

## University of Plymouth Students' Union

The Bye-laws of the University of Plymouth Students' Union ("UPSU") are issued in accordance with , and must be understood in conjunction with, the [Articles of Association of University of Plymouth Students' Union \(UPSU\)](#) ("Articles").

The Articles of Association of University of Plymouth Students' Union (UPSU) and associated Bye-laws set out how UPSU will be governed. All UPSU's governing documents, policies and procedures can be found on the UPSU [website](#)

If any dispute arises in relation to the interpretation of the Articles or Bye-laws, will be resolved by the Board of Trustees.

Questions about these Bye-laws should, in the first instance, be directed to [su.governance@su.plymouth.ac.uk](mailto:su.governance@su.plymouth.ac.uk)

These Bye-laws have been approved by the UPSU Board of Trustees on 28<sup>th</sup> October 2024 and by the Union Council on 15<sup>th</sup> October 2024.

# Part 1: Governance and Membership

## Governance

### Amending the Articles

1. The Articles will be reviewed at intervals of not more than five years.
2. Any proposal to amend the Articles, whether by the Board of Trustees, by Referenda or by Student Members Meeting, must be considered in accordance with [Article 7](#).
3. Any full Student Member may submit amendments to a proposal from the Board of Trustees to amend the Articles. The amendment must be received by the Board, no later than ten working days after publication of the proposal.

### Bye-laws

4. The Trustees and the Union Council have the power from time to time to jointly make, repeal or amend Bye-laws as to the management of UPSU and its working practices, provided that such Bye-laws are not inconsistent with the Articles.
5. For student-led proposals to change Bye-laws of the Union, a majority vote of the Union Council will decide if it is reasonable to call for a change. If Union Council is in agreement, the President will report the proposed amendment at the next Governance and Staffing Committee for consideration.
6. The Bye-laws and any associated documents will be published on the UPSU website.

### Trustees

8. Trustees are elected or appointed as set out in the Articles.
9. The Trustees are be made up of the following:
  - No more than four Sabbatical Officer Trustees, elected in accordance with [Article 20](#);
  - No more than four Student Trustees, appointed in accordance with [Article 21](#); and
  - No more than four External Trustees, appointed in accordance with [Article 22](#).
10. Trustees may establish and dissolve committees to cover issues such as finance, governance, risk and staffing and any other matters they determine. Each committee will have specific defined powers agreed by the Trustee Board.

### Sabbatical Officer Trustees

11. The term of office for a Sabbatical Officer is one academic year, nominally from 1<sup>st</sup> July. However, the term of office may be shorter or longer to facilitate effective training and handover.
12. Sabbatical Office may be held up to a maximum of two terms. The terms do not need to be consecutive.

13. The Sabbatical Officer roles are full-time, paid roles, elected by secret ballot of Student Members. The roles will be;
- President
  - VP Education
  - VP Activities
  - VP Wellbeing and Diversity

#### **Student Trustees**

14. Each Student Trustee must be a Student at the time of their appointment and for the duration of their term as a Student Trustee.
15. Student Trustees are appointed for a term of two years, nominally from 1<sup>st</sup> July. However, the term of office may be shorter or longer to facilitate effective training and handover.
16. In order to avoid potential conflicts of interest, Student Trustees may not hold positions on Union Council, nor be paid members of UPSU staff. For avoidance of doubt, Student Trustees may be officials of UPSU clubs or societies, Course Reps or other volunteer positions within UPSU.

#### **External Trustees**

17. External Trustees are appointed for a term of three years, and may serve for a maximum of three terms, which may either be consecutive or non-consecutive, provided that each new term is approved by the Board of Trustees.
18. The process of resignation, disqualification or removal of Trustees will be in accordance with [Articles 23-26](#). If a Trustee is disqualified or removed, they will be entitled to appeal the decision. A panel of no less than three relevant individuals with no prior involvement in the decision will be convened within 10 working days.
19. If a Trustee vacancy arises at any point, the Governance and Staffing Committee will decide when and how to proceed.

## Membership and Members Disciplinary

19. The full members of UPSU will be as follows;

- Student Members
- Company Law Members (the Trustees of UPSU)

### Student Members

20. Each and every student registered with the University of Plymouth, either where their study is based at the University of Plymouth campus, a satellite campus, or with one of the further education Partner Institutions based in the UK, on a placement recognised by the university, who has not opted out by notifying the Union President in writing of their wish not to be a member of the Union, will be a full Student Member of UPSU.

21. Student members are able to stand and vote in SU elections, participate in Union meetings and Union activities. They are able to hold office and act as representatives of students, participate in decision making and can represent the views of the Union.

22. Membership of UPSU will cease when an individual is;

- no longer a registered student
- no longer a Sabbatical Officer
- has their membership revoked due to a disciplinary process.
- notifies UPSU of their intention to opt out of membership.

