



Board Rules

Trustee Board Terms of Reference

Owner: Governance and L&D Manager
Approval: Trustees

Bristol SU Trustee Board Rules 2025 – 2026

These Rules set out how the Board of Trustees operate and are reviewed at least once a year. They are normally reviewed at the last Committee meetings of the year and recommended to trustee board for approval for the next year.

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1. Role of Trustee Board Co-Chairs and Committee Co-Chairs

- Bristol SU’s Trustee Board is led by two Co-Chairs: one drawn from the co-opted trustees and one drawn from either the student or officer trustees.
- Bristol SU’s Trustee Board also has 2 Committee Co-Chairs – one each for People, Culture and EDI Committee and one each for Finance, Audit, Risk and Governance (FARG).
- The Co-Chairs support each other pre, during and post meetings.

The Role of a Co-Chair at a board meeting or Co-Chair at a committee meeting is below. They will undertake the role and duties outlined in this role description.

	Co-Chairs	Committee Co-Chairs
Role during meetings	To chair trustee board meetings, facilitate trustee discussions and lead the culture of the board while encouraging considered debate and measured decision-making which fits with the purpose and values of Bristol SU. To ensure all discussion is free, open and respectful.	To chair committee meetings, facilitate trustee discussions and lead the culture of the committee while encouraging considered debate and measured decision-making which fits with the purpose and values of Bristol SU. To ensure all discussion is free, open and respectful.
	To ensure the board works within its charitable objects.	To ensure the committee works within its charitable objects.
	To show leadership in ensuring all trustees have opportunities to contribute at meetings.	To show leadership in ensuring all committee members have opportunities to contribute at meetings.
	To challenge inappropriate, offensive or disruptive or disorderly behaviour of any trustee not abiding by the trustees’ agreed Trustee Charter or Trustee Code of Conduct and ask them to apologise. May require trustees to submit to authority of the Chair. The Chair may	To challenge inappropriate, offensive or disruptive or disorderly behaviour of any trustee not abiding by the trustees’ agreed Trustee Charter or Trustee Code of Conduct and ask them to apologise. May require trustees to submit to authority of the Chair. The Chair may at their discretion adjourn the meeting (even

	at their discretion adjourn the meeting (even for only a short period of time) in order to restore order.	for only a short period of time) in order to restore order.
	To ensure that the board constructively tests and challenges significant decisions before signing off on them.	To ensure that the committee constructively tests and challenges significant decisions before recommending to the board or approving (remuneration).
	To ensure that where trustees or attendees have declared conflicts of interest, these are addressed within the meeting.	To ensure that where trustees or attendees have declared conflicts of interest, these are addressed within the meeting.
	To appropriately balance the requirement for the meeting to run to time with making sure all trustees' perspectives are heard, and that there is space for questions and constructive challenge. To ensure the meeting is in order and remarks/comments are kept relevant.	To appropriately balance the requirement for the meeting to run to time with making sure all trustees' perspectives are heard, and that there is space for questions and constructive challenge. To ensure the meeting is in order and remarks/comments are kept relevant.
	When chairing a meeting, to remain impartial and not vote unless a casting vote is required. To cast the deciding vote if there is an equality of votes on both sides of an issue.	When chairing a meeting, to remain impartial and not vote unless a casting vote is required. To cast the deciding vote if there is an equality of votes on both sides of an issue.
	To act as a role model for board culture (in and outside the meeting).	To act as a role model for committee culture (in and outside the meetings).
	To facilitate meetings to be heard in silence if needed.	To facilitate meetings to be heard in silence if needed.
	When not chairing a meeting, to vote as other trustees do.	When not chairing a meeting, to vote as other trustees do.
Role outside of meetings	To work with the Chief Executive, other Co-Chair Clerk and Directors to develop the Forward Plan for the year ahead, as well as agendas, reports and signing off of the minutes. To attend pre meetings before Trustee Board meetings.	To work with the Chief Executive, other Co-Chair, Clerk and Directors to develop the Forward Plan for committee meetings for the year ahead, as well as agendas, reports and signing off of the minutes. To attend pre meetings before the committee meeting.
	To regularly check-in with other trustees, making an effort to ensure all trustees feel welcome and valued.	To check-in with other committee members, making an effort to ensure all trustees feel welcome and valued.
	To be the main correspondent for the Board within the Union (i.e. between committees and the Board and Chief Exec/Clerk).	To present a summary of the committee meeting and minutes to the Board.
	To seek to minimise conflict amongst trustees and to take appropriate action if it arises.	To attend, as much as possible, key Bristol SU events, such as Awards, Welcome Fair and Democratic Events.
	To be available to all trustees as and when needed.	

