

Minutes for Democratic Procedures Committee: Thursday 21st March 2019

(B1 Law & Social Sciences Building – 17:30- 19:30)

In attendance:

DPC Panel Members:

Student Members:

Georgia-Mae Chung (G-MC), Tom Leach (TL), Dimitrios Potsos (DP), Sabaat Nadeem (SN),
Branden Cave (BC).

Officer Members:

Jacob Collier (Community Officer), James Pheasey (LGBT+ Officer).

Apologies: Bryony Kirby (BK), James Li (JL), Cassie Ulrich (Postgraduate Officer and motion proposer).

Absent: Natasha Twebaze (NT), Nadia Sheikh (NS), Fergus Newing (motion proposer).

Proposers of motions:

Chair: Dimitrios Potsos (DP).

Staff present: Joe O'Neill (Representation Coordinator), Lee Mundell (Administrative Assistant).

Other attendees: Cassie O'Boyle (Education Officer), Zoe Mackenzie (Equal Opportunities & Welfare Officer).

The meeting was quorate.

Agenda:

1. MedSoc BME Rep – Presented by Fergus Newing
2. Natural Sciences Undergraduate Education Rep – Presented by Dimitrios Potsos on behalf of Zia Rehman.
3. Department of Foundation Engineering and Physical Sciences Undergraduate Education Rep – Proposed by Dimitrios Potsos
4. Minor Bye-Laws Changes – Proposed by Dimitrios Potsos

5. SB Guild Constitution Changes – Presenter TBC
6. Union Council Voting Reform – Proposed by Branden Cave
7. Part-Time and Distance Learners' Officer – Proposed Cassie Ulrich (Postgraduate Officer)
8. Item for Discussion: Trustee appointments process and questions from Sabaat Nadeem (below)
9. Trustee Appointment – BoT

Minutes:

- 1.0 The Chair (DP) introduced the meeting. Fergus Newing, the presenter of Motion 1: MedSoc BME Rep, is not present. DP deferred the motion until later in the meeting in case FN is running late.**
- 2.0 The Chair (DP) moved onto Motion 2: Natural Sciences Education Rep, which he will present on behalf of Zia Rehman.**

He explained why their needs to be an Education Rep for Natural Sciences.
- 2.1** JC asked if this is because it's a new course.
- 2.2** DP said he isn't sure but the School has asked for one.
- 2.3** COB (Cassie O'Boyle) said there is no School of Natural Sciences. Natural Sciences is a cross-faculty course.
- 2.4** JON clarified where Natural Sciences sits and that encompasses several schools.
- 2.5** JC asked if the wording of the proposed addition to the bye-laws is therefore correct.
- 2.6** COB said no.
- 2.7** DP offered to message Zia Rehman to clarify the wording.
- 2.8** BC asked if the wording should be changed for all schools to simply say that there will be an Education Rep for each school.
- 2.9** JC said the bye-laws will be reviewed and probably simplified in the upcoming democratic review.
- 2.10** DP said he isn't sure about the wording.
- 2.11** JON suggested deleting "School of" before "Natural Sciences".
- 2.12** DP said that makes sense. He asked DPC if they agree with the proposed change.
- 2.13** DPC agreed.
- 2.14** DP asked DPC if they have any more questions.
- 2.15** DPC have no more questions.
- 2.16** DP asked DPC to vote on the motion. (DP abstained from voting.)
- 2.17** DPC unanimously agreed to ratify the motion with the suggested edit.

Summary of agreed edits:

- Delete “School of” from “School of Natural Sciences”

3.0 The Chair (DP) presented Motion 3: Department of Foundation Engineering and Physical Sciences Undergraduate Education Rep and gave context about the need of this role in the context of the growing size of the Department and number of students studying. DP added that it is a one year course, therefore, technically, the rep would have to be elected in Elections Period 1 at the start of the next academic year with the rest of their Course Reps. In the past they have informally nominated two of their representatives to basically function as Education Reps and go to the appropriate meetings, and this has worked fine within the year.

3.1 JC asked if the wording is correct.

3.2 DP said yes. He said it gets a bit difficult in terms of representation for these students. Students can go on to study a science degree. This is something that can be looked at further down the line.

