

## 07 – Trustee Board

*The Trustee Board has strategic, legal, financial and administrative oversight of the Union and works for the furtherance of the charity objects which support student life, representation and welfare.*

See also: Articles of Association of Warwick Students' Union Part Three (3)

The **President** shall be the officer with lead interpretation of this Bye-Law as Chair of the Trustee Board.

### **Trustees Powers and Responsibilities**

701 Trustees Powers and Responsibilities are in accordance with the Articles of Association. They may delegate their Trustees' power in accordance with Article 41-43 but otherwise the Articles explain how decisions will be made.

### **Trustee Committees**

702 The Trustees shall establish the following committees (which is a non-exhaustive list) in accordance with their powers under Article 42:

a) Search and Nominations Committee

To ensure that the Board has effective systems for the appointment and training of Trustees. To ensure that the membership of the Trustee Board is appropriate and that the skills composition of the Board reflects the prevailing strategic requirements.

b) Audit and Risk Committee

To ensure that Warwick SU has a comprehensive system and policy of analysing, managing and reviewing risk. To ensure that the organisation has an adequate and effective framework for effective audit coverage ensuring legal and regulatory compliance in all its activities.

c) Finance and HR Committee

To ensure that the financial management of Warwick SU is effective, efficient and ensures legal and regulatory compliance and that it results in organisational financial sustainability. To ensure that the organisation has effective, efficient and legally compliant personnel policy and procedures. To ensure that processes are in place that maximise the use and development of Warwick SU's financial, physical and human resources.

703 Any committee set up as the above shall be chaired by a member of the Board of Trustees and the board will approve any delegation of authority to members of the Board of Trustees.

### **Emergency Meetings**

704 In the event of emergency business the Chair may call an Extraordinary meeting of the Board. Four Trustees may, and the Chief Executive at the request of four Trustees shall, call a meeting of the Board of Trustees. Notice of every meeting of the Board of Trustees stating business to be considered at such meetings shall be sent by post or by electronic communication to each Trustee at least seven clear days before such meetings, unless urgent circumstances require shorter notice. The proceedings of any meeting shall not be invalidated by any minor irregularity in respect of such notice or by reason of any business being considered which is not specified in such general particulars.

705 Discussion relating to staff or individuals, matters of a financially or commercially sensitive nature will be taken in Closed Session.

### **Minutes and transparency**

- 706 The Company Secretary shall delegate to an Administrative Officer the recording of proceedings and resolutions of all meetings of the Board, including recording the names of those present and in attendance.
- 707 Minutes of the Board of Trustees meetings shall be circulated promptly to all members of the Board.
- 708 Minutes of Board of Trustee meetings shall be made available to all members of the Students' Union (excluding Closed Session Minutes).

### **Policies and Expenses**

- 709 Warwick SU Board of Trustees shall, as appropriate, establish, review, amend, approve or note, key organisational policies, as follows:
- a) Selection to and removal from the Board of Trustees
  - b) Conflict of Interest Policy
  - c) Trustee Code of Conduct
  - d) Employment Policy
  - e) Expenses Policy
  - f) Health and Safety Policy
  - g) Environment Policy
  - h) Equal Opportunities Policy
  - i) Complaints Policy
  - j) Reserves and Investment Policy
  - k) Whistleblowing Policy
  - l) Risk Management Policy
  - m) Members Code of Conduct
  - n) Anti Fraud / Anti Bribery Policy
  - o) Other policies as they see necessary for the administration of the organisation
- 710 The Trustees will be paid all reasonable travelling, hotel and other general expenses properly incurred by them in connection with their attendance at meetings of the Board of Trustees or Committees of Trustees or Meetings of the Union or otherwise in connection with the discharge of their duties, upon production of receipts. Expenses must be approved prior to them being incurred. These will be dealt with in accordance with the prevailing policy on Trustees Expenses.