	To encourage and facilitate relationship-building and foster trust amongst the trustees each year.	
	Where legal documents require the signature of the Chair, the Co-Chairs will agree amongst themselves who will sign, and either signature will be valid.	
	To attend, as much as possible, key Bristol SU events, such as Awards, Welcome Fair and Democratic Events. The Co-Chairs to decide between them who will attend.	
Working with the Clerk to	Support Trustees to abide by the SU's governing documents.	Support Trustees to abide by the SU's governing documents.
	Act on identified opportunities for improvement of the Board as agreed.	
	Support the evaluation of individual trustees and the Trustee Board to improve the effectiveness of the board including appraisal of the Co-Chairs.	
	Create and enable a high performing and productive Board and help to create good working relationships between board members (also in partnership with the Chief Executive, Clerk and Directors)	
Expectations of Co-Chairs	Both Co-Chairs to be able to commit to the role, not only around chairing the meetings, but also in agenda setting, and the minutes. To commit to discharging their roles outside of the meetings, in their capacity as Co-Chairs.	Committee Co-Chairs to be able to commit to the role, not only around chairing the meetings, but also in agenda setting, and the minutes.
Expectations of Bristol SU	Provide training and support for both Co-Chairs and any development which is necessary.	Provide training and support for committee Co-Chairs and any development which is necessary.

Duties of Co-Opted Trustee Co-Chair:

1. To support the Chief Executive through regular catch ups and being a sounding board for advice and support.
2. To lead the Personal Plan and Appraisal Reviews of the Chief Executive, supported by the other Co-Chair.
4. To chair the first full Board meeting of the year (normally).

Duties of Student/Full-Time Officer Trustee Co-Chair:

1. To support the Co-opted Co-Chair in the Personal Plan and Appraisal Reviews of the Chief Executive.
3. To chair the last full Board meeting of the year (normally).

Conflict between Trustee Board Co-Chairs

1. The two Co-Chairs have equal seniority and power. Where a decision must be made conjointly by the Co-Chairs and they disagree, or where one Co-Chair makes a decision that the other subsequently disagrees with, there is an expectation that they will resolve it between themselves. If this is not possible, the wider board should be consulted in the first instance to agree on an appropriate way forward.

2. Selection and Terms of Co-Chairs and Committee Chairs

Length of Term of Co-Chairs

1. If either Co-Chair ceases to be a Trustee, they will also cease to be Co-Chair.
2. A Co-Chair can stand down from their role at any time during the year and will remain a trustee.
3. The Co-opted Co-Chair will have a maximum term of three years before they must stand for election again as Co-Chair (in line with the term of a co-opted trustee).
4. The student or officer Co-Chair will have a maximum term of two years (in line with the maximum term students and officers can be trustees).

Process of Selection of Co-Chairs:

1. Any eligible trustee may self-nominate for one of the roles. Co-Chairs will be elected via secret ballot if there is more than one candidate. If only one candidate, they will automatically get the role. If more than one candidate, candidates will either be asked to speak for one minute about why they want the role and why they are suitable or they will submit a one minute video. For fairness, either all will speak for one minute or all will submit a one minute video regardless if they are currently on the board or not. No 'manifestos' or canvassing will be permitted.
2. Election of the Co-Opted Co-Chair will be by the sitting Board of Trustees at the last full Board meeting of the year, for a term beginning on the first day of the new Trustee Team.
3. Election of the Student or Officer Co-Chair will be by the incoming Board, on a recommendation for approval by the sitting Board of Trustees at the last full board meeting of the year, following a ballot if needed, for a term beginning on the first day of the new Trustee team.

Length of Term of Committee Co-Chairs

1. If Committee Co-Chair ceases to be a Trustee, they will also cease to be Co-Chair.
2. A Committee Co-Chair can stand down from their role at any time during the year and will remain a trustee.
3. A Committee Co-Chair will have a maximum term of one year and will need to be re-elected each year.