### Associate Memberships

23. In accordance with [Article 13](#), UPSU may establish types of associate membership. Associate Members are not full members of UPSU and are not entitled to vote on any matter, participate in Union meetings or other Union activities, unless invited by the Trustees. They cannot hold office or participate in decision making or represent the views of the Union.

Types of Associate memberships;

Staff Members

Graduate Members

Honorary Life Members

Reciprocal Members

24. UPSU reserves the right to revoke or change the terms of any Associate Members

25. All Memberships are non-transferable

### Members Disciplinary

26. All members of the Union are expected to abide by the Union's Articles, Bye-laws, Policies and Procedures at all times, including any Student Group Constitution or Code of Conduct.

27. The Union's Members Disciplinary Bye-law applies to premises managed by the Union, any Union activities, including the activities of any Student Group, or any misconduct which takes place outside Union premises but is connected with the Union and may affect the reputation of the Union.

## **Complaints**

28. A complaint is defined as a formal expression of dissatisfaction with any aspect of an individual or group associated with UPSU, and a formal Complaint Template form must be completed. A complaint may be submitted by any individual, not just members of UPSU.
29. The full complaints process and Members Disciplinary Procedure, outlining timeframes and the right to appeal are published on the UPSU website.

## **Part 2: Student Democracy**

### **Student Members Meetings**

#### **Union Council**

30. The membership of Union Council will consist of Student Members holding the following roles;
- Union Council Chair
  - Network Chairs
  - School Representatives
  - Sabbatical Officers
31. No Student Members may hold more than one seat on Union Council at any one time.
32. In the matter of resolutions made by Union Council, each position will have one vote, except for the Chair who will only have a vote in the case of a tied vote.
33. For the Purpose of the Articles, meetings of the Union Council will be known as Open Meetings.
34. Meetings, conducted no less than four times per year, will be open to all students to attend and contribute to the agenda. Any formal business of Union Council will also be conducted at the Open Meeting. All documents will be published on the UPSU website in advance of the meeting, along with an accurate record of the meeting and any resolutions.

#### **Policy**

35. Policy proposals and ideas can be submitted using the Policy Proposal template
36. The Board of Trustees may override any decision or Policy made by the Union Council which the Board of Trustees consider (at their absolute discretion):
- has or may have negative financial implications for UPSU;
  - 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);
  - is not or may not be in the best interests of UPSU or in line with its charitable objects;  
or
  - will or may otherwise affect the discharge of any of the duties related to the overall governance, budget, or strategy of UPSU

#### **General Meetings**

37. There are two types of General Meeting. These are Annual Student Members Meetings and Emergency General Meetings. All full members of the Union can vote at these meetings.
38. An Annual Student Members Meeting is required once each academic year. It provides the opportunity for full members of the Union to;

1. approve the minutes of the previous Annual Student Members Meeting;
2. be presented with UPSU's Annual Accounts;
3. to approve the list of affiliations of UPSU; and
4. receive reports from the Board of Trustees and the Union Council

39. An Emergency General Meeting may be called at any point during the year by the Union Council, the Trustees or a petition of no less than 250 full members of the Union.

## **Transparency**

40. An accurate record should be made and published for each meeting of Union Council and Student Members' Meetings.
41. All active governing documents, student policy and procedures created under these Bye-laws will be kept up to date and be published.
42. Any decisions made under the Articles, Bye-laws and associated documents which affect the membership will be published.

## **Student-Led Democratic Activity**

43. UPSU will support Student Members, and groups of Student Members, to exercise their rights including those of lawful free speech, free expression, association, and protest, within the boundaries of relevant legislation.
44. UPSU may support Student Members, and groups of Student Members, to lawfully campaign, lobby, and influence stakeholders.
45. In accordance with [Article 2.3](#), UPSU provides 'forums for discussions and debate for the personal development of its students'.

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

### **Referendum**

46. The decision to hold a Referendum of students' opinions on an issue can be made by:
  - A resolution of Union Council by majority to call a Referendum.
  - Union Council, on receipt of a petition containing the name, course, student number and signature of at least 3% of Student Members of the Union.
  - a resolution of the Trustees of the Union.
47. Once called, the Returning Officer, or their Deputy will be responsible for overseeing the good conduct and administration of the Referendum. Including the final wording of the question, the promotion of an Open Meeting and the publication of the result.
48. The result of a Referendum will take precedent over any existing policy on the same issue.
49. A resolution may only be passed by Referendum if at least 3% of the Student Members cast a vote in the Referendum and a simple majority of the votes cast are in favour of the resolution.
50. If the outcome of any Referendum is deemed to be of detriment to the Union, the UPSU Trustee Board has the power to overrule the decision.

