

## **Bye Law 7: Trustee Sub Committees**

### **Purpose, Structure, and Governance of Trustee Board Sub Committees**

This Bye Law sets out the framework for the various sub committees of the Trustee Board, specifying their composition, administration, and obligations for reporting. The following sections outline the established committees, their operational requirements, and delegated responsibilities.

#### **1. List of Sub Committees and Their Administration**

##### **1.1 Established Sub Committees**

- 1.1.1 Executive Committee (terms of reference and membership detailed elsewhere in these Bye-Laws)
- 1.1.2 Appointments and Governance Committee
- 1.1.3 Finance and Risk Committee
- 1.1.4 HR and Employee Engagement Committee
- 1.1.5 Remuneration Committee

##### **1.2 Quorum Requirements**

- 1.2.1 Except for the Executive Committee, each sub committee must have at least half of its appointed members present to be quorate, including two Trustees. One of these Trustees may be the chair, where appropriate.

##### **1.3 Reporting to the Trustee Board**

- 1.3.1 All committees are required to report to the Trustee Board after each meeting, ensuring transparency and accountability in their operations.

##### **1.4 Appointment of Committee Chairs**

- 1.4.1 Each committee shall propose a chair from among its voting members. The Trustee Board holds the authority to appoint or remove committee chairs as necessary.

##### **1.5 Appointment of Committee Secretaries**

- 1.5.1 Every committee will appoint a secretary, who may be either a member of the committee or a member of Union staff, to support administrative duties.

##### **1.6 Recruitment of Non-Trustee Members**

- 1.6.1 Non-trustee members are recruited via an external process to enhance the skills available within the committee. The Board of Trustees determines the number of external members for each committee.

## 1.7 Resources for Committees

- 1.7.1 Committees are entitled to reasonable financial and staff resources to achieve their objectives, subject to the Union's overall resource limitations and annual budget.

## 1.8 Committee Regulations and Activity Schedules

- 1.8.1 Committees must establish and regularly review a set of regulations, including an annual schedule of activities. This ensures effective preparation for presentations, workshops, and reports, and supports the efficient functioning of the committee.

## 1.9 Delegation of Responsibilities

- 1.9.1 Committees may delegate specific responsibilities to their chair or another member. All acts of delegation must comply with the Union's Articles of Association, these Bye-Laws, directions from the Trustee Board, and any current Scheme of Delegated Authority.

## 2. Appointments & Governance Committee

### 2.1 Delegated Responsibilities

- 2.1.1 Appoint, induct, support, and develop Student Trustees, External Trustees, and the Chief Executive
- 2.1.2 Oversee the induction, support, and development of Officer Trustees
- 2.1.3 Promote good governance across the Union
- 2.1.4 Review the Union's governance arrangements and identify opportunities for improvement
- 2.1.5 Exercise any authority delegated by Trustee Board resolution

### 2.2 Committee Assurance

- 2.2.1 Ensure that all Board positions are filled in a timely and effective manner
- 2.2.2 Maintain a balanced Board with a range of skills, knowledge, experience, backgrounds, and characteristics
- 2.2.3 Provide comprehensive induction for new trustees to support them in fulfilling their duties
- 2.2.4 Scrutinise and review activities within its remit and make recommendations to the Board as needed

### 2.3 Membership

- 2.3.1 Four Trustees (at least one external Trustee), appointed by the Board

2.3.2 Up to two Expert Members, co-opted by the committee (not Union Members)

2.3.3 Up to two Student Members, co-opted by the committee

## 2.4 Attendance

2.4.1 The Chief Executive or their nominee attends meetings but does not have voting rights and does not count towards the quorum.

## 2.5 Chair Appointment

2.5.1 The committee shall agree on a voting member to serve as Chair, with the appointment confirmed by the Trustee Board.

