

**Bye-Laws
Of
Imperial College Union**

A. Structure of the Union

Union Council

Membership & Operation

1. Membership of the Union Council shall be the following:
 - 1.1. The Officer Trustees
 - 1.2. The Council Chair
 - 1.3. The Constituent Union Presidents
 - 1.4. The Management Group Chairs
 - 1.5. The Union ~~Welfare-Liberation & Community~~ Officers
 - 1.6. One Welfare Officer of each of the Constituent Unions
 - 1.7. One Academic Affairs Officer of each of the Constituent Unions
 - 1.8. ~~Fifteen-Sixteen Ordinary Representatives to Council~~ Members elected by cross-campus ballot proportional to the students registered on courses ~~that make up a particular Faculty~~
 - 1.8.1. ~~These will be proportional to those courses that make up a particular Faculty and those courses that are not in a particular Faculty.~~
 - 1.8.2. ~~Each Faculty must have both Undergraduate and Postgraduate Representatives to Council unless one of these level of study is not taught.~~
 - 1.8. ~~One Ordinary Member elected by cross-campus ballot proportional to the students registered on courses that are not in a particular Faculty~~
2. No member may hold more than one seat on Union Council at any time.
3. ~~Ordinary~~ Members of ~~the Council~~the Union Council who do not attend two consecutive ordinary meetings (irrespective of apologies) shall be deemed to have resigned ~~and their post vacated~~their seat on Union Council.
4. Union Council shall meet at least every four (4) weeks during term time.
5. Union Council may be called additionally by the President.
6. Union Council may be called additionally by the Council Chair upon receipt of a request by one of the following:
 - 6.1. The Trustee Board

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~~6.2. The Executive Committee~~

~~6.3.6.2.~~ A General Meeting

~~6.4.6.3.~~ Ten Members of the Union Council

~~6.5.6.4.~~ 100 Members of the Union

7. The Union will advertise the time and location of each meeting at least five ~~(5)~~ clear College days before each meeting
8. Any Member of the Union may attend and speak at Union Council Meetings. Any Associate Member of the Union may attend but must request the Chair's permission to speak. Any other person must obtain permission from the meeting to attend and speak.
9. Only members of Union Council may vote in Council Meetings
10. The Council Chair may only cast a vote in the event of a tie.
11. All items for debate and discussion must be submitted at least ~~five (5)~~ clear College days before the meeting.
- ~~11.1.1.~~ Any direct responses to items for debate and discussion must be submitted 5 clear College days before the meeting.
12. All items for debate must have the declared support of two full members of the Union, known as the proposer and the seconder.
13. The Council Chair shall;
 - 13.1. Be any full member of the Union, elected by cross-campus secret ballot.
 - 13.2. Have a period of office until the end of the academic year.
 - 13.3. Declare any interest that they have in any debate or discussion, and relinquish the Chair during any debates in which they have an interest.
 - 13.4. Be responsible for ensuring that the Union Council is fulfilling its obligations set out in the Constitution & Bye-Laws.
14. The Agenda must include:
 - 14.1. Apologies for absence
 - 14.2. The checking of previous minutes for accuracy
 - 14.3. Matters arising from the previous minutes
 - 14.4. Reports from Officer Trustees and sub-committees (followed by questions)
 - 14.5. Any other Business

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14.6. Time, date and place for next meeting.

15. All Union Council Meetings should be conducted according to the Meeting Bye-Laws.

Sub-Committees

16. The Union Council may form and delegate powers to sub-committees of ~~the Council~~the Union Council, such powers should be set out in the sub-committee's Standing Orders, amendable by Union Council only, and may not include powers requiring a two-thirds majority resolution.

~~17.~~ Sub-Committees of the Union Council may not create policy that binds the whole Union, for that power is reserved only for the Union Council (and by extension the ~~Trustee Board~~Board of Trustees).

18. A sub-committee of Council must have Standing Orders, approved by Union Council, that explicitly state its voting membership.

~~17.~~ —

~~18-19.~~ The sub-committees of the Union Council shall be:

~~18.1.~~ The Executive Committee

~~18.2-19.1.~~ The Clubs, Societies & Projects Board

~~18.3-19.2.~~ The Education & Representation Board

~~19.3.~~ The Communityies & Welfare Board

~~19.4.~~ The Services & Sustainability Board

~~18.4-19.5.~~ The Governance & Identity Board

Constituent Unions

~~19-20.~~ Constituent Unions shall be ultimately responsible to the President or their nominee for their operation and policies.

~~20-21.~~ Constituent Unions shall operate within the Union's Constitution, Bye-Laws and Policies.