### **Elections**

51. The dates of all elections, vacant roles and terms of office will be decided by the Board of Trustees.
52. A Returning Officer will be appointed by the Board of Trustees. They will be independent of the Union and will be responsible for overseeing the good conduct, and administration of the elections. They will be the sole arbiter in the interpretation of the election rules.
53. The Returning Officer can rule out of order any statement or the contents of any publicity which, in their view, is in breach of the Union's Articles, Bye-laws, Election Rules, or Policy.
54. All participants in any election must abide by all associated rules and guidance, failure to do so could result in sanction up to and including disqualification.

### **Nominations**

55. Elected positions may be open to all full members or only to specific groups of students, i.e., where the position in question represents a specific demographic or group, such as a committee role, course representative or under-represented group of students.
56. The Deputy Returning Officer in charge of elections will be responsible for determining the validity of any submitted nomination.

### **Voting**

57. Voting for Sabbatical Officer roles will take place digitally, through a secure, secret ballot through the UPSU website.
58. In the case of voting which is not related to the election of the Sabbatical Officer, other means may



be used such a poll via the UPSU website, email or in-person.

59. The method of voting will be made clear when the election is announced.
60. Voting may be open to all full members or only specific groups i.e. where the position in question represents a specific demographic or group such as a committee role, course representative or under-represented group of students.

#### **Count of Votes**

61. The count of votes will commence once all outstanding complaints have been resolved. Complaints regarding candidate conduct or the election process to that point, must be received before the commencement of the count. Complaints after the count has commenced may only relate to the conduct of the count.

### **Part 4: Representatives**

#### **Representatives**

62. The Sabbatical Officers are the full-time representatives of the students of the University of Plymouth.
63. UPSU may publish provisions for other part-time representative roles (to include their purpose, role eligibility, methods of recruitment, accountability, and removal).

### **Part 5: Student Activities**

64. UPSU will facilitate student groups and will ensure that all activities operate under the principle of student direction and leadership, subject to any necessary legal compliance requirements.
65. The way that student-led activities of UPSU will be facilitated will be published in a Student Activities procedure.

## **Appendix 1 Articles referenced in the Bye-laws**

### **2. Objects**

The objects of UPSU are the advancement of education of Students at University of Plymouth for the public benefit by:

- 2.1 promoting the interests and welfare of Students at the University of Plymouth during their course of study and representing, supporting and advising Students;
- 2.2 being the recognised representative channel between Students and the University of Plymouth and any other external bodies; and
- 2.3 providing social, cultural, sporting and recreational activities and forums for discussions and debate for the personal development of its Students.

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### **7. Reviewing and Amending the Articles**

- 7.1 The UPSU Trustees and the University of Plymouth shall be required to review the provisions of these Articles at intervals of not more than five years.
- 7.2 Any amendment to these Articles shall require the following:
  - 7.2.1 The circulation by the Board of Trustees of a proposal to amend the Articles to all the Student Members (the "Proposal");
  - 7.2.2 A period of time (as set out in the Bye-Laws) during which any amendments to the Proposal may be submitted to the Board of Trustees by any Student Member;
  - 7.2.3 The circulation by the Board of Trustees to all the Student Members of a resolution to approve either the Proposal or a revised Proposal incorporating those amendments submitted in accordance with Article 7.2.1 which the Board of Trustees in their absolute discretion have accepted;
  - 7.2.4 A resolution passed at a Student Members' meeting or in a Referendum by a majority vote approving the Proposal or the revised Proposal (as the case may be);
  - 7.2.5 A Special Resolution of the Company Law Members making the amendments to the Articles that have been approved by resolution of the Student Members in accordance with Article 7.2.4 and
  - 7.2.6 The approval of the University of Plymouth.

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### **13. Associate members**

The Trustees may establish such classes of associate membership with such description and with such rights and obligations as they think fit and may admit and remove such associate members in accordance with the Bye-Laws provided that no such associate members shall be Members of UPSU for the purposes of the Articles or the Companies Acts.

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### **20. Sabbatical Officer Trustees**

