



# Byelaws

*18 October 2021*



## **University of Exeter Students' Guild**

### **Byelaws**

#### **18 October 2021**

The Memorandum and Articles of the University of Exeter Students' Guild enable the Board of Trustees and the Guild Council to issue byelaws for the Students' Guild. All the of the Students' Guild's governing documents can be found on the [website](#).

These byelaws have been passed by Guild Council on 9 September 2021 and by the Board of Trustees on 18 October 2021. They came into force and replaced all existing byelaws on 18 October 2021.

Questions about these Byelaws should, in the first instance, be directed to the Student Voice Team at [voice@exeterguild.com](mailto:voice@exeterguild.com).



## **Part 1: Governance & Membership**

### **Byelaws**

1. The Byelaws of the University of Exeter Students' Guild ('the Guild') are issued in accordance with (and must be understood in conjunction with) the *Memorandum and Articles of Association* ('the Articles').
2. In these Byelaws, publishing means to make available to Student Members on the Guild's website.
3. The Byelaws will be published on the Guild website.

### **Reviewing and Amending the Articles**

4. In accordance with *Article 9.2.2.*, the Guild will publish any proposed amendment to the *Articles* and will receive amendments from Student Members in writing during that period.
5. Any proposed 'regulated alteration' to the *Articles* must have received prior approval of the Charity Commission before circulating any amending proposals to the Student Members.
6. A 'regulated alteration' is determined by charity law.
7. A proposal by the Trustee Board to amend the *Articles* will be published.
8. The proposal will give reasons for the amendment(s), state the *Article(s)* affected by the proposal and include the wording of the new or amended *Article(s)*.
9. Any Student Member who wishes to amend the proposal should submit their amendment(s), in writing, within the stated deadline, which should not be less than 14 clear days but should not exceed 28 clear days, unless the Trustee Board, in their absolute discretion, agree an extended period of consultation with the Student Members.
10. A meeting of the Trustee Board will be convened to consider the amendments submitted and accept, reject or modify the proposal.
11. The Trustee Board will propose a final and formal proposal for approval by the Student Members.
12. With the exception of a proposed amendment to any regulated alteration, the Trustee Board may use its discretion to decide if the proposal to amend the *Article(s)* should receive:
  - a. a majority vote in favour passed by Guild Council only; or
  - b. a majority vote in favour of the resolution in a referendum only.
13. All proposals to amend a 'regulated alteration' must be approved in a referendum.
14. Any Student Member may petition for the proposal to be considered at a referendum, in accordance with *Article 17.1.2.*, before or after a vote on the proposal by Guild Council.
15. Following approval of the proposal by the Student Members, the Trustee Board will seek formal approval of the amended *Article(s)* from the University of Exeter.
16. As a charitable company, a meeting of the Trustees will be convened, with 14 clear days' notice, and a special resolution to amend the *Article(s)* will be circulated.
17. A majority of at least 75% of the Trustees present at the meeting must vote in favour of the special resolution.
18. Alternatively, a special resolution in writing, to amend the *Article(s)*, may be passed when at least 75% of the Trustees signify their agreement in writing.
19. Copies of the amended *Article(s)* and special resolution will be sent to Companies House and the Charity Commission within 15 days of the decision.

### **Trustees' Powers and Responsibilities**

20. In accordance with *Articles 24.1. and 24.3.*, Student Trustees will commence their term of office at the time determined by the Appointments Committee but after their ratification by Guild Council.
21. In accordance with *Articles 25.1. and 25.2.*, Lay Trustees will commence their term of office at the time determined by the Appointments Committee but after their appointment by Guild Council.

22. For the purposes of *Article 28.2*, the membership and procedures of the Appeals Panel will be agreed by the Trustee Board.
23. The decision of an Appeals Panel to uphold or not uphold a Student Members' decision of no confidence in, and removal of, a trustee from office, shall be final and conclude the Guild's internal processes.
24. In accordance with *Article 29.3*, Student Trustee vacancies will be filled by the Appointments Committee.
25. In accordance with *Article 57.1.5*, the Appointments Committee is appointed by Trustee Board.
26. The amount at which a Trustee's agreement is required for spending as set out in *Article 32.2* will be published.