Process of Selection of Committee Co-Chairs:

1. Any eligible trustee may self-nominate for one of the Committee Co-Chair roles.
2. If interested in being Co-Chair they must submit a short paragraph as to why they would like the role.
3. If only one candidate they will automatically get the role.
4. If more than one candidate, this will be sent via email for the committee to vote anonymously.
5. This will be ratified at the first committee meeting and formally approved at the first Trustee Board meeting.

3. Trustee Board and Committee Meeting Guidelines and Conduct of Meetings

1. The rules for the conduct of Trustee Board meetings will also apply to committee meetings, but there may be some slight changes.
2. Trustee Board and committees may only act within their powers and **cannot:**
 - contravene a policy of the Board (or the Union unless explicitly authorised by the Board).
 - act in breach of trust or ultra vires.
 - adversely affect the reputation of the Union or bring it into disrepute.
 - reduce the accountability of the committee to the Board or the Board to the Union.

	Trustee Board Meetings	Committee Meetings
Meetings	The Board shall meet at least 4 times in an academic year. Two trustees may call a meeting at any time if needed. Meetings of the Board shall be held in the Union or by virtual or electronic means (such as online via teams) provided that all those attending can speak and hear each other simultaneously unless the Chair determines otherwise.	The Committees shall meet in line with the Board meetings in an academic year. Emerging and/or urgent SU business within the remit of the committees may require additional meetings to be called, e.g. for trustee recruitment. Committee meetings shall be held in the Union or by virtual or electronic means (such as online via teams) provided that all those attending can speak and hear each other simultaneously unless the Chair determines otherwise.
Notice of Meetings	Members of the Board shall be given at least 7 clear days' notice of meetings, with all papers being sent to the Board from the Clerk around 7 days prior to the meeting. If all trustees agree to a shorter notice or there is urgent circumstances requiring shorter notice all papers will be sent to the Board from the Clerk as soon as they are available but at least 3 days (if possible) prior to the meeting.	Committee Members shall be given at least 7 clear days' notice of meetings, with all papers being sent to the committees from the Clerk around 7 days prior to the meeting. If committee members agree to a shorter notice or there is urgent circumstances requiring shorter notice all papers will be sent to the Board from the Clerk as soon as they are available but at least 3 days (if possible) prior to the meeting.
Agenda	Any Trustee can request an item be placed on the agenda but must give the Clerk at least 2 weeks notice. The Co-Chairs, Clerk, Directors or Chief Executive have the final say on the agenda.	Any committee member can request an item be placed on the agenda but must give the Clerk at least 2 weeks notice. The Committee Chairs, Clerk, Directors or Chief Executive have the final say on the agenda.
Quorum	Shall be four or a majority of trustees, whichever is greater, but under the Articles it must include at least one Officer Trustee, One Student Trustee and at least one External Trustee (or two Student trustees if the Officers have a conflict of interest.) If the quoracy requirement is not met the meeting can still continue but any decisions not valid until ratified by a subsequent quorate meeting.	Shall be four or a majority of trustees, whichever is greater, but under the Articles it must include at least one Officer Trustee, One Student Trustee and at least one External Trustee (or two Student trustees if the Officers have a conflict of interest.) If the quoracy requirement is not met the meeting can still continue but any decisions not valid until ratified by a subsequent quorate meeting or a quorate Trustee Board meeting.
No Chair	If neither Co-Chair is present the Board shall nominate another trustee to chair the meeting.	If neither Co-Chair is present the Board shall nominate another trustee to chair the meeting.

