

## **Amendments to the Constitution of the Students' Union Report to University Council April 2017**

Students' Union Council elected a Constitution Committee in November 2016.

### Membership:

Dom Trendall, SU President (Chair of Constitution Committee)

Kieran Maxwell, History Councillor

Thomas Brindley, Molecular Biology and Biotechnology Councillor

Valerie Grant, Mature Students' Councillor

The Committee was serviced by Jaki Booth, Chief Executive.

### Recommendations

Constitution Committee reviewed the constitution in 4 key areas and proposed the following changes to Students' Union Council:-

- 1) To simplify the clauses detailing who is a Full Member of our Students' Union and who therefore has the right to stand and vote, participate in Students' Union activities and access Students' Union facilities; &
- 2) To lower the quorum for a referendum from 2,500 to 1,000 voting Full Members; &
- 3) To formalise Students' Union Council in the Constitution by creating a new Clause that specifically creates Students' Union Council within the Constitution, so it is more consistent with the way the Constitution talks about the government of the Students' Union. This clause also defines the membership of Students' Union Council to ensure the effective representation of the groups of students that comprise our student population; &
- 4) To revise how changes are made to the Students' Union Constitution and who has authority to make such changes. This will give Students' Union Council authority over certain Bye Laws but changes to the SU Constitution can still only be made by Referenda of all students.

Students' Union Council approved these changes which were then put to a referendum in March 2017. The referendum was quorate and the changes were approved: 1911 'Votes For', 745 'Votes Against' and 1092 'Abstentions'.

Full details of the changes are contained in the appendix (highlighted in red) and are submitted to University Council for approval prior to submission to the Charity Commission.

**Kathryne Fraser**

**Deputy Director of Membership Engagement**



## **Appendix**

### **Sheffield Students' Union Constitution**

**Changes approved by  
Referendum**

**March 2017**

# UNIVERSITY OF SHEFFIELD STUDENTS' UNION CONSTITUTION (March 2017)

## 1. NAME

- 1.1 The name shall be the University of Sheffield Students' Union.

## 2. AIMS AND OBJECTIVES

- 2.1 The Students' Union shall advance the education of students at the University of Sheffield for the public benefit by:

- 2.1.1 representing the students of the University locally and nationally, organising services and activities to meet their needs, and providing opportunities for their involvement and personal development.

- 2.1.2 taking positive measures to encourage and build a student community which respects and celebrates the diversity of its membership, and seeking to create an environment in which individuals and groups of students are free from discrimination, harassment and intimidation on Students' Union premises or in events and activities organised by the Students' Union. In meeting the needs of all students, the Students' Union may provide services and activities for the exclusive use of specific groups.

## 3. MEMBERSHIP

### 3.1 Full Membership

- 3.1.1 All persons who are registered students of the University as full-time or part-time candidates for degrees, diplomas or certificates shall, subject to this Constitution, and except for students of the International Faculty, be Full Members of the Students' Union. The Bye laws may provide limitations on this entitlement for short term or lower level attendance.

- 3.1.2 All persons who are provisionally registered students of the University, as defined above, shall be deemed to be Provisional Members and shall be entitled to all the rights of Full Members for the period of their provisional registration.

- 3.1.3 Full Members shall be entitled to participate in the government of the Students' Union, subject to any provision made in the Bye-Laws limiting eligibility to stand or vote in elections to specific categories of students.

- 3.1.4 Any student who wishes not to be a Member, or who decides to withdraw from Membership, of the Students' Union shall inform the President of the Students' Union and the University in writing. Any such student shall not be entitled to take up, or renew membership until the end of the academic session.

- 3.1.5 Students who are eligible for Full Membership, but who choose not to be Members of the Students' Union shall be entitled to access to the services and activities provided by the Students' Union on the same basis as Full Members, except that they may be charged a differential rate for such services and activities as are agreed between the Students' Union and the University, and that they may not participate in the government of the Students' Union as defined in Clause 5 of this Constitution or hold office in any Students' Union representative, working committee, club or society.

- 3.1.6 Full Members shall be entitled to participate in the activities, and use the facilities, of the Students' Union in accordance with the arrangements specified in the Bye-Laws.

- 3.1.7 Any rights of Full Members may be withdrawn, or suspended, in accordance with the disciplinary regulations specified in the Bye-Laws.

- 3.1.8 The Bye Laws will outline further considerations relating to full membership.