### **Associate Members**

27. In accordance with *Article 15*, there are the following categories of Associate Membership:
  - a. Ordinary Associate Membership (purchased for an academic year).
  - b. Lifetime Associate Membership (purchased by a former Student Member for their lifetime).
  - c. Honorary Lifetime Membership (awarded for services to students by Guild Council or Trustee Board).
28. Associate Members are eligible for limited access to the Guild's activities and services, as determined by the Board of Trustees, but may not participate in any of the Guild's democratic, governance, or representative functions.
29. The Code of Conduct for members shall apply to Associate Members.
30. Associate Membership is not transferrable.
31. Fees for Ordinary and Lifetime Associate Membership shall be agreed by the Trustee Board.
32. Associate Membership can also be terminated by the Associate Member by resigning in writing to the Guild.

### **Termination of Membership**

33. Student and Associate Membership can be terminated as an outcome under the Guild disciplinary procedures.

### **Complaints**

34. In accordance with the *Education Act 1994 22(2)(m-n)*, the Guild will publish a complaints procedure for Student Members and groups of Student Members.

## **Part 2: Student Policy**

### **Creating Student Policy**

35. In accordance with *Article 17.4*, Student Policy can be created by:
  - a. Guild Council; or
  - b. A motion passed by referendum.
36. Policy created by Guild Council may be amended or overturned by a referendum.
37. Policy created by a referendum cannot be amended or overturned by Guild Council.
38. All student policy lapses two years following its adoption, unless a specific time limit is added to the policy with different dates when it is adopted.
39. Student Policy is an instruction from the membership which creates an obligation for the Guild to reach specific outcomes or for particular purposes, including but not limited to;
  - a. Introduce a specific understanding or stance on an issue,
  - b. Agree a particular position or approach to a problem,
  - c. Provide a mandate for Officer priorities,
  - d. Address specific student-based approaches to common problems.

### **Referenda**

40. A referendum may be called and conducted in accordance with *Article 17*.
41. Once a referendum has been called, the question must be put to Student Members. The question and responses must:
  - a. Be written in consultation with the organisers of the petition;
  - b. Be written in such a way as to have a clear yes/no response;
  - c. Be balanced and not tending towards one response; and
  - d. Make clear what the proposed student policy is.
42. Referenda will be held on a digital platform, such as the Guild website.

### **Transparency**

43. All active governing documents, student policy, and regulations created under these Byelaws will be published.
44. Decisions made under the *Articles*, Byelaws, and regulations which affect the membership will be published.

## **Part 3: Elections, Referenda and Voting**

### **Election Officials**

45. The Guild will appoint a non-Guild staff member as the Returning Officer and a Guild staff member as the Deputy Returning Officer.
46. The Returning Officer will oversee elections and referenda to ensure compliance with the *Education Act 1994*, the *Articles*, Byelaws, and regulations. The Returning Officer's decision on the interpretation and application of these rules is final.
47. The Deputy Returning Officer will:
  - a. Oversee all elections relating to this byelaw, and referenda.
  - b. Ensure the election or referendum is free and fair.
  - c. Publish fair notice of elections (and candidates) or Referendum.
  - d. Publish election/referendum regulations.
  - e. Rule on, and issue sanctions, on complaints following an investigation.
  - f. Oversee the count and publishing of the results of the election or referendum.

### **Voting**

48. Voting in elections and referenda must be by secure and secret ballot.
49. Single Transferable Vote or Alternative Transferable Vote will be used in elections.
50. Referenda have Approve/Yes, Disapprove/No and Abstain options.
51. Abstaining in any online vote counts towards quoracy.

## **Part 4: Elected Officers and Representatives**

### **Full-Time Officers**

52. In accordance with *Article 23.1*, the Officer Trustees will be the Full-Time Officers as:
  - a. Guild President.
  - b. Vice President Education.
  - c. Vice President Opportunities.
  - d. Vice President Liberation and Equality.
53. The Full-Time Officers are full-time, paid roles.
54. In accordance with *Article 23.2*, the term of office will be set out in the employment contract each year and candidates will be informed of these dates as a part of their election.
55. In accordance with *Article 42.1*, the Guild President is the Chair of Trustee Board.

### **Other Roles**

56. The Guild may publish provisions for other representative roles (to include their purpose, role eligibility, and methods of recruitment and accountability).