Declaration of Interest	Each agenda shall include an item at the start of the agenda for Trustees to declare any interests. Any trustee who has a conflict of interest must mention this and the board together will decide if they should not vote or should absent themselves from the agenda item where the conflict applies.	Each agenda shall include an item at the start of the agenda for Trustees to declare any interests. Any trustee who has a conflict of interest must mention this and the board together will decide if they should not vote or should absent themselves from the agenda item where the conflict applies.
Voting	<p>Only those present at the meeting can vote. This includes anyone who has attended the meeting but had to leave and can still vote using the chat function on teams.</p> <p>Voting will be by a show of hands (or on chat) unless electing someone to a role where a secret ballot will be held or in any other exceptional circumstance.</p> <p>Decisions are to be taken by a simple majority of those present and voting.</p>	<p>Only those present at the meeting can vote. This includes anyone who has attended the meeting but had to leave and can still vote using the chat function on teams.</p> <p>Voting will be by a show of hands (or on chat) unless electing someone to a role where a secret ballot will be held or in any other exceptional circumstance.</p> <p>Decisions are to be taken by a simple majority of those present and voting.</p>
Chairs Decision	The Co-Chairs of the Trustee Board may require that any matter be referred to the full Board either before or after a committee has agreed a minute on a matter. In such event the committee decision will be held in abeyance until the Board has considered the matter.	The Co-Chairs of a particular committee may require that any matter be referred to the full Board either before or after a committee has agreed a minute on a matter. In such event the committee decision will be held in abeyance until the Board has considered the matter.
Interpretation	The Co-Chairs are to rule on the meaning of the Board Rules, Byelaws or Union Policy (subject to appeal to the Board of Trustees in relation to the meaning of any Union policy).	The Co-Chairs are to rule on the meaning of the Board Rules, Byelaws or Union Policy if relevant to the business of the committee (subject to appeal to the Board of Trustees in relation to the meaning of any Union policy).
Exclusion of Members	Members can be removed from the meeting (at the discretion of the Co-Chair) following a majority vote in favour of such removal by those entitled to vote and present at the meeting.	Members can be removed from the meeting (at the discretion of the Co-Chair) following a majority vote in favour of such removal by those entitled to vote and present at the meeting.
Staff, Advisers or Students	<p>May be invited to attend by the Chair but may not speak without the Chair's permission.</p> <p>Any person directly affected by a proposal shall have the right to be heard by the Trustee Board and may be invited to attend part or all of the trustee meeting if the board considers this appropriate.</p>	<p>May be invited to attend by the Chair but may not speak without the Chair's permission.</p> <p>Any person directly affected by a proposal shall have the right to be heard by the committee and may be invited to attend part. or all of the relevant committee meeting if the committee considers this appropriate.</p>
Minutes and Reports	The minutes of the full Board meeting will be online once approved by the Board at the next meeting, except where those minutes relate to a reserved or confidential matter.	<p>The minutes of a committee meeting will not be posted on the Union website.</p> <p>Committees of the Board shall report to the full Board after each meeting and the</p>

		minutes of all committees shall be received by the Board at the next meeting.
Urgent Decisions	In accordance with the Articles, urgent decisions may be taken by email, and subsequently ratified by a Board Meeting.	In accordance with the Articles, urgent decisions may be taken by email, and subsequently ratified by a Committee Meeting.

4. Terms of Reference of Trustee Board and Committees

1. The terms of reference and membership of the Trustee Board committees are set out below including membership and powers. They are approved annually by the Trustee Board.
2. Committee Members shall be agreed annually.
3. Co-opted Trustees and Nominated Trustee can do up to 3 terms of 3 years (9 years in total), Student Trustees change annually or every 2 years, Officer Trustees change annually or every 2 years.

People, Culture and EDI (P,C & EDI) Committee	
Co-Chairs	<ul style="list-style-type: none"> • Committee members to nominate themselves and the Co-Chairs can be any trustees. One to be a student or officer trustee (ideally) • To be approved either at a committee meeting or by email to the committee and then ratified at first committee meeting and formal approved at first Trustee Board meeting.
Members	<ul style="list-style-type: none"> • Not including the Chair, the minimum membership to be at least: One Student Trustee One Co-opted Trustee One Officer Trustee • No maximum number of members, but the membership will be approved early with the new board. • All are voting members. In the event of a tied vote the Chair will have the casting vote. • If one constituency has a majority the trustees might want to have a conversation about membership.
Quorum	<ul style="list-style-type: none"> • Any four members, and at least one from each constituency (can include the chair). • If there is no quorum, to consider cancelling or rescheduling the meeting. • Formal approval of decisions will take place at Trustee Board meetings (apart from remuneration committee).
In attendance	<ul style="list-style-type: none"> • The following staff are in attendance at the meetings or some of the meetings and do not have any voting rights: <ol style="list-style-type: none"> 1. Trustee Board Clerk and Governance and L&D Administrator (Clerk the meeting) 2. Chief Executive 3. Director of People, Culture and Organisational development 4. Director of Impact and Influence <ul style="list-style-type: none"> • Other Directors may be invited to attend the meetings. • Other staff members or external contacts, especially our external HR Consultant may be invited to attend for all or part of a meeting. • When discussing some agenda items there may be a need for members or those in attendance to leave the meeting, especially around remuneration of Officers and Chief Executive.
Frequency	<ul style="list-style-type: none"> • To be held a few weeks before each Trustee Board meeting. • The Committee may, from time to time, establish working groups with the remit and powers defined by the Committee and will report into the Committee.