### 3.2 Other Membership

- 3.2.1 The Bye-Laws may make provision for Associate, Life, Honorary and Reciprocal Members.

- 3.2.2 Such Members shall be entitled to participate in such activities, and use such facilities, of the Students' Union as are determined by the Students' Union Council or other Committees of the Students' Union.

- 3.2.3 Such Members may not participate in the government of the Students' Union.

- 3.2.4 Such Membership, or any rights of such Membership, may be withdrawn, or suspended, in accordance with the disciplinary regulations specified in the Bye-Laws.
- 4. POWERS OF THE STUDENTS' UNION**
- 4.1 To further its objects, but not to further any other purpose, the Students' Union may:
- 4.1.1 provide services and facilities for Members;
- 4.1.2 establish, support, promote and operate a network of student activities for Members;
- 4.1.3 support any RAG or similar fundraising activities carried out by its Members for charitable causes, including the provision of administrative support, banking facilities and acting as a holding trustee of any funds raised;
- 4.1.4 alone or with other organisations:
- 4.1.4.1 carry out campaigning activities
- 4.1.4.2 seek to influence public opinion; and
- 4.1.4.3 make representations to and seek to influence governmental and other bodies and institutions regarding the reform, development and implementation of appropriate policies, legislation and regulations provided that all such activities shall be confined to the activities which an English and Welsh charity may properly undertake and provided that the Students' Union complies with the Education Act and any guidance published by the Charity Commission;
- 4.1.5 write, make, commission, print, publish or distribute materials or information or assist in these activities;
- 4.1.6 promote, initiate, develop or carry out education and training and arrange, provide or assist with exhibitions, lectures, meetings, seminars, displays or classes;
- 4.1.7 promote, encourage, carry out or commission research, surveys, studies or other work and publish the useful results;
- 4.1.8 provide or appoint others to provide advice, guidance, representation and advocacy;
- 4.1.9 co-operate with other charities and bodies and exchange information and advice with them;
- 4.1.10 become a member, affiliate or associate of other charities and bodies;
- 4.1.11 support, set up or amalgamate with other charities with objects identical or similar to the Students' Union's objects, and act as or appoint trustees, agents, nominees or delegates to control and manage such charities;
- 4.1.12 purchase or acquire all or any of the property, assets, liabilities and engagements of any charity with objects similar to the Students' Union's objects;
- 4.1.13 incorporate and transfer all its assets to a charitable limited liability legal entity, and dissolve at any time following such incorporation and transfer if the Trustees consider it appropriate to do so;
- 4.1.14 raise funds and invite and receive contributions from any person provided that the Students' Union shall not carry out any taxable trading activities in raising funds;
- 4.1.15 borrow and raise money on such terms and security as the Students' Union may think suitable (but only in accordance with the restrictions imposed by the Charities Act 1993);
- 4.1.16 purchase, lease, hire or receive property of any kind including land, buildings and equipment and maintain and equip it for use;
- 4.1.17 sell, manage, lease, mortgage, exchange, dispose of or deal with all or any of its property (but only in accordance with the restrictions imposed by the Charities Act 1993);
- 4.1.18 make grants or loans of money and give guarantees;
- 4.1.19 set aside funds for special purposes or as reserves against future expenditure;
- 4.1.20 invest and deal with the Students' Union's money not immediately required for its objects in or upon any investments, securities or property;
- 4.1.21 delegate the management of investments to an appropriately experienced and qualified financial expert provided that:

- 4.1.21.1 the investment policy is set down in writing for the financial expert by the Trustees;
- 4.1.21.2 every transaction is reported promptly to the Trustees;
- 4.1.21.3 the performance of the investment is reviewed regularly by the Trustees;
- 4.1.21.4 the Trustees are entitled to cancel the delegation at any time;
- 4.1.21.5 the investment policy and the delegation arrangements are reviewed at least once a year;
- 4.1.21.6 all payments due to the financial expert are on scale or at a level which is agreed in advance and are notified promptly to the Trustees on receipt; and
- 4.1.21.7 the financial expert may not do anything outside the powers of the Trustees;
- 4.1.22 arrange for investments or other property of the Students' Union to be held in the name of a nominee (being a company or a limited liability partnership registered or having an established place of business in England and Wales) under the control of the Trustees or a financial expert acting under their instructions and to pay any reasonable fee required;
- 4.1.23 lend money and give credit to, take security for such loans or credit and guarantee or give security for the performance of contracts by any person or company;
- 4.1.24 open and operate banking accounts and other facilities for banking and draw, accept, endorse, negotiate, discount, issue or execute negotiable instruments such as promissory notes or bills of exchange;
- 4.1.25 trade in the course of carrying out any of its objects;
- 4.1.26 establish or acquire subsidiary companies to carry on any taxable trade;
- 4.1.27 subject to Clause 9 (Limitation on private benefits), employ and pay employees and professionals or other advisors;
- 4.1.28 grant pensions and retirement benefits to employees of the Students' Union and to their dependants and subscribe to funds or scheme for providing pensions and retirement benefits for employees of the Students' Union and their dependants;
- 4.1.29 pay out of the funds of the Students' Union the cost of any premium in respect of any indemnity insurance to cover the liability of the Trustees (or any of them) which by virtue of any rule of law would otherwise attach to them in respect of any negligence, default, breach of trust or breach of duty of which they may be guilty in relation to the Students' Union provided that no such insurance shall extend to:
- 4.1.29.1 any claim arising from any liability incurred by the Trustees to pay a fine imposed in criminal proceedings or a sum payable to a regulatory authority by way of a penalty in respect of non-compliance with any requirement of a regulatory nature (however arising).
- 4.1.29.2 any liability incurred by the Trustees in defending any criminal proceedings in which the Trustees are convicted of an offence arising out of any fraud or dishonesty or wilful or reckless misconduct; or
- 4.1.29.3 any liability incurred by the Trustees to the Students' Union that arises out of any conduct which the Trustees knew (or must reasonably be assumed to have known) was not in the interests of the Students' Union or in the case of which they did not care whether it was in the best interests of the Students' Union or not; and
- 4.1.30 do all such other lawful things as shall further the Students' Union's objects.
- 5. GOVERNMENT OF THE STUDENTS' UNION**
- 5.1 Referenda**
- 5.1.1 Referenda may determine the policy of the Students' Union, changes to the Students' Union's Constitution and Bye-Laws, the removal of Officers or other elected officials and the removal of specific duties from an Officer or other elected official and may resolve disputes between the Officers and Students' Union Council, subject to the Bye-Laws. Bye-Laws shall specify the circumstances in which Referenda shall be organised. They shall be

conducted by a secret ballot of all Full Members in accordance with the Bye-Laws.

- 5.1.2 Referenda shall have a quorum of 1,000 Full Members.

## 5.2 Students' Union Council

- 5.2.1 There shall be a Council of no fewer than 40 and no more than 80 representatives made up of the Students' Union Officers, representatives of the general student body and of specific groups of students, and representatives of SU activity areas, as specified in the Bye Laws.

- 5.2.2 Students' Union Council will have the authority to create, amend or delete Bye Laws in accordance with Clause 13.

- 5.2.3 Students' Union Council shall have authority over Representative and Working Committees, as specified in the Bye-Laws. Representative and Working Committees shall be bound by any decision made that requires a two-thirds majority at Students' Union Council.

- 5.2.4 Students' Union Council shall have authority over clubs, societies, and other bodies established under the provisions of the Constitution and Bye-Laws, although such responsibility may be delegated to appropriate Working and Representative Committees.

- 5.2.5 Students' Union Council may establish sub-committees and Select Committees, in accordance with the Bye-Laws.

## 5.3 Working and Representative Committees

- 5.3.1 Representative Committees shall represent, and organise services and activities for categories of Full Members as specified in the Bye-Laws.

- 5.3.2 Working Committees shall organise and develop services and activities for the benefit of Full Members as specified in the Bye-Laws.

## 5.4 Officers of the Students' Union

- 5.4.1 The posts and duties of the Officers shall be specified in the Bye-Laws.

- 5.4.2 The posts shall be full-time for the period of office, and the postholders shall receive a salary determined by Students' Union Council, which shall be reviewed each year during the first semester. Unless s/he has completed her/his academic course before taking up office, the postholder must seek leave of

absence from the University for the period of office.

- 5.4.3 All Full Members shall be eligible to vote in the elections for the posts.

- 5.4.4 Candidates for the posts shall be Full Members at the time of the election, and shall be deemed to be Full Members during their periods of office.

- 5.4.5 No Full Member shall be eligible to serve as a Students' Union Officer for more than one term of office or part thereof.