- 20.1 Sabbatical Officers shall be elected by secret ballot of the Student Members at an election to be held in accordance with the Bye-Laws. The Sabbatical Officers shall be elected to posts specified in the Bye- Laws.
- 20.2 The Sabbatical Officers from time to time shall be the Sabbatical Officer Trustees. Except where otherwise indicated, references in these Articles to “Sabbatical Officer Trustees” are to individuals acting solely in their capacity as Sabbatical Officer Trustees.
- 20.3 The Sabbatical Officers shall remain in office for a term of one year commencing in accordance with the Bye-Laws. The term of office may be shorter or longer on a transitional basis to coincide with an alteration of the year start or end. Subject to a transitional change in the year of office, a Sabbatical Officer may be re-elected for a maximum further term of one year by the Student Members at an election to be held in accordance with the Bye-Laws. For the avoidance of doubt, a Sabbatical Officer’s terms of office may be either consecutive or non-consecutive.
- 20.4 Each Sabbatical Officer must be a Student or a Sabbatical Officer at the time of their election. In accordance with Article 9, each Sabbatical Officer shall become a Student Member on commencement of their appointment or re-appointment as a Sabbatical Officer. Such Student Membership shall cease when the Sabbatical Officer ceases to be a Sabbatical Officer.
- 20.5 The Sabbatical Officers shall be deemed to be “major union office holders” for the purposes of Section 22 of the Education Act.
- 20.6 At the same time as commencing the term of office as a Sabbatical Officer, the Sabbatical Officer will enter into a contract of employment with UPSU for a term to be determined by the Bye-Laws. The duties and method of remuneration of each Sabbatical Officer shall be as set out in the Bye-Laws.

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### **21. Student Trustees**

Subject to Article 21.1 below, Student Trustees shall be appointed by a simple majority vote of the Governance and Staffing Committee and ratified by the Board of Trustees.

- 21.1 Each Student Trustee must be a Student at the time of their appointment and for the duration of their term as a Student Trustee.
- 21.2 Student Trustees shall remain in office for a term of two years commencing in accordance with the Bye-Laws. The term of office may be shorter or longer on a transitional basis to coincide with the alteration of the year start or end.
- 21.3 A Student Trustee may serve a maximum of two consecutive terms provided that each new term is approved by the Board of Trustees.

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## **22. External Trustees**

External Trustees shall be appointed by a simple majority vote of the Governance and Staffing Committee and ratified by the Board of Trustees.

- 22.1 External Trustees shall remain in office for up to a term of three years, in accordance with the Bye-Laws.
- 22.2 External Trustees may serve for a maximum of three terms, which may either be consecutive or non-consecutive, provided that each new term is approved by the Board of Trustees.

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## **23. Disqualification, Resignation and Removal of Trustees**

The office of a Trustee shall be vacated if:

- 23.1 they cease to be a company director by virtue of any provision of the Companies Act 2006 or are prohibited from being a company director by law;
- 23.2 they are disqualified under the Charities Act 2011 from acting as a trustee of a charity;
- 23.3 in the case of a Sabbatical Officer Trustee, they cease to be a Sabbatical Officer or an employee of UPSU;
- 23.4 in the case of a Student Trustee, they cease to be a Student;
- 23.5 in the case of a Sabbatical Officer Trustee or a Student Trustee, they are removed from Student Membership of UPSU in accordance with UPSU's code of conduct or disciplinary procedure for Student Members;
- 23.6 they resign by notice in writing to UPSU (but only if at least six Trustees will remain in office when the notice of resignation is to take effect);
- 23.7 the Trustees reasonably believe the Trustee has become physically or mentally incapable of managing their own affairs and they resolve that the Trustee be removed from office;

- 23.8 they fail to attend three consecutive meetings of the Trustees and the Trustees resolve that the Trustee be removed for this reason;
- 23.9 they cease to be a Company Law Member; or
- 23.10 they are removed from office under Articles 24 or 26.

## **24. Removal of Trustees by the Student Members or the Union Council**

The office of a Student Trustee or an External Trustee shall be vacated if:

- 24.1 a motion of no confidence in the Trustee is passed by a majority in a vote of the Union Council. Such a motion shall only be triggered by a Secure Petition signed or agreed to by at least 1% of the Student Members; or
- 24.2 a motion of no confidence in the Trustee is passed by a majority of the Student Members voting in a Referendum provided that at least 3% of the Student Members cast a vote in the Referendum. Such a motion shall only be triggered by a Secure Petition signed or agreed to by at least 1% of the Student Members.

## **25. Rights of a removed trustee**

- 25.1 A resolution to remove a Trustee shall not be passed unless the Trustee concerned has been given 10 working days' notice in writing that the resolution has been proposed, specifying the circumstances alleged to justify removal from office, and has been afforded a reasonable opportunity of being heard by or making written representations as determined by the Trustees.
- 25.2 A Trustee removed from office shall be entitled to appeal the decision to remove him or her to an appeal panel within 10 working days of the resolution. The panel shall be constituted as specified in the Bye Laws.

## **26. Removal of External Trustees and Student Trustees by the Board**

- 26.1 The office of an External Trustee or a Student Trustee shall be vacated if a majority resolution of no confidence in the Trustee is passed by the Trustees. For the avoidance of doubt, the Trustee concerned and any Trustee who has a conflict of interest in relation to the matter shall not vote on this resolution and the quorum shall be no less than four Trustees, two of which should be Sabbatical Officer Trustees.

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