Paper Deadline	<ul style="list-style-type: none"> • Agenda and papers to be received at least 7 days prior to the meeting. • Co-Chairs, Chief Exec/Directors and Clerk/Governance and Complaints Administrator to agree agendas for the year and to finalise agendas for each meeting.
Minutes and Reporting	<ul style="list-style-type: none"> • Minutes to be approved by the Chair within 5 working days (ideally). • Minutes to be circulated to the committee for draft approval. • Minutes, papers and a verbal report to be included in the next Trustee Board meeting. • Trustee Board to formally approve decisions/recommendations from People, Culture and EDI Committee. • Remuneration committee (membership of people, Culture and EDI Committee) will approve the remuneration of the Full-Time Officers and Chief Executive. This doesn't need to go to full board for formal approval. A verbal summary of the remuneration decision will be received at the next Trustee Board meeting. The minutes will be kept confidential.
Remit	<ul style="list-style-type: none"> • To carry out such duties and exercise such powers as delegated by the Trustee Board. • People, Culture and EDI Committee is authorised by Trustees to consider and make recommendations on matters regarding people, culture, EDI, board recruitment and development to the Trustee Board for formal approval. <p>Lead a culture of Equality, Diversity & Inclusion</p> <ul style="list-style-type: none"> • Articulate the SU's vision for equality, diversity and inclusion • Foster an inclusive environment by identifying and challenging the culture, systems and institutions which perpetuates inequity and breaking down structural barriers • Highlight successes and celebrate diversity • Drive the Union's commitment to fostering an inclusive culture through overseeing the development, implementation and review of the SU's Diversity and Inclusion Strategy, Action Plan and any relevant Policy. • Monitor the SU's legal compliance with equality, diversity and inclusion legislation, including the promotion of freedom of speech in line with government and regulatory guidance. • Develop and review key performance indicators against priorities and monitor data • Identify internal and external developments and engage with stakeholders, the sector, community organisations and experts to inform the Union's future work on EDI • Monitor and promote the inclusion of vulnerable groups, beyond legally defined categories • Develop skills and commitment amongst the Trustee Board and wider organisation <p>Strategic People (HR) & Culture:</p> <ul style="list-style-type: none"> • Monitor people and culture at Bristol SU including the annual staff survey, reward and remuneration, and terms and conditions of employment. • Ensure a strategic approach to staff engagement and development. • Oversee the development of people policies, procedures and regulations. • Ensure best practice in people management and compliance with employment law. • Monitor equality and diversity in the Union's role as an employer. • Approve major staffing changes as identified by the Chief Executive. <p>Chief Executive and Officers</p>