## 5.5 Policy

- 5.5.1 Policy may be established by referenda, in accordance with the procedure outlined in Bye-Law 2, or by Students' Union Council, in accordance with the procedure outlined in Bye-Law 3. If there is a conflict between policy approved by referendum and that approved by Council, the decision of the referendum shall take priority.

- 5.5.2 Policy shall be binding on all Committees, Officers, Officials or employees acting on behalf of the Students' Union.

- 5.5.3 Policy shall remain valid until the first meeting of Students' Union Council convened in the third academic year following its adoption. It shall then lapse, unless re-affirmed in accordance with the procedure specified in the Bye-Laws.

- 5.5.4 A document detailing all valid policy shall be maintained by the President and shall be available to all Full Members.

## 5.6 Trustees of the Students' Union

- 5.6.1 The Trustee Board of the Students' Union shall consist of the eight Students' Union Officers, the Officer Trustees, as specified in Bye-Law 4, and four External Trustees and five Student Trustees, as defined and specified in Bye-Law 5.

- 5.6.2 The responsibilities of the Trustee Board, the method of selecting and the terms of appointment of the External Trustees and Student Trustees shall be specified in Bye-Law 5.

- 5.7 **Elections**
- 5.7.1 Elections shall be conducted in accordance with regulations specified in the Bye-Laws and approved by the University Council.
- 5.7.2 The Students' Union Council shall appoint a Returning Officer, or Officers, who shall be responsible for all matters relating to the conduct of elections. Returning Officers shall not be candidates in any election for which they are responsible. Any decision of Returning Officers shall be subject to appeal to the Elections Appeals Committee. Any decision of the Election Appeals Committee shall be subject to appeal to Students' Union Council. Any decision of Students' Union Council shall be subject to appeal to the University Secretary, whose decision shall be final.

## 6. POWERS OF THE TRUSTEES

- 6.1 The Board of Trustees shall be responsible for the management and administration of the Students' Union and (subject to the Education Act, this Constitution and the Bye-Laws) may exercise all the powers of the Students' Union. A meeting of the Trustees at which a quorum is present may exercise all powers exercisable by the Trustees.
- 6.2 No alteration of this Constitution or the Bye-Laws shall invalidate any prior act of the Trustees which would have been valid if that alteration had not been made.
- 6.3 The Board's powers under Clause 6.1 (above) shall include but not be limited to responsibility for:
- 6.3.1 the governance of the Students' Union;
- 6.3.2 the budget of the Students' Union; and
- 6.3.3 the strategy of the Students' Union
- 6.4 The Board of Trustees may override any decision or policy made by the Members in Referendum or by the Students' Union Council which the Trustees consider (in their absolute direction):
- 6.4.1 has or may have financial implications for the Students' Union;
- 6.4.2 is or may be in breach of, contrary to or otherwise inconsistent with charity or education law or any other legal requirements (including ultra vires);

- 6.4.3 is not or may not be in the best interests of the Students' Union or all or any of its charitable objects; or
- 6.4.4 will or may otherwise affect the discharge of any or all of the responsibilities referred to in Clause 6.3 (above).
- 6.5 The continuing Trustees or a sole continuing Trustee may act notwithstanding any vacancies in their number.
- 6.6 All acts done by a meeting of Trustees, or of a committee of the Trustees, shall be valid, even if it is later discovered that any Trustee who participated in the vote:
- 6.6.1 was not properly appointed;
- 6.6.2 was disqualified from holding office;
- 6.6.3 had vacated office; or
- 6.6.4 was not entitled to vote.

### Delegation of Trustees' powers

- 6.7 The Trustees may, by power of attorney or otherwise, appoint any person to be the agent of the Students' Union for such purposes and on such conditions as they determine.
- 6.8 The Trustees may delegate any of their powers or functions to any committee or the implementation of any of their resolutions and day-to-day management of the affairs of the Students' Union to any person or committee in accordance with the conditions set out in this Constitution.

### Delegation to committees

- 6.9 In the case of delegation to committees:
- 6.9.1 the resolution making that delegation shall specify those who shall serve or be asked to serve on such committee (though the resolution may allow the committee to make co-options up to a specified number);
- 6.9.2 any such committee shall include at least one Trustee, but subject to this, the composition of any such committee shall be entirely in the discretion of the Trustees, and may comprise such of their number as the resolution may specify;
- 6.9.3 the deliberations of any such committee shall be reported regularly to the Trustees and any

resolution passed or decision taken by any such committee shall be reported forthwith to the Trustees and for that purpose every committee shall appoint a secretary;

6.9.4 all delegations under this Clause shall be revocable at any time; and

6.9.5 the Trustees may make such regulations and impose such terms and conditions and give such mandates to any such committees or committees as they may from time to time think fit.