## 2.6 Meeting Frequency

2.6.1 The Appointments & Governance Committee shall convene at least once in each Academic Year.

## 3. Finance and Risk Committee

### 3.1 Delegated Responsibilities

3.1.1 Ensure Union compliance with relevant legislation and regulations

3.1.2 Act according to the Union's mission, vision, and values

3.1.3 Ensure the Union remains solvent and financially secure; analyse and manage the Union's overall risk profile

3.1.4 Exercise any authority delegated by Trustee Board resolution

### 3.2 Committee Duties

3.2.1 Promote accountability and transparency throughout Union operations and among staff/officers

3.2.2 Initiate investigations as necessary and call relevant individuals or documents to fulfil objectives

3.2.3 Scrutinise and review activities within its remit and make recommendations to the Board as required

### 3.3 Membership

3.3.1 Chair of the Trustee Board and three other Trustees (at least one external Trustee), appointed by the Board

3.3.2 Up to two Expert Members, co-opted by the committee (not Union Members)

3.3.3 Up to two Student Members, co-opted by the committee

### 3.4 Attendance

- 3.4.1 The Chief Executive or their nominee and a member of finance staff appointed by the Chief Executive attend meetings, but neither have voting rights nor count towards the quorum.

### 3.5 External Experts

- 3.5.1 A finance or risk expert from Anglia Ruskin University may be invited to attend meetings at the discretion of the voting members.

### 3.6 Meeting Frequency

- 3.6.1 The Finance and Risk Committee shall meet at least twice in each Academic Year.

## 4. HR and Employee Engagement Committee

### 4.1 Delegated Responsibilities

- 4.1.1 Ensure the Union maintains a highly motivated and engaged workforce and excels in volunteer management
- 4.1.2 Approve and oversee the implementation of the Union's People Strategy for both paid staff and volunteers
- 4.1.3 Ensure the reward package is effective in attracting and retaining talented staff while making efficient use of resources
- 4.1.4 Set remuneration for Full-Time officers for the following year
- 4.1.5 Exercise any authority delegated by Trustee Board resolution

### 4.2 Committee Duties

- 4.2.1 Monitor progress against targets set in the chosen strategy
- 4.2.2 Promote accountability and transparency throughout Union operations and among staff/officers
- 4.2.3 Review results of employee and volunteer engagement surveys and determine subsequent actions
- 4.2.4 Oversee Union pension provision, ensuring compliance with legislation and best practice
- 4.2.5 Scrutinise and review activities within its remit and make recommendations to the Board as appropriate

### 4.3 Membership

- 4.3.1 Chair of the Trustee Board and three other Trustees (at least one external Trustee), appointed by the Board

4.3.2 Up to two Expert Members, co-opted by the committee (not Union Members)

4.3.3 Up to two Student Members

#### 4.4 Attendance

4.4.1 The Chief Executive or their nominee and a member of HR staff appointed by the Chief Executive attend meetings, but neither have voting rights nor count towards the quorum.

#### 4.5 External Experts

4.5.1 An HR or employee engagement expert from Anglia Ruskin University or other relevant organisation may be invited to attend meetings at the discretion of the voting members.

#### 4.6 Meeting Frequency

4.6.1 The HR and Employee Engagement Committee shall meet at least twice in each Academic Year.

### 5. Remuneration Committee

#### 5.1 Purpose

5.1.1 The Remuneration Committee exists to ensure fairness, integrity, and transparency in employee remuneration.

#### 5.2 Membership

5.2.1 Chief Executive Officer (CEO)

5.2.2 SU President

5.2.3 HR & People Operations Manager

5.2.4 Chair of the HR and Employee Engagement Committee

5.2.5 A Student Trustee

5.2.6 One Lay Trustee

5.2.7 The CEO and HR & People Operations Manager are non-voting members of the Committee.

#### 5.3 Quorum

5.3.1 Quorum for Committee business is achieved when half the members plus one are present.

#### 5.4 Meeting Frequency

5.4.1 The Committee shall meet at least annually, with meetings called by the Chair of the HR and Employee Engagement Committee.

## 5.5 Administration

5.5.1 Meetings are administered by the clerk to the board and the senior governance manager.

## 5.6 Terms of Reference Review

5.6.1 The Remuneration Committee will review its Terms of Reference annually.

## 5.7 Reporting

5.7.1 Minutes of the Remuneration Committee meetings will be reported back to the Trustee Board following each meeting.