	<ul style="list-style-type: none">• Approve the framework for the Chief Executive appraisal.• Approve the remuneration process of the Chief Executive.• Approve and oversee the Chief Executive recruitment process.• Approve the remuneration process of the full-time elected officers. <p>Remuneration</p> <ul style="list-style-type: none">• Remuneration for Officers and Chief Executive is part of the People and Culture Committee.• A Chief Executive remuneration meeting will normally take place around Jul, after the Chief Executive annual end of year review in Jun/Jul.• Full-Time Officer remuneration meeting will normally take place in Dec/Jan, prior to the elections.• People, Culture and EDI Committee members will be at the remuneration meeting (Full-Time Officers and Chief Exec will not be present on items that affect them).• Chair of the People, Culture and EDI Committee will chair the remuneration meeting (unless they are an officer, where they will not be able to chair the full-time officer item). <p>Board Development and Recruitment</p> <ul style="list-style-type: none">• Approve and oversee the trustee recruitment process.• Agree student trustee role description and advert.• Oversee training, induction and development of trustees.• Regularly monitor the effectiveness of the Board.• Identify skills, experience or backgrounds of the Board and those missing from the board when recruiting.
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Finance, Audit, Risk and Governance Committee	
Co-Chairs	<ul style="list-style-type: none"> Committee members to nominate themselves and the Co-Chairs can be any trustees. One to be a student or officer trustee (ideally) To be approved either at a committee meeting or by email to the committee and then ratified at first committee meeting and formal approved at first Trustee Board meeting.
Members	<ul style="list-style-type: none"> Not including the Chair, the minimum membership to be at least: One Student Trustee One Co-opted Trustee One Officer Trustee No maximum number of members, but the membership will be approved early with the new board. All are voting members. In the event of a tied vote the Chair will have the casting vote. If one constituency has a majority the trustees might want to have a conversation about membership.
Quorum	<ul style="list-style-type: none"> Any four members, and at least one from each constituency (can include the chair). If there is no quorum, to consider cancelling or rescheduling the meeting. Formal approval of decisions will take place at Trustee Board meetings (apart from remuneration committee).
In attendance	<ul style="list-style-type: none"> The following staff are in attendance at the meetings or some of the meetings and do not have any voting rights: 1. Trustee Board Clerk and Governance and L&D Administrator (Clerk the meeting) 2. Chief Executive 3. Director of People, Culture and Organisational development 4. Directors of Finance 5. Director of Impact and Influence 6. Director of Community and Opportunity 7. Director of Digital, Marketing and Enterprise 8. University Finance Contact (for most finance items) Other Directors may be invited to attend the meetings. Other staff members or external contacts may be invited to attend for all or part of a meeting.
Frequency	<ul style="list-style-type: none"> To be held a few weeks before each Trustee Board meeting. The Committee may, from time to time, establish working groups with the remit and powers defined by the Committee and will report into the Committee.
Paper deadline	<ul style="list-style-type: none"> Agenda and papers to be received at least 7 days prior to the meeting. Co-Chair, Chief Exec/Directors and Clerk/Governance and L&D Administrator to agree agendas for the year and to finalise agendas for each meeting.
Minutes and Reporting	<ul style="list-style-type: none"> Minutes to be approved by the Chair within 5 working days (ideally). Minutes to be circulated to the committee for draft approval. Minutes, papers and a verbal report be included in the next Trustee Board meeting. Trustee Board to formally approve decisions/recommendations from FARG Committee.
Remit	<ul style="list-style-type: none"> To carry out such duties and exercise such powers as delegated by the Trustee Board. The Finance, Audit, Risk and Governance Committee is authorised by Trustees to consider and make recommendations on matters regarding finance, audit, risk and governance to the Trustee Board for formal approval.