## **7. FINANCES AND AUTONOMY**

7.1 Subject to the provisions of this Constitution, the Students' Union shall be entitled to act independently of the University; and the University, its officers and employees, shall have no authority to intervene in the conduct of the affairs of the Students' Union or management of its services and activities.

7.2 Subject to the provisions of this Clause, the Students' Union shall be entitled to determine the use of its own funds.

7.3 Subject to the provisions of this Clause and the terms of any lease, licence or other agreement between the Students' Union and the University, the Students' Union shall have full authority to manage and control the use of all premises of the Students' Union.

7.4 An annual budget for all activities of the Students' Union and its companies shall be prepared by the Students' Union Officers, and submitted to the Students' Union Council for consideration. Students' Union Council may then make amendments and shall submit a budget to the Trustee Board for approval. The budget shall then be submitted not later than one month before the commencement of the relevant financial year to the University Council for ratification, in accordance with the Education Act 1994. Any amendment to the budget subsequently made in accordance with the Bye-Laws shall be submitted as soon as practicable to the Trustee Board for approval and to University Council for ratification.

7.5 Annual audited accounts of the Students' Union and its companies, including details of all affiliations to external bodies, shall be presented to the Trustee Board for approval, and subsequently shall be presented to the Students' Union Council and University Council.

7.6 The Students' Union shall take any action required by the University to comply with the Education Act 1994 or any subsequent amendment of that Act.

## **8. INDEMNITY INSURANCE**

8.1 To further its objects, but not to further any other purpose, the Students' Union may pay out of the funds of the Students' Union the cost of any premium in respect of any indemnity insurance to cover the liability of the Trustees (or any of them) which by virtue of any rule of law would otherwise attach to them in respect of any negligence, default, breach of trust or breach of duty of which they may be guilty in relation to the Students' Union provided that no such insurance shall extend to:

8.1.1 any claim arising from any liability incurred by the Trustees to pay a fine imposed in criminal proceedings or a sum payable to a regulatory authority by way of a penalty in respect of non-compliance with any requirement of a regulatory nature (however arising);

8.1.2 any liability incurred by the Trustees in defending any criminal proceedings in which the Trustees are convicted of an offence arising out of any fraud or dishonesty, or wilful or reckless misconduct; or

8.1.3 any liability incurred by the Trustees to the Students' Union that arises out of any conduct which the Trustees knew (or must reasonably be assumed to have known) was not in the interests of the Students' Union or in the case of which they did not care whether it was in the best interests of the Students' Union or not.

8.2 The Trustees shall have power to resolve pursuant to Clause 8.1 to effect trustees' indemnity insurance, despite their interest in such policy.

## **9. LIMITATION ON PRIVATE BENEFITS:**

9.1 The income and property of the Students' Union shall be applied solely towards the promotion of its objects.

9.2 Except as provided below no part of the income and property of the Students' Union may be paid or transferred directly or indirectly by way of dividend, bonus or otherwise by way of profit to any Member of the Students'