#### **Replacement of Elected Officers and Representatives**

57. Representatives, other than Full-Time Officers, can vacate their role by resigning in writing to the Guild.
58. In accordance with *Article 29.1*, where elected roles become vacant (or failed to be filled) prior to the start of the academic year, there will be an election to fill the vacancy.

### **Part 5: Guild Council and Student Members' Meetings**

#### **Purpose of Guild Council**

59. in accordance with *Article 48.1*, The functions of Guild Council are:
- Scrutinise the activity of the Guild and the performance of the Guild's officers on behalf of the Students.
  - Make, repeal and amend the Bylaws jointly with the Trustees in accordance with *Article 49*.
  - To be the representative forum for Student Members.
  - To enable the proposal, discussion, and decisions on the creation of student policy.
  - Perform any other duties as set out in the *Articles* and Bylaws.

#### **Delegation by Guild Council**

60. Guild Council may delegate any of its responsibilities or functions to any person or group as necessary by passing a motion to that effect.
- Any delegation of authority must be limited in scope and also have a lapse date written in the motion,
  - No decision of Guild Council to delegate shall be passed unless a quorum participates in the decision,
  - Guild Council will accept reports on the use of delegated authority and will be able to rescind any active delegation notice.

#### **Membership of Guild Council**

61. In accordance with *Article 48.2*, the members of Guild Council are:
- The Full-time Officers, and
  - College Officers.
62. Each member of Guild Council has one vote.

#### **Chair of Guild Council**

63. Guild Council shall be chaired by an independent Chair of Guild Council who will be appointed at the start of each academic year.
64. The position of Chair of Guild Council will be held by a Student Member.
65. They will be appointed via an open application process.
66. If the Chair is absent, the Guild President will be chair of the meeting.

#### **Meetings of Guild Council**

67. There will be at least 1 meeting of Guild Council each term during the academic year, with at least 6 meetings per year.
- Notice of a meeting will be published at least two weeks in advance.
  - Any Student Member may attend Guild Council.
  - Any Student Member may submit an agenda item on the Guild website, which will be included in the next meeting scheduled provided that the agenda has not already been circulated.

- d. The agenda for Guild Council will be circulated one week in advance of each meeting.
- 68. Guild Council may take place in-person and/or online.
- 69. Any Student Member may attend and, with the Chair's permission, speak at Guild Council.

#### **Votes of Guild Council**

- 70. Byelaw amendments, policy proposals and procedural motions require a simple majority vote to be enacted.
- 71. The method of voting shall be determined by the chair and will be used to best enable membership discussions and engagement.
- 72. For a vote to pass it must be quorate;
  - a. Quoracy for voting shall be 50% +1 of the membership of Guild Council.

#### **Motions of Guild Council**

- 73. Any member of Guild Council can make a procedural motion.
- 74. Members of Guild Council must vote in favour, vote against, or abstain from a vote on a motion.

#### **Student Members' Meetings**

- 75. In accordance with *Article 18.1. to 18.2.*, the Trustee Board will call the annual Student Members' Meeting and conduct the business as set out in the *Articles*.
- 76. In accordance with *Article 18.3.*, Trustee Board or a secure petition of 0.5% of the membership may call an additional Student Members' Meeting.
- 77. At least two weeks' notice must be given of any Student Members' Meeting.
- 78. Student Members' Meetings are to be chaired by the Chair of Guild Council.
- 79. The chair must take reasonable steps to ensure:
  - a. The proceedings of the meeting comply with the Guild's *Articles* and Byelaws.
  - b. The proceedings of meeting are orderly and fair.
  - c. Each Student Member present has an opportunity to participate.
- 80. Student Members' Meetings may take place in-person and/or online.
- 81. Any Student Member may attend and, with the chair's permission, speak at the meeting.
- 82. Members' Meetings may only proceed with business when 25 members or more are in attendance.
- 83. Any items requiring approval shall require a simple majority vote to be enacted.

#### **Records**

- 84. An accurate record should be made and published For each meeting of Guild Council or Student Members' Meetings.

### **Part 6: Student Activities**

- 85. The Guild will facilitate student groups, including Student Media, Volunteering and Raise and Give, and will ensure that all activities operate under the principle of student direction and leadership, subject to any necessary legal compliance requirements.
- 86. The way that student-led activities of the Guild will be facilitated will be published in a Student Activities procedure.