	<p>Finance</p> <ul style="list-style-type: none"> • To monitor and scrutinise the financial management of Bristol SU (management accounts, controls) to ensure it continues as a going concern and can achieve its strategic and operational goals in line with its charitable purpose. • To monitor and review the financial strategy, policies and performance of the organisation. • To monitor and review the performance of our investments, receive the report of our Investment Manager and review the Investment Policy • To review and approve the annual budget and budgeting process. • To monitor compliance with financial reporting requirements and returns. • To review financial risks identified on the Risk Register. • To review any other strategic financial matters. <p>Financial Audit</p> <ul style="list-style-type: none"> • To appoint (tender process every 5 years) and annually meet with the external auditors to review their audit findings and recommendations. • To annually review and approve the Trustees Annual Report and Audited Accounts for recommendation to the Board. • To oversee and receive reports from the external audits. • To consider and resolve any issues raised by auditors. <p>Internal Audit</p> <ul style="list-style-type: none"> • To provide trustees with assurance that the work of Bristol SU is complying with legal requirements, operates appropriate financial controls and adequately manages risk in areas of operation such as financial, people, complaints, safeguarding, reputation, GDPR, health and safety. • To develop and monitor an internal audit plan to include a rolling programme of reviews of the systems and processes within the centrally managed work. <p>Risk Management</p> <ul style="list-style-type: none"> • To review and monitor an effective Risk management framework, with high risks escalated to the Board. • To monitor the legal and regulatory compliance – (H&S, GDPR) . • To annually review and agree the Risk Register and Business Continuity and Recovery plan for recommendation to the Board for approval. • To adopt and review Risk Management related policies subject to ratification by the Board. <p>Governance</p> <ul style="list-style-type: none"> • To review and monitor organisational governance matters affecting the Union. • To regularly review the governing documents (Byelaws & Articles). • To oversee the conduct of Union elections and referenda and receive reports. • Approve the appointment of the returning officer and be notified of any external people involved in elections. • To develop an organisational policy register and undertake regular policy reviews of all policies. • To monitor the governance code recommendations and action plan.
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	<ul style="list-style-type: none">• To ensure the Board rules, Schedule of Delegation, Trustee Code of Conduct and Conflicts of Interest policy are reviewed and approved annually.• To review the Annual Statement of legal Compliance and Code of Practice: Education Act 1994 .
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Trustee Board Meetings	
Co-Chairs	<ul style="list-style-type: none"> Co-Chairs of the Board of Trustees
Members	<ul style="list-style-type: none"> 7 Officer Trustees 4 Student Trustees 1 Nominated Trustee 4 Co-opted Trustees
Quorum	<ul style="list-style-type: none"> Any 9 voting members, and at least one from each constituency (can include the chair).
In attendance	<ul style="list-style-type: none"> The following staff are in attendance at the meetings and do not have any voting rights: <ol style="list-style-type: none"> Chief Executive Clerk to the Board Governance and Complaints Administrator University Legal Contact <ul style="list-style-type: none"> The Directors may be invited to attend the meetings. Other staff members or external contacts may be invited to attend for all or part of a meeting.
Frequency	<ul style="list-style-type: none"> The Board is to meet a minimum of 4 times a year or at such times as the Co-Chairs may direct or when requested by any two Trustees as mentioned in the Articles. The Board may, from time to time, establish working groups with the remit and powers defined by the Board and will report into the Board.
Paper deadline	<ul style="list-style-type: none"> Agenda and papers to be received around 7 days prior to the meeting. Co-Chairs, Chief Exec, Directors and Clerk to agree Forward Plan for the year (approved by Trustee Board) and to finalise agendas for each meeting No paper is to be tabled unless with the permission of the Co-Chairs, Clerk or Chief Executive.
Minutes and Reporting	<ul style="list-style-type: none"> Minutes to be approved by whoever chaired the meeting, within 5 days. Minutes to be circulated to the Board as soon as they are approved and then sent again with the papers for the next Board meeting.
Remit	<ul style="list-style-type: none"> Trustee Board is responsible for overseeing Bristol SU's compliance with the law, with its charitable objects, the financial stability, reputation of the Union and for setting the strategic direction of Bristol SU. Trustee Board is also responsible for holding the Directors to account in relation to the strategy and management of Bristol SU. Trustee Board is authorised to approve all matters from the committees (apart from remuneration). The meetings shall include, but not be limited to the following: <p>Standing Items</p> <ul style="list-style-type: none"> Welcome, Introduction, Apologies. Register and Declaration of Interests. Approval of the Previous Minutes. Action Register and Matters Arising. Approve decisions from the People, Culture and EDI Committee. Approve decisions from the Finance, Audit, Risk and Governance Committee. Any other business. Date of Next meeting. <p>Items</p>