- Union. This shall not prevent any payment in good faith by the Students' Union of:
- 9.2.1 any payments made to any Member in their capacity as a beneficiary of the Students' Union;
  - 9.2.2 reasonable and proper remuneration to any Member for any goods or services supplied to the Students' Union provided that if such Member is a Trustee Clause 9.3 shall apply;
  - 9.2.3 interest on money lent by any Member to the Students' Union at a reasonable and proper rate; and
  - 9.2.4 any reasonable and proper rent for premises let by any Member to the Students' Union.
- 9.3 Except as provided below no Trustee may sell goods, services or any interest in land to the Students' Union; be employed by, or receive any remuneration from, the Students' Union; or receive any other financial benefit from the Students' Union. This shall not prevent any payment in good faith by the Students' Union of:
- 9.3.1 any payments made to any Trustee or Connected Person in their capacity as a beneficiary of the Students' Union;
  - 9.3.2 reasonable and proper out of pocket expenses of the Trustees;
  - 9.3.3 reasonable and proper remuneration to any Officer Trustee or Connected Person for any goods or services supplied to the Students' Union on the instructions of the Trustees provided that:
    - (a) for the avoidance of doubt, the authorisation under this provision shall extend to the remuneration of the eight Officer Trustees and Connected Persons under contracts of employment with the Students' Union;
    - (b) subject to Clause 9.3.3(a), the authorisation under this provision shall not extend to the service of acting as Trustee;
    - (c) if the person being remunerated is a Trustee the procedure described in Clause 10.1 (Conflicts of Interest) must be followed in considering the appointment of the Trustee and in relation to any other decisions regarding the remuneration authorised by this provision;
    - (d) if the person being remunerated is a Connected Person the procedure described in Clause 10.2 (Conflicts of Interest) must be followed by the relevant Trustee in relation to any decisions regarding such Connected Person; and
    - (e) at all times the provisions of the Education Act are complied with;
  - 9.3.4 interest on money lent by any Trustee or Connected Person to the Students' Union at a reasonable and proper rate;
  - 9.3.5 any reasonable and proper rent for premises let by any Trustee or Connected Person to the Students' Union;
  - 9.3.6 reasonable and proper premiums in respect of indemnity insurance effected in accordance with Clause 8;
  - 9.3.7 any payments made to any Trustee or officer under the indemnity provisions set out at Clause 11; and
  - 9.3.8 any payments authorised in writing by the Charity Commission.
- 9.4 In Clauses 9.2 and 9.3, references to the Students' Union shall be read as references to the Students' Union and/or any Subsidiary Company.
- 9.5 For any transaction authorised by Clause 9.3 or Clause 9.4, the Trustee's duty (arising under the Companies Act 2006) to avoid a conflict of interest with the Students' Union shall be disapplied provided the relevant provisions of Clause 9.3 or Clause 9.4 have been complied with.
- 10. CONFLICTS OF INTEREST**
- 10.1 Whenever a matter is to be discussed at a Trustee Board meeting and a Trustee has a Personal Interest in respect of that matter then they must:
    - 10.1.1 declare their interest to the Trustees;
    - 10.1.2 remain only for such part of the meeting as in the view of the other Trustees is necessary to inform the debate;
    - 10.1.3 not be counted in the calculation of the quorum for that part of the meeting; and
    - 10.1.4 withdraw during the vote and have no vote on the matter.
  - 10.2 If any question arises as to whether a Trustee has a Personal Interest, the question shall be

decided by a majority decision of the other Trustees.

- 10.3 In particular, Clause 10.1 shall apply to any matter that may directly or indirectly relate to the position of an Officer Trustee who is or is to be remunerated as an employee by the Students' Union.

## **11. LIABILITY AND INDEMNITY**

- 11.1 No Officer, Official or employee of the Students' Union shall be liable for any loss, damage or misfortune which may be incurred by the Students' Union as a result of the proper execution of their duties, except where otherwise stated in the Bye-Laws.

- 11.2 This indemnity does not cover liability for the consequences of any act which is malicious, or contrary to the Constitution, Bye-Laws or policy of the Students' Union.

- 11.3 Without prejudice to any indemnity to which a Trustee may otherwise be entitled, every Trustee shall and every other officer or auditor of the Students' Union may be indemnified out of the assets of the Students' Union against any liability incurred by them in defending any proceedings, whether civil or criminal, in which judgment is given in their favour or in which they are acquitted or in connection with any application in which relief is granted to them by the court from liability for negligence, default, breach of duty or breach of trust in relation to the affairs of the Students' Union, and against all costs, charges, losses, expenses or liabilities incurred by them in the execution and discharge of their duties or in relation thereto.

## **12. DISCIPLINE**

- 12.1 The Students' Union shall be responsible for maintaining discipline in the Students' Union premises and in relation to the services and activities organised by the Students' Union.

- 12.2 Disciplinary regulations shall be specified in the Bye-Laws and approved by the University Senate.

## **13. CONSTITUTION AND BYE-LAWS**

### **13.1 Amendments**

- 13.1.1 Amendments to the Constitution may only be made by referenda in accordance with the procedure outlined below.

- 13.1.1.1 Proposals for the amendment of the Constitution may be submitted in accordance with the Bye-Law for Referenda.

- 13.1.1.2 A proposal for amendment shall require a two-thirds majority in a Referendum to be approved.

- 13.1.2 The University may at any time review this Constitution in accordance with the Education Act 1994 and make amendments by Regulation.