3.3 COB asked if they considered adding an Education Rep for other foundation courses.

3.4 DP said they looked at this. Foundation Engineering was chosen because of its increasing size. They could look at the other foundation courses in future.

3.5 DP asked if there were any more questions.

3.6 DPC have no more questions.

3.7 DP asked DPC to vote (DP abstained from voting).

3.8 DPC unanimously agreed to ratify the motion.

4.0 The Chair (DP) moved onto Motion 4: Minor Bye-Laws Changes, proposed by himself. He detailed that it is to fix inaccuracies and minor errors in the bye-laws, most notably the correcting or removing of references to guidance documents that no longer exist. This issue has been raised before. JP noted one such instance as he was going through the bye-laws.

4.1 BC asked what are the sections highlighted in yellow.

4.2 DP said he thought they should discuss those sections in this meeting.

4.3 JP said he has noticed a lot of things that still need changing. He suggested that they go they go through it again and present the changes in the next DPC. It would take a very long time to go through everything now, and it would be difficult to substantiate the extent of the changes.

4.4 DP said he is happy to defer it until the next DPC on 13th June 2019. He just wanted to put it on the agenda to talk about today.

4.5 JP agreed that they should defer it until the next DPC.

4.6 BC asked when DPC dissolves for the year.

4.7 DP said at the end of the academic year.

- 4.8 DP said he is happy to work on the changes with other members of DPC before the next meeting and asked DPC if that is what they would like to do.
- 4.9 DPC agreed.
- 4.10 Motion deferred to the next DPC meeting.

5.0 The Chair (DP) moved onto Motion 5: SB Guild Constitution Changes. The proposer is not here to present the motion. He asked JON for details.

- 5.1 JON said the changes are to add mention of a magazine in the role description section of their constitution.
- 5.2 DP referred to the added point for the Senior Ent Officer role description and the acronym "OKA". He asked if they should change the acronym to the full name.
- 5.3 DPC agreed.
- 5.4 JP said the possessive apostrophe for "years' edition" is in the wrong place. It should be after the "r".
- 5.5 DPC discussed and agreed the change.
- 5.6 DP referred to mention of the "Sports and Activities Officer" and asked if it is clear that this is the SB Sports and Activities Officer.
- 5.7 JON provided context.
- 5.8 DPC agreed that in the full context of the constitution it is clear.
- 5.9 DP asked DPC if they have any other questions.
- 5.10 DPC have no further question.
- 5.11 DP asked DPC to vote.
- 5.12 DPC unanimously agreed to ratify the motion with the suggested edits.

Summary of edits:

- Chapter 3.3 Officer Job Descriptions/Vice Guild Chair/last point: move apostrophe on "years'" to "year's".
- Chapter 3.3 Officer Job Descriptions/Senior Ents Officer/last point: replace acronym "OKA" with full title "Old Kingstonian Association (OKA)".

6.0 The Chair (DP) returned to Motion 1: MedSoc BME Rep. The motion proposer is still not present. DP read through the motion and provided what context he is able to. He referred to Page 7 of the MedSoc Constitution for discussion first.

- 6.1 JC said (g) ii) should be worded better.
- 6.2 JP suggested alternative wording and asked if in effect it should be like the wording for point 4.1 (e) iv) on Page 3.
- 6.3 BC asked if they need to reword it or should they send it back to the proposer.
- 6.4 DP said DPC has the power to make these changes.
- 6.5 JC checks wording.

