

HASU – Trustee Board Code of Conduct & Terms of Reference

Approved by:	Board of Trustees
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Responsible for implementation:	Union Director
Responsible for interpretation:	Chair of the Board of Trustees



Harper Adams Students' Union Trustee Board

Terms of Reference & Code of Conduct

Terms of Reference

The duties of the trustees shall be laid out within the constitution (Point 11);

The overall responsibility of the trustee board is:

To provide direction and stewardship for Harper Adams Students' Union for the benefit its members, by:

- a. Setting the vision, mission, values and strategic direction of the charity.
- b. Monitoring and communicating performance against the strategy, its impact upon stakeholders and its corporate behaviour.
- c. Acting as the guardians of the charity's assets, both tangible and intangible, taking all due care over their security, deployment and proper application.
- d. Ensuring that the charity complies with all constitutional, legal and regulatory requirements.
- e. Ensuring that the charity's governance is of the highest possible standard.

Membership

As per the constitution the Boards membership shall be;

- a. Not more than three Sabbatical Trustees of the Union. They shall be Major Union Office Holders for the purposes of the 1994 Education Act. They shall be elected by the student Members of the Union in accordance with the Articles and Byelaws and provisions of the 1994 Education Act
- b. Not more than three Student Trustees being appointed in accordance with the Articles and Byelaws;
- c. Not more than five Lay Trustees appointed by the Board of Trustees by a simple majority of those present and voting for such persons as they consider suitable to be Trustees and as chosen in line with the Byelaws.
- d. The Board of Trustees shall meet a minimum of four times a year.
- e. The Board of Trustees must appoint a Returning Officer to support the election of Trustees and other elected roles. The Returning Officer shall not be a member of the Union but shall be a person who the Trustees feel is suitable to undertake the role.
- f. Lay trustees will serve a term of up to 4 years. Student trustees will serve for 1 year but may be re-elected for up to a maximum of 4 years. Student officer trustees may serve for no longer than 2 years.



Current Membership

The current agreed membership to the Board is;

- 4 x Lay trustees
- 2 x Student Trustees
- 2 x Sabbatical Trustees

The President of the Union will be the chair of the Board and will hold the casting vote in the event of any tied vote.

Amendments of this agreed membership that fall within the boundaries of the HASU constitution can be agreed by a majority decision of the existing Board. Amendments outside of the constitution would require a by election of the full membership of HASU.

Meetings

The Union Director and such other members of staff as the Chair may require shall be in attendance at meetings.

Any member of the Board unable to attend should inform the Union Director prior to the meeting. If a Board member is unable to attend the possibility of attending remotely will be explored.

If the Chair is absent from the meeting, the Vice-Chair will act as Chair for the proceedings. In the absence of both Chair and Vice-Chair, a Trustee will be selected by those present to act as chair for the proceedings.

- The Vice Chair will be elected annually and will be a one of the lay trustees.
- The Vice Chair position will be a year long role as part of a maximum of the 4 year term.
- The Vice Chair may be re-selected to run additional one year terms.

The agenda will be drawn up by the Union Director in consultation with the Chair.

The Union Director will provide minutes of Board meetings in consultation with the Chair.

Code of Conduct

I will respect and uphold the values of Harper Adams Students' Union (the Union).

1.0 General

- 1.1** I will act within the governing document of the Union and the law, and abide by the policies and procedures of the organisation. This includes having a knowledge of the contents of the Memorandum and Articles of Association, Bye-Laws and relevant policies and procedures.
- 1.2** I will support the objects and mission of the Union, championing it, using any skills or knowledge I have to further that mission and seeking expert advice where appropriate.
- 1.3** I will be an active trustee, making my skills, experience and knowledge available to the Union and seeking to do what additional work I can outside trustee meetings.
- 1.4** I will respect organisational, board and individual confidentiality, while never using confidentiality as an excuse not to disclose matters that should be transparent and open.
- 1.5** I will develop and maintain a sound and up-to-date knowledge of the Union and its environment. This will include an understanding of how the Union operates, the social, political and economic environment in which it operates and the nature and extent of its work.
- 1.6** I will use the Union's resources responsibly, and when claiming expenses will do so in line with the Union procedures.
- 1.7** I will seek to be accountable for my actions as a trustee of the Union, and will submit myself to whatever scrutiny is appropriate.
- 1.8** I accept my responsibility to ensure that the Union is well run and will raise issues and questions in an appropriate and sensitive way to ensure that this is the case.

2.0 Managing Interests

- 2.1** I will not gain materially or financially from my involvement with the Union unless specifically authorised to do so.

2.2 I will act in the best interests of the Union as a whole, and not as a representative of any group – considering what is best for the Union and its present and future beneficiaries and avoiding bringing the Union into disrepute.

2.3 Unless authorised, I will not put myself in a position where my personal interests' conflict with my duty to act in the interests of the organisation. Where there is a conflict of interest I will ensure that this is managed effectively in line with the Union policy. I understand that a failure to declare a conflict of interest may be considered to be a breach of this code.

3.0 Meetings

3.1 I will attend all appropriate meetings and other appointments at the Union or give apologies. If I cannot regularly attend meetings I will consider whether there are other ways I can engage with the Union.

3.2 I will prepare fully for all meetings and work for the organisation. This will include reading papers, querying anything I do not understand, thinking through issues before meetings and completing any tasks assigned to me in the agreed time.

3.3 I will actively engage in discussion, debate and voting in meetings; contributing in a considered and constructive way, listening carefully, challenging sensitively and avoiding conflict. I will participate in collective decision making, accept a majority decision of the board and will not act individually unless specifically authorised to do so.

4.0 Governance

4.1 I will actively contribute towards improving the governance of the trustee board, participating in induction and training and sharing ideas for improvement with the board.

4.2 I will help to identify good candidates for trusteeship at the Union and, with my fellow trustees, will appoint new trustees in accordance with agreed selection criteria.

5.0 Relationships with Others

5.1 I will endeavour to work considerately and respectfully with all those I come into contact with at the Union. I will respect diversity, different roles and boundaries, and avoid giving offence.

5.2 I recognise that the roles of trustees, volunteers and staff of the Union are different, and I will seek to understand and respect the difference between these roles. Where I also volunteer with the organisation I will maintain the separation of my role as a trustee and



as a volunteer.

5.3 I will seek to support and encourage all those I come into contact with at the Union. In particular I recognise my responsibility to support the chair and the senior staff member.

5.4 I will not make public comments about the organisation unless authorised to do so. Any public comments I make about the Union will be considered and in line with organisational policy, whether I make them as an individual or as a trustee.

6.0 Leaving the Board

6.1 I understand that substantial breach of any part of this code may result in procedures being put in motion that may result in my being asked to resign from the trustee board. Should this happen I will be given the opportunity to be heard.

6.2 In the event that I am asked to resign from the board I will accept the majority decision of the board in this matter and resign at the earliest opportunity.

6.3 If I wish to cease being a trustee of the Union at any time, I will inform the chair in advance in writing, stating my reasons for leaving.

Name	
Signature	
Date	