	<ul style="list-style-type: none"> • Authorising significant expenditure or commitments which have not previously been agreed. • Approving the Annual Accounts and Budget. • Approval and monitoring of strategy, vision, mission and values. • Updates on key projects or activities. • Officer Priorities. • SMT Operational Report
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Appeals Panel for Removal of a Trustee	
Chair	<ul style="list-style-type: none"> • The members of Appeal Panel shall elect one of their number to preside as chair of the Appeals Panel.
Members	<ul style="list-style-type: none"> • Four Members: <ol style="list-style-type: none"> 1. A Member of the Union (who, for the avoidance of doubt, is not a Trustee of the Union or a member of Student Council) appointed by the Chief Executive of the Union. 2. A University nominee, appointed by the University. 3. A chief executive or general manager of another students' union recommended by NUS. 4. An officer of another students' union recommended by NUS. <ul style="list-style-type: none"> • Each member of the Appeals Panel shall be independent and shall not have had any substantive involvement in the matter under appeal. Their relationship with the Trustee who has been removed from office should not give rise to any conflict of interest.
Frequency	<ul style="list-style-type: none"> • As and when required.
Quorum	<ul style="list-style-type: none"> • All four voting members.
Remit	<ul style="list-style-type: none"> • Review the reasonableness of a decision of the trustees under the Articles to remove a trustee from office.
Reporting	<ul style="list-style-type: none"> • A written decision with reasons to be circulated to the Board within seven days.
<p>Procedure</p> <p>1. Appeal against removal as a Trustee</p> <p>1.1 In accordance with the Articles a Trustee removed from office shall be entitled to appeal the decision to remove them to an Appeals Panel. The Trustee appealing shall be called "the Appellant".</p> <p>1.2 The Appellant has the right to appeal against a decision of the Trustees provided they lodges their appeal in writing with the Chief Executive not more than 14 days after the receipt of the written notice of the decision of the Trustees.</p> <p>1.3 If an appeal is lodged within time, the decision to dismiss the Appellant shall not take effect until the final determination of the matter.</p> <p>1.4 The appeal should contain a statement of the grounds upon which the appeal is brought and of the facts and matters relied upon.</p> <p>2. Notification of hearing and exchange of information</p> <p>2.1 The Appellant shall be given at least 7 days' written notice of the date, time and place of the appeal hearing.</p> <p>2.2 At least 4 days prior to the date of the hearing, the Appellant shall:</p> <p>2.2.1 confirm whether or not they intend to attend the hearing and, if so, the name of any person who will be accompanying or representing them; and</p> <p>2.2.2 submit any fresh evidence that they wish to reply upon.</p>	

2.3 At least 2 days prior to the date of the hearing, the Union shall provide the Appellant with any further evidence which it wishes to rely upon.

2.4 Neither party shall without the consent of the other or the permission of the Appeals Panel rely on any statement or document other than those provided or identified under paragraphs 1.4, 2.2 or 2.3 above.

3. The parties in proceedings before the Appeals Panel

3.1 The Appellant shall be entitled to be accompanied or represented by one other person of their own choice except where, in the opinion of the Chair of the Appeals Panel, such person has a conflict of interest.

3.2 The Chair of the board of Trustees shall act on behalf of the Union as the Respondent to the appeal and for this purpose may instruct a representative. Where the Chair of the board of Trustees is also the Appellant, one of the other Trustees shall be elected by the board to act on behalf of the Union as the Respondent to the appeal and for this purpose may instruct a representative.

4. Procedure before the Appeals Panel

4.1 On the appeal, the Appeals Panel will consider the documents, statements and other evidence produced to the original Trustee meeting. The Appeals Panel shall not interview or cross examine any witnesses.

4.2 The hearing of an appeal shall be conducted in accordance with paragraph 7 below except where to do so would be inconvenient or unjust. In such circumstances, the Chair of the Appeals Panel may modify the procedure to the extent that they deem necessary provided that the result is fair to the Appellant.

5. Courses of action which the Appeals Panel may take

5.1 The courses of action which the Appeals Panel may take are:

5.1.1 to uphold the appeal; or

5.1.2 to reject the appeal.

5.2 Within 7 days of the Appeals Panel deciding on the appropriate course of action, the Chief Executive will notify the Appellant in writing of the decision of the Appeals Panel.

6. The absence of the Appellant

6.1 If at the Appeal hearing, the Appellant is not present or represented, the Appeals Panel may proceed to consider the matter in the Appellant's absence if it is satisfied that notice was properly served upon them in accordance with paragraph 2.1 above.

7. Order of proceedings

7.1 The order of proceedings for the Appeals Panel meeting, unless the Chair otherwise directs, will be as follows:

- i. Submissions by or on behalf of the Appellant.
- ii. Submissions by or on behalf of the Respondent.
- iii. Consideration of the evidence by the Appeals Panel.
- iv. Closing submissions by or on behalf of the Appellant.
- v. Closing submissions by or on behalf of the Respondent.

1. Scheme of Delegation

Each year at the first Board Meeting of the Academic Year the Board shall agree such delegation as it considers appropriate for the coming year. The scope of delegation and the body to which that

delegation is made will be set out in a scheme which includes the name, membership and terms of reference of that body.

2. Trustee Code of Conduct

A Trustee code of conduct outlines the responsibilities of a Trustee and what is expected of them in their role. The Trustee Code of Conduct should be read alongside the Nolan Principles.

All Trustees are expected to have read and understood the Articles, Byelaws and these Board Rules.