- 6.6 JP suggested changing the wording but leave the first “own” in.
- 6.7 Discussion on the wording continued.
- 6.8 BC asked if there is something else the motion proposer is specifically trying to capture with this wording. BC asked again if they should refer it back to the proposer.
- 6.9 TL said the proposer should be here to present it.
- 6.10 DP said he doesn’t think the second part in red is needed.
- 6.11 JC asked if they can vote on whether to delete all the addition text for (g) ii) except “own”.
- 6.12 JON suggested it could be a separate clause.
- 6.13 Discussion continued.
- 6.14 DP suggested sending it back to the proposer with DPC’s feedback. He said that deferring the motion should not have an immediate impact.
- 6.15 BC suggested splitting the motion so they can deal with the addition of the BME Officer to the committee and deal with the Duties of the Individual Officers separately.
- 6.16 JP asked if DPC can send a recommendation back to the proposer.
- 6.17 DP said we can do that.
- 6.18 **Chair Action: Feedback to proposer to review additional wording on Page 7 (g) ii).**
- 6.19 DP said DPC will now discuss the addition of the BME Officer.
- 6.20 BC asked if the role description is consistent with the wording in other docs.
- 6.21 JP provided context.
- 6.22 JP referred to (q) i) and suggested replacing the last two words of the point “BME background” with “as BME”.
- 6.23 DPC agreed.
- 6.24 JP suggested that the first letter of the first word of each point should be capitalised in line with the rest of the constitution.
- 6.25 DPC agreed.
- 6.26 DPC also agreed that “Medsoc” should be changed to “MedSoc”.
- 6.27 JP referred to (q) iv) and asked if “student voice” should be “Student Voice”.
- 6.28 DPC discussed and agreed.
- 6.29 DP referred to the same point and said “medical school” should be “School of Medicine”.
- 6.30 DPC agreed to the change.
- 6.31 DP referred to (q) v) and asked for “on these topics” to be added on the end.
- 6.32 DPC agreed.
- 6.33 DPC discussed the general principle of the motion.
- 6.34 JC referred to point (q) iii) and said that “BME groups” should be changed to “BME students”.
- 6.35 DPC agreed.
- 6.36 DP asked if anyone has any more questions or comments.
- 6.37 DPC have no more questions or comments.
- 6.38 DP asked DPC to vote.

6.39 DPC agreed to unanimously ratify the motion with the agreed changes.

Summary of edits:

- There was extensive discussion about Page 7: (g) (ii). DPC decided to refer this section back to the proposer for clarification. The proposed changes for point ii are not to be included in this edit of the constitution.
- Page 10: (q):
 - The first letter of all points to be capitalised.
 - i) Oxford comma after “concerns” to be deleted.
 - i) Replace “with a BME background” with “as BME”.
 - “Medsoc” to be replaced with “MedSoc”.
 - iii) “groups” to be replaced with “students”.
 - iv) Insert “on behalf of MedSoc” after “Liaise”.
 - iv) Replace “student voice” with “Student Voice”.
 - Iv) Replace “medical school” with “School of Medicine”.
 - v) Add “on these topics” on the end of this point.

7.0 The Chair (DP) asked for Motion 6 to be presented.

7.1 Branden Cave (BC) presented Motion 6: Union Council Voting Reform:

Background

The Union Council (Ideas Panel) is responsible for the creation of union policy which it accomplishes through the consideration of student submitted ideas. Any student can submit an idea proposal which is then debated by a panel of between 16 and 21 randomly selected students. An idea is either rejected, approved and becomes union policy, or sent to referendum.

The current voting thresholds are as follows:

| Proportion in favour of an idea | Example with 21 panelists | Results |
|---------------------------------|---------------------------|-------------------------------|
| 0% - 33.3% | 0 - 7 | Idea is rejected |
| >33.3% - <66.7% | 8 – 13 | Idea is forward to referendum |
| 66.7% - 100% | 14 – 21 | Idea is approved |

*If the idea is to hold a referendum it only requires a majority (>50%) to trigger a referendum.

Under this system an idea that fails to receive a majority can still be forwarded on to referendum despite the fact that a majority of the panel do not believe it has merit. This system also has the potential to discourage referendum proposals and instead encourage

submission for approval of the idea itself as the threshold to achieve a referendum is lower in the latter case.

Overview

The proposed amendments alter the voting thresholds at Union Council as follows:

| Proportion in favour of an idea | Example with 21 panelists | Results |
|---------------------------------|---------------------------|-------------------------------|
| 0% - 50% | 0 - 10 | Idea is rejected |
| >50% - <66.7% | 11– 13 | Idea is forward to referendum |
| 66.7% - 100% | 14 – 21 | Idea is approved |

The goal of these proposed amendments is to simplify the voting system and discourage potential abuses of the system.

Considerations

- *Panel Ability:* A panel’s decision-making ability is directly impacted by its ability to understand process and the consequences of potential actions.
- *Parliamentary Best-Practices:* A principle of parliamentary law is that a motion does not represent the will of the assembly if it does not receive support from a majority of that assembly.

