Scheme of Delegated Authority (SODA).

ii. Membership:

The membership shall be:

1. The four Sabbatical Trustees;
2. One Lay Trustee. This may be any one of the Lay Trustees and different Lay Trustees may take this role as agreed by the Lay Trustees;
3. The Chief Executive of the Association;
4. Managers of the Association as required and appropriate.

iii. Frequency:

1. The Committee shall meet once per month throughout the year.

iv. Committee Chair

1. The Committee is chaired by the President of the Students' Association. In their absence, or at their request the meeting may be chaired by any member.

v. Quorum

1. A minimum of two Sabbatical Trustees, plus the Chief Executive or their nominee.

vi. The Committee shall receive:

1. Monthly management accounts for review;
2. Update reports on activity from the Chief Executive and Department heads;
3. Requests for capital spend in line with the SODA.

vii. Reporting:

1. Minutes of the Committee will be passed to the Board of Trustees for noting

b. Audit and Risk Committee

i. Purpose

The Audit and Risk Committee is responsible for

1. Ensuring the Association's compliance with their legal obligations, including making the necessary returns to OSCR, Companies House, HMRC and the Pensions regulator.
2. Monitoring and updating the Association's Risk Register.
3. Updating the Scheme of Delegated Authority (SODA).

ii. Membership:

The membership shall be:

1. All Lay Trustees;
2. The President of the Association (or their nominee);
3. One Student Trustee. This may be any one of the Student Trustees as agreed by the Student Trustees;
4. The Chief Executive is to be in attendance at all meetings of the Committee and other managers of the Association may be requested to attend as appropriate.

iii. Frequency

1. The Committee will meet at least twice per year

iv. Committee Chair

1. One of the Lay Trustees will Chair the Committee as agreed by the Committee. In their absence one of the other Lay Trustees will Chair the meeting.

v. Quorum

1. Quorum for the committee is two lay trustees plus the Chief Executive

vi. Reporting

1. Minutes, including updated Risk Register and SODA will be submitted to the Board of Trustees for noting.

c. Appointments Committee

i. Purpose

1. To make recommendations to Student Council as to prospective Lay and Student Trustees as required from time to time

ii. Membership

The Full membership shall be:

1. any two Sabbatical Trustees,
2. any one Student Trustee,
3. any one Lay Trustee

The following staff members may also attend the appointments committee without voting rights:

1. Chief Executive Officer

iii. Frequency

1. As required

iv. Chair

1. One of the Sabbatical Trustees or, by agreement any member of the Committee

v. Quorum

1. Any two members

vi. Reporting

1. Any appointments shall be submitted to the Student Council for ratification in line with Articles 21 and 22 of the Articles of Association.
2. The committee should also report the information to the Trustee Board for information purposes.

d. HR Committee

i. Purpose

1. To maintain oversight of HR procedures and operation within SAUWS. To ensure HR documentation is up-to-date. To receive recommendations from the Chief Executive on staff restructures, re-grades and other matters as appropriate and consistent with the Scheme of Delegated Authority (SODA)

ii. Membership

1. The Lay Trustees plus the President.
2. The Chief Executive shall be in attendance.

iii. Frequency

1. At least once per year and as required (meetings may be held virtually)

iv. Chair

1. One of the Lay Trustees will Chair the Committee

v. Quorum

1. Any two Lay Trustees plus the Chief Executive

vi. Reporting

1. To the Board of Trustees as required

