

BOARD OF TRUSTEES

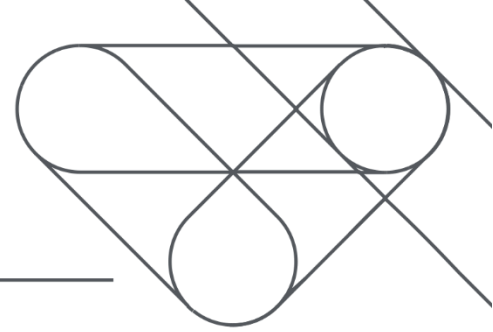
Warwick Students' Union Governance and Appointments Committee

1. Terms of Reference

- 1.1. To advise the Board of Trustees and to review on behalf of the Board of Trustees, procedures for the selection and appointment of new Lay Trustees and Student Trustees, having at all times due regard for the provisions in the Memorandums and Articles of Association of Warwick Students' Union
- 1.2. To advise the Board of Trustees and to keep under review on their behalf the appropriateness of current membership and gaps in current membership in light of the Union's strategic priorities and the expertise within the Board of Trustees in order to inform the selection process for new members.
- 1.3. To act as the Committee for appointment of new Lay Trustees and new Student Trustees in accordance with agreed procedures. Proposals for new Lay and Student Trustees must be ratified by Student Council and the Board of Trustees.
- 1.4. To oversee and monitor the induction of new Trustees, the training and development of existing trustees and carry out exit interviews; to review annually the attendance/ commitment and effectiveness of all Trustees using best practice and suitable processes.
- 1.5. To approve annual Board KPIs, monitoring performance against these
- 1.6. To oversee the processes for reappointment of Trustees at the end of their term of office where further terms of office are permitted under the Memorandums and Articles of Association
- 1.7. To review the Terms of Reference of the Board of Trustees Sub Committees and Code of Conduct for Trustees every 3 years as a minimum. All proposed changes must be approved by the Board of Trustees
- 1.8. To approve non-material changes to By Law on behalf of the Board
- 1.9. To scrutinise the cyclical strategic review process and ensure progress is being made in accordance with agreed timescales
- 1.10. To review the Framework Agreement with the University every 5 years
- 1.11. To approve the appointment of the Independent Arbiter and the Elections Returning Officer
- 1.12. To conduct Board effectiveness reviews at least every 3 years, applying the prevailing sector Code of Governance

2. Membership and Conduct

- 2.1. Governance and Appointments Committee will consist of up to 4 Sabbatical Officer Trustees one of which will be the President, up to two Student Trustees and up to two Lay Trustees, as agreed by the Board annually.
- 2.2. The Chief Executive and the Governance and Assurance Manager shall be in attendance.



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- 2.3. The Committee shall elect its own Chair annually.
 - 2.4. The Committee will have a quorum of half of its membership plus one for business.
 - 2.5. The Committee shall meet at least four times per year. Meetings will be called by the Chair of the Governance and Appointments Committee and will give members enough notice to attend.
 - 2.6. Meetings will be the Governance Support and PA to the Chief Executive and President.