Risks

The following are risks that the SU may encounter if the amendments are approved:

- *Fewer Referenda:* With a higher threshold required for an idea to be forwarded to referendum the amendments may result in fewer opportunities for engagement with students.

The following are risks that the SU may encounter if the amendments are rejected:

- *Abuse of Current System:* The current low threshold for an idea to be sent to referendum may encourage individuals who want to trigger a referendum to submit an idea rather than a proposal for a referendum.
- *Non-transparent System:* The current process is not clear which limits its transparency to constituents who may seek to utilize it.

Next Steps

If the Democratic Procedures Committee approves the amendments, they will come into effect for the subsequent meeting of the Union Council.

Routing and Persons Consulted

| Body | Date | Approval | Recommendation | Discussion |
|---------------------------------|-------------|----------|----------------|------------|
| Democratic Procedures Committee | March, 2019 | X | | X |

Other supporting Materials

- Draft Union Council Bye-law – Tracked Changes

- 7.2** JC said he seems to remember some changes about Union Council voting procedure a while ago.
- 7.3** JON said those changes were specifically about motions of referenda brought to Union Council to effectively mitigate the potential problem that a referenda could be called to decide about whether to hold a referenda.
- 7.4** DP offered his thoughts on Union Council and the voting process. The referenda effectively allows for greater representation when a motion falls between to the two-thirds needed to pass outright or the less than one-thirds that would result in a motion falling. This proposed change would result in more motions falling outright when they might benefit from greater representation/student scrutiny.
- 7.5** JP said a good example of this would be the recent motion on Pronoun Policy that went to council. It has gone to referenda but under these proposed changes would have fallen outright.
- 7.6** TL said that 21 students on the Union Council panel isn't all that representative.
- 7.7** DP said you would have to think of it as a bell curve. He doesn't think it would be beneficial to move to this new voting system. Referenda denotes a clear middle ground. These changes would make it harder to pass motions – it will also be less representative. The referenda offers more representation for what might be more controversial issues.
- 7.8** BC said the main issue he has is the overall role of Union Council in SU democracy. He said there needs to be a system which is more representational and less open to potential abuse. The requirements for a motion passing should be higher.
- 7.9** JC said he agrees with BC about this issue but doesn't think his proposal improves it.
- 7.10** More discussion followed.
- 7.11** DPC moved to vote. BC abstained.
- 7.12** Result: the motion unanimously fell.
- 8.0** **The Chair (DP) moved onto the Motion 7: Part-Time and Distance Learners' Officer. The motion proposer, Cassie Ulrich (Postgraduate Officer) has sent apologies.**
- 8.1** JON read out a message from Cassie Ulrich explaining her absence due to illness. She said she will be happy to take the motion to the next DPC if the committee decide this is the best course of action but feels the motion should be suitable for discussion as it

has a mandate due to a motion about the creation of this role passing in Union Council, and the following details in the motion coversheet:

What is the motion asking? (*Please summarise any key points or major changes in bullet points below*)

- The creation of a new Part-Time Officer role to represent students who study part-time or are distance learners
- The creation of a Network to support part-time students and distance learners

Why are you proposing this motion?

I'm proposing this motion to fulfil the policy passed at the 434th Union Council in May 2018:

6.6 "Creation of new part time officer for Part Time Students and Distance Learners".

Within that policy, it is noted that part-time students make up a significant proportion of the students at the University of Nottingham. The number of students enrolled on part-time status according to Student Statistics is listed below:

- 2016/2017 – 4128 students
- 2015/2016 – 4360 students
- 2014/2015 – 4577 students

It has been suggested that the decline in part-time students seen above is experienced nationally and can be partially explained by a decrease in available financial support and an increase in part-time fees from 2012 after the fee cap was raised.

Not only are there external national pressures, but part-time and distance learners face different challenges than students with greater or more frequent access to campus, and currently, the Students' Union does not directly represent this group of students nor distance learners.

Do you have any evidence or supporting information you would like to add?

I informed both the Mature Students' Network and the Postgraduate Students' Network via a Facebook post that I was bringing this motion to DPC because those groups have a substantial proportion of both part-time students and distance learners. The post in the MSN was had one of the highest positive response and engagement rates out of any other post I've made throughout my term. While the separate post in the PGSN did not receive as much engagement, it still has fared better and more positively than other posts. This strengthens this motion by enforcing the student need for this representation and highlighting the appreciation these students have that the Union is taking action.