- 13.1.3 Amendments to Bye-Laws may be made by Students' Union Council, in accordance with procedures outlined in Bye-Laws, or by referenda as specified above.

- 13.1.3.1 A proposal for amendment to the Bye-laws shall require a two-thirds majority in two quorate Students' Union Council meetings to be approved.

- 13.1.3.3 Any decision taken by referenda shall have precedence over a decision of Students' Union Council in relation to the Bye-Laws.

- 13.1.4 All amendments shall take immediate effect unless otherwise specified in the proposal approved or in the case of those amendments requiring the approval of external bodies, as specified below.

- 13.1.5 Amendments to the Constitution, and to Bye Laws concerning elections, shall be effective only when approved by the University.

- 13.1.6 Amendments to the Students' Union's Aims and Objectives shall only be effective when approved by the Charity Commission.

- 13.1.7 Amendments to the Constitution and Bye-Laws necessary to better enable the Students' Union to further its charitable objectives, which are of a minor nature, and do not change the meaning intended, may be made on recommendation to the Trustee Board and shall be notified to Students' Union Council. Changes requiring approval by bodies external to the Students' Union will still require their approval before they are effective.

## 13.2 Interpretation

13.2.1 Students' Union Council shall be responsible for the interpretation of the Constitution and Bye-Laws, subject to the Charter and statutes of the University.

13.2.2 In any matter of interpretation in which there may appear to be a conflict between clauses of the Constitution and clauses of the Bye-Laws, the clauses of the Constitution shall take precedence.

13.2.3 The President of the Students' Union shall have the authority to rule on any matter of interpretation of the Constitution and Bye-Laws, pending a meeting of Students' Union Council.

13.2.4 Voting shall be by simple majority unless otherwise stated.

## 13.3 Definitions

13.3.1 'Connected Person' shall mean any person falling within one of the following categories and where payment to that person might result in the relevant Trustee obtaining benefit: (a) any spouse, civil partner, parent, child, brother, sister, grandparent or grandchild of a Trustee; or (b) the spouse or civil partner of any person in (a); or (c) any other person in a relationship with a Trustee which may reasonably be regarded as equivalent to such a relationship; or (d) any company or LLP or firm of which a Trustee is a paid director, member, partner or employee, or shareholder holding more than 1% of the capital.

13.3.2 'Day' shall mean a period of 24 hours, including Saturday, Sunday, but excluding Bank Holidays and any day outside the academic sessions of the University.

13.3.3 'Employee' shall mean any person employed by the Students' Union, except the Officers.

13.3.4 'Full Member' shall mean Full Member of the Students' Union.

13.3.5 'Officer' shall mean Officer of the Students' Union.

13.3.6 'Personal Interest' shall mean a financial interest or an interest that does not arise in the ordinary course of being a Member or a Trustee

13.3.7 'Official' shall mean any person, other than a Students' Union Officer, who is a member of any Committee of the Students' Union or who represents the Students' Union to the University or any other body.

13.3.8 'Paid elected union office', for the purpose of the 1994 Education Act, shall mean only the positions of Students' Union Officers.

13.3.9 A paper 'petition' shall require the names, registration numbers and signatures of the appropriate number of Full Members. An electronic 'petition' shall be submitted on the Students' Union's website (or on another website specifically designated by the Students' Union) and shall require the names and registration numbers of the appropriate number of Full Members, which shall be submitted from the University computer accounts of the relevant students.

13.3.10 'Quorum' shall mean the least number of Full Members whose presence at a meeting, or participation in a Referendum, is necessary to make valid decisions. In a Referendum the quorum shall be determined by a count of votes cast for, against and in abstention, but shall not include spoilt papers.

13.3.11 'Simple majority' shall mean the greater number of votes cast, excluding abstentions.

13.3.12 'Two-thirds majority' shall mean at least two-thirds of the votes cast, excluding abstentions.

13.3.13 'Students' Union' shall mean the University of Sheffield Students' Union.

13.3.14 'University' shall mean the University of Sheffield.

13.3.15 'Publish' shall mean to place a notice on the Students' Union website, on a designated noticeboard in the Students' Union Building and in such other places as deemed appropriate.

13.3.16 For the purposes of Bye-Law 3 (Students' Union Council) and Bye-Law 6 (Representative Committees) students shall be able to self-define as black; lesbian, gay, bisexual and trans; mature; students with disabilities; and women so that for example "Women Students" shall mean self-defining women students.