

| BYE LAW 9 THE TRUSTEE BOARD | |
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| General Provision | 1. The Board of Trustees shall be responsible for overseeing the management and administration of the Union, and (subject to the Education Act, 1994, the Articles of Governance and these Bye Laws) may exercise all powers of the Union |
| Purpose and Powers | <p>2. The Board's powers under Articles 28 - 32 of the Articles of Governance shall include, but not be limited to, ultimate responsibility for:</p> <p>2.1 the governance of the Union 2.2 the budget of the Union 2.3 the strategy of the Union, following a vote by members on the strategy and direction of the Union.</p> <p>3. Decisions made by other bodies of the Union will only be subject to the authority of the Trustee Board on the following grounds:</p> <p>3.1 financial considerations 3.2 charity or education law, or other legal requirements (including ultra vires) 3.3 reputation of the Union</p> <p>4. The Trustees will appoint a Chief Executive (CEO) who will be the most senior employee of the Union, responsible to the Trustees, and who will carry out the duties and responsibilities allocated and delegated to him/her.</p> |
| Composition | <p>5. The Board of Trustees shall be made up of the following persons:</p> <p>5.1 not more than six Sabbatical Trustees, appointed in accordance with Article 20 (elected by cross campus ballot) 5.2 not more that four Student Trustees, appointed in accordance with Article 23 (elected by cross campus ballot) 5.3 not more that four External Trustees, appointed in accordance with Article 24 (appointed by the Appointments</p> |

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| | <p>Committee. The Appointments Committee to consist of 2 members from Union Council, 2 Sabbatical Officers - one of whom shall be the President - and the CEO (in an advisory capacity). The President will chair the Appointments Committee.</p> |
| Convening Meetings | <p>6. The Trustees shall hold a minimum of 4 meetings in any Academic year.</p> <p>7. Four Trustees may, and the CEO at the request of four Trustees shall, call a meeting of the Trustees.</p> |
| Notice of Meetings | <p>8. Notice of every meeting of the Trustees stating business to be considered at such meeting shall be sent by post or by electronic communication to each Trustee at least five clear days before such meeting unless urgent circumstances require shorter notice. The proceedings of any meeting shall not be invalidated by any minor irregularity in respect of such notice.</p> |
| Chair, Deputy Chair and Secretary | <p>9. The President of the Union will be the Chair of the Trustees unless another Sabbatical Trustee is appointed as Chair by a resolution of the Trustees.</p> <p>10. The Trustees may appoint an External Trustee to be Vice Chair of the Trustees. The role of the Vice Chair will be to support the Chair.</p> <p>11. There will be a Secretary appointed to service meetings and support the Trustees</p> |
| Rights to Attend, Speak and Vote at Meetings of the Board of Trustees | <p>12. The Trustees shall invite the CEO to attend and speak at meetings of the Board of Trustees, but the CEO shall not be entitled to vote or count in the quorum upon any business transacted at such meetings</p> <p>13. Other persons may be invited to attend and speak at meetings of the Board of Trustees as deemed appropriate, but shall not be entitled to vote or count in the quorum.</p> <p>14. Whenever a person has a personal interest in a matter to be discussed at a meeting, or has an interest in another organisation whose interests are reasonably likely to conflict with those of the Union in any matter to be discussed at a meeting, s/he must:</p> <p>14.1 declare an interest before discussion begins on the matter</p> <p>14.2 withdraw from that part of the meeting unless invited to remain</p> <p>14.3 not vote or be counted in the quorum on the matter</p> |

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| 15. Trustees will act with collective responsibility at all times |
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