The creation of this PTO role would enable issues related to the educational experience of part-time students and distance learners to be more effectively raised to both the Education

Officer and the Postgraduate Officer among other insight that could be collected to improve their overall student experience.

- 8.2 DP confirmed the motion passed in Union Council and asked DPC if the motion proposed today reflects the spirit of the motion passed in Union Council.
- 8.3 BC said they have an obligation to scrutinise the motion in greater detail than Union Council. He asked if motions passed in Union Council are binding.
- 8.4 DP said they are binding to the officers to work on them.
- 8.5 JC said this motion also creates a new network. He asked if that is appropriate as there will be issues that will be relevant to the Mature Students' Network or the Education Network. Does this new part-time officer role need another network? JC does not believe they particularly do.
- 8.6 DP said he agrees. He asked if part-time and distance learners includes students studying abroad for a year.
- 8.7 JON said the definition does not include students studying abroad for a year.
- 8.8 DP said that would mean all the courses that fall under this would be postgraduate. He asked COB for clarification.
- 8.9 COB said there are plenty of part-time undergraduate degrees.
- 8.10 BC asked what the definition of part-time study is. Is it three modules?
- 8.11 JON said yes. The vast majority of this demographic are mature students.
- 8.12 JC said the issue with creating a new network is that they are already struggling to engage these students in the existing networks. He isn't sure the motion passed at Union Council also included the mandate to create a new network as well.
- 8.13 JON provided full context of the original motion that was passed in Union Council.
- 8.14 DP said a new network would essentially be created out of an existing network.
- 8.15 TL said he agrees with the creation of the new officer role but does not believe that a new network needs to be created.
- 8.16 DP asked whether it would appropriate if the Mature Students' Network discussed this issue first, as it would undoubtedly affect them.
- 8.17 JC asked why the new officer simply couldn't involve themselves with the Mature Students' Network.
- 8.18 DP said it would be better to discuss this in more detail with Cassie Ulrich.
- 8.19 More discussion followed.
- 8.20 DPC discussed whether to defer the motion to the next DPC meeting.
- 8.21 JP said it wouldn't have any impact if they deferred the motion because the Student Leader Elections for this year have already taken place.
- 8.22 DP said he would like Cassie Ulrich to discuss the issue with the Mature Students' Network first. He asked DPC if they also thought that appropriate.
- 8.23 DPC agreed.
- 8.24 **Chair Action: To ask Cassie Ulrich to discuss the issue with the Mature Students' Network.**

- 8.25 DP asked if the Mature Students' Network were consulted about this motion.
- 8.26 JC said there was a post of Facebook informing them it was coming to DPC.
- 8.27 DP asked TL how the Mature Students' Network might feel about this.
- 8.28 TL said it might bring non-mature students into the Mature Students' Network, which he doesn't believe they would like.
- 8.29 DPC agreed to defer the motion to the next DPC.

9.0 The Chair (DP) moved onto an item for discussion: Trustee appointments process and questions from Sabaat Nadeem (as included in the circulated agenda). DP provided context about what discussion has taken place so far and SN's questions.

- 9.1 DP read the first question on SN's behalf, as she asked for an explanation on the following quote: *"In the meantime, there will be NO VOTING on the trustee board (or its sub-committees). This was a decision by Cassie; although, there is enough members for quorum, 4/5 of those members are sabbatical officers."*
- 9.2 DP said that the reason behind Cassie's decision was that although the meeting was quorum the fact that the quorum mostly comprised of sabbatical officers meant it was not as representational as it should be. Therefore they decided to wait until they had more members present, and that was Cassie's decision as Chair to make.
- 9.3 SN's first question regarding this was: *"In terms of Trustee recruitment in general, if there were candidates who are friends with or have worked with those on the recruitment panel, are conflicts of interest declared (or what would be/is classed as a conflict of interest?), and if yes, who would replace that person on the panel, or how is this decided?"*
- 9.4 DP said that as Chair of DPC this is something he is unaware of. It is an internal trustee decision. He said Zoe Mackenzie (Equal Opportunities & Welfare Officer) is welcome to comment.
- 9.5 ZM said she does not sit on the trustee recruitment but Cassie O'boyle has and therefore might be more knowledgeable about the process.
- 9.6 COB asked what the question is.
- 9.7 DP asked: Regarding the trustee recruitment, are there any policies to deal with conflicts of interest?
- 9.8 COB said it would be covered in our HR practices. She isn't really sure what DP means.
- 9.9 SN gave an example: if someone on the recruitment panel was friends with one of the candidates, would a conflict of interest be declared? What would be classed as a conflict of interest?
- 9.10 COB said she doesn't know, all she knows it that the process is run internally by the Students' Union's HR Department. They probably have documentation on it. She doesn't know the details, though.