~~21-22.~~ There shall be the following Constituent Unions:

~~22.1.~~ The Graduate Students' Union for postgraduate students.

~~22.2.~~ The City & Guilds College Union for the undergraduate students of the Faculty of Engineering, excluding students of the Earth Science Engineering and Materials Departments.

~~21.4-22.2.1.~~ Postgraduate students in the Faculty of Engineering, excluding

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Membership is determined by Standing Orders approved by Council. Draft SOs have been attached

Commented [ACC-IP3]: This subcommittee will be chaired by the President and will have Constituent Union Presidents on it and potentially Liberation & Community Officers

Membership is determined by Standing Orders approved by Council. Draft SOs have been attached

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those in Earth Science Engineering and Materials Departments, are social members of the City & Guilds College Union

~~21.2.1.1. The Graduate Students' Union for postgraduate students.~~

22.3. The Imperial College School of Medicine Students' Union for the undergraduate students of the Faculty of Medicine.

~~21.3.22.3.1.~~ Postgraduate students in the Faculty of Medicine, are social members of the Imperial College School of Medicine Students' Union.

22.4. The Royal College of Science Union for the undergraduate students of the Faculty of Natural Sciences.

22.4.1. Postgraduate students in the Faculty of Natural Sciences, are social members of the Royal College of Science Union

~~21.4.~~

22.5. The Royal School of Mines for the undergraduate students of the Earth Science Engineering and Materials Departments.

22.5.1. Postgraduate students in the Earth Science Engineering and Materials Departments, are social members of the Royal School of Mines Union

~~21.5.~~

22.6. Silwood Park Students' Union for the students of Silwood Park Campus.

~~A Constituent Union must have a constitution, approved by Union Council, that explicitly states its voting membership.~~

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Management Groups

~~22-23.~~ Management Groups shall be ultimately responsible to the President or their nominee for their operation and policies.

~~23-24.~~ Management Groups shall operate within the Union's Constitution, Bye-Laws and Policies.

25. Management Groups shall provide for the co-ordination and development of student activities within their constituent clubs, societies or projects, and within their central activities.

26. A Management Group must have Standing Orders, approved by the Clubs, Societies & Projects Board, that explicitly state its voting membership.

27. Each Management Group may have associated mini-Management Groups as defined by their standing orders and approved by the Clubs, Societies & Projects Board.

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~~28. A Club, Society or Project must have a constitution, approved by its Management Group or Constituent Union's Executive Committee, that Committee that explicitly states its voting membership.~~

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~~24. —~~

~~25-29.~~ There shall be the following Management Groups:

~~25.1. Arts and Entertainments~~

~~25.2. Athletics~~

~~25.3. Community Action~~

~~25.4. Media~~

~~25.5. Overseas~~

~~25.6. Raising And Giving~~

~~25.7. Recreational~~

~~Social~~

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~~29.1. Arts~~

~~29.2. Community~~

~~29.3. Culture~~

~~29.4. Knowledge~~

~~29.5. Recreation~~

~~29.6. Sport~~

~~25.8. —~~

Union ~~Welfare-Liberation & Community~~ Officers

~~26-30.~~ The Union ~~Welfare-Liberation & Community~~ Officers shall be responsible to the Deputy President (Welfare) for their work.

~~27-31.~~ The Union ~~Welfare-Liberation & Community~~ Officers shall work within the Union's Constitution, Bye-Laws and Policies.

~~28-32.~~ There shall be the following Union ~~Welfare-Liberation & Community~~ Officers:

~~28-1-32.1. — Black, & Minorityies & Ethnic~~

~~32.2. Campaigns LGBT+~~

~~28.2. —~~

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32.3. Disabilities

~~28.3-32.4.~~ Mental Health

32.5. Gender Equality

~~28.4-32.6.~~ Ethics & Environmental

~~28.5.1.1.~~ Gender Equality

~~28.6-32.7.~~ Interfaith

~~28.7-32.8.~~ International

~~28.8.~~ LGBT

B. Trustees

Officer Trustees

- 14 Up to five Officer Trustees shall be elected by secret ballot by the Members of the Union at an election to be held in accordance with the Bye-Laws. The Officer Trustees shall be elected to posts set out in the Bye-Laws.
- 15 The Officer Trustees 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, an Officer Trustee may be re-elected for a maximum further term of one year by the Members of the Union at an election to be held in accordance with the Bye-Laws, subject to compliance with Imperial College London's rules on Sabbatical terms. An Officer Trustee's terms of office may be either consecutive or non-consecutive.
- 16 Each Officer Trustee must be a Student or an Officer Trustee at the time of his or her election. An Officer Trustee shall continue as, or become a Member of the Union on commencement of his or her appointment or re-appointment as an Officer