- 9.11** BC said there is a definition of conflict of interest within the Articles of Association. Having a past association with someone does not necessarily mean there is a conflict of interest, it is whether there is some monetary interest.
- 9.12** DP gave another example.
- 9.13** BC provided more context.
- 9.14** Discussion continued.
- 9.15** COB said that it might be worth noting that our Lay Trustees are recruited externally. The SU basically recruits recruiters – if that makes sense. So the people involved with that are entirely separate from the organization. It is only the Student Trustees that we recruit internally.
- 9.16** DP said it is a valid question and he is glad it was brought forward. He said that himself and Cassie Ulrich will move forward with this and discuss the relationship between DPC and the Trustees. They can also discuss how DPC expects Trustees to act with appointments, because when it comes to DPC then they want to expect that this has been completed. It is something they don't have power over, but they can make recommendations. He asked for him to bring that up in his discussions.
- 9.17** DPC said yes.
- 9.18** DP moved onto SN's next email question: *“In general, with Trustee recruitment, especially Student Trustee recruitment, how does the recruitment panel ensure that Trustees of a diverse range of backgrounds are selected, in addition to ensuring that the most suitable candidates (i.e. those with relevant experience, skills, strategic/finance mind set etc.) are selected?”*
- 9.19** DP referred the question to COB to answer.
- 9.20** COB said last year a new document was created that was essentially a skills audit of what is required, specifically for Lay Trustees. It also looks at experience. For example: we might specifically look for someone with experience of satellite campuses or someone who has experience as a part-time student. In this round of recruitment we looked for someone with experience on Medicine and Health Sciences courses, because that was identified as a gap in the board. The board is always looking to ensure we consider EDI in our recruitment, so we have documentation that is informed by the information we have about our current board members that we use during recruitment.
- 9.21** SN happy with the explanation.
- 9.22** DP read out SN's final email question: *“This is more of a general question regarding the DPC which had been crossing my mind for a while (I did not ask this before as I felt that I may have been overthinking), however I have decided to ask, and feel that it is a good time to ask, in order for us and the Union in general to avoid something similar to this issue happening again – even though processes, byelaws, constitutions etc. are outlined and written in documents, how do we ensure as DPC that they are being followed, and is it both and solely DPC and Trustees as well that would be accountable if they are not being followed?”*

- 9.23** DP said this comes down to the bye-laws and the code of conduct. Anyone can submit a complaint against members who have broken the bye-laws. This would fall under it, as DPC members are elected to their roles to follow the bye-laws. So anything in the guidance documents, anything in the bye-laws and anything in the Articles of Association would be covered by this and would allow for a complaints procedure and a disciplinary procedure in accordance to the bye-laws and the code of conduct. Those procedures would ensure that members of DPC and Trustee Board are doing their jobs.
- 9.24** JON gives further context. DPC are politically responsible for everything and the Trustee Board are legally responsible. If processes aren't being followed DPC has the authority to argue politically with your political representatives, like the Full Time Officers. Trustees have a legal obligation to ensure that the charity is acting in within its own powers and its own articles. In the event that it weren't then the Charities Commission would investigate and there is the potential for fines and all sorts. The charity has to act within that. If politically some of your representatives aren't acting in the spirit of our processes and bye-laws then there are mechanisms like Scrutiny Panel and DPC in place. Its first clause is that it explicates the processes within the union. DPC has the authority to clear up any doubt or ambiguity.
- 9.25** DP said that as Chair he is technically accountable. Regarding the legal aspect, he said there is something in the Articles of Association which states to the effect that if there is any sort of issue regarding the Trustees appointing process then any decisions they made should stand.
- 9.26** JON said essentially this clause is in the articles but should only be used, for example, if there wasn't a quorate DPC in time to appoint a Trustee or, say, a Trustee is appointed and it is later discovered that they have broken the law and wouldn't have been eligible at that point. It is to cover situations like that.

For reference, see Point 39 in the Articles of Association 2018:

- All acts done by a person acting as a Trustee shall, even if afterwards discovered that there was a defect in his or her appointment or that he or she was disqualified from holding office or had vacated office, be as valid as if such person had been duly appointed and was qualified and had continued to be a Trustee.

- 9.27** DP said he mentioned it because of its vagueness.
- 9.28** BC said he doesn't have any issues with the way it is worded.
- 9.29** Discussion continued.
- 9.30** JP said that in the articles it mentions that the Trustees can edit the bye-laws. How does that work?

- 9.31 JON reiterated that DPC has a political obligation and the Trustee Board has a legal obligation. Therefore the Trustee Board have the right to edit or intervene in the editing of the bye-laws if there is a significant risk of legal, financial or reputational damage.
- 9.32 BC asked what has been done to ensure this situation doesn't occur again.
- 9.33 DP said that is what he is meeting with Cassie Ulrich to discuss in terms of the guidance documents and the sabbatical officers' role. He said he wanted these discussions with DPC first.
- 9.34 BC said he was thinking on a lower level. What is being done by staff to ensure it doesn't happen again?
- 9.35 JON said the immediate operational stuff that is being done at board level is to add a forward schedule of business – which should have been there from the beginning – but essentially there will be rolling business at each meeting to say whose terms are up and when, and when DPC is, so that before a Trustee's term is over the appointment of their replacement has been done. There should never be an issue where there is 2 years of no appointments being made again.
- 9.36 BC satisfied with explanation and actions.
- 9.37 DP asked SN if she has any other questions or anything for discussion.
- 9.38 SN asked that in terms of members of DPC and Trustees following their roles etc. does the same apply for members in societies and other committees.
- 9.39 DP said it is covered in the bye-laws. You would follow the appropriate constitution and if an issue would be more serious it would be escalated accordingly.
- 9.40 There was more discussion.
- 9.41 SN happy with explanations.

10.0 The Chair (DP) moved onto the next item of business: Trustee Appointment (To confirm the appointment of Lay and Student Trustees).

10.1 JC presented and gave context:

Why you are proposing the idea?

The Trustee Board has recruited new Lay and Student Trustees and the Articles provide that External and Student Trustees “shall be appointed by the Democratic Procedures Committee upon the recommendation of the Trustees” (Articles 28 and 29.1 respectively).

The Board therefore asks the Democratic Procedure Committee to confirm the appointments which have been recommended.

What evidence you have to back up your idea?

Lay Trustees

Overseen by the People Committee, which is currently chaired by the Education Officer, posts available for Lay Trustees are advertised through an open recruitment process. Applications are invited and those shortlisted are interviewed by a panel of Student Trustees, Officer Trustees and Lay Trustees, with positions on the Board being proposed for those providing the most suitable diversity in skills, experience and background. If no suitable candidates are available, a recommendation is not made.

The Board therefore seeks the appointment of:

- Carol Harvey, to serve for a further term of three years from 1st January 2018 (originally appointed 1st January 2014).

Carol's CV is attached to this paper for your reference.

What the motion is asking the Students' Union to be mandated to do?

That the Democratic Procedures Committee confirms the above appointments in accordance with Articles 28 and 29.1.

Who supports your idea / who you have consulted with about it?

The Trustee recruitment process has been applied in accordance with the Articles of Association.

10.2 JC introduced the attached CV.

10.3 TL asked if they are just discussing one person.

10.4 DP said yes.

10.5 DP asked if there are any questions.

10.6 DPC are happy with the email discussion that has already taken place.

10.7 DP asked DPC to vote.

10.8 DPC unanimously agreed to appoint Carole Harvey to the Trustee Board.

11.0 The Chair (DP) asked if there is any other business.

12.0 No other business.

13.0 The Chair (DP) thanked everyone for coming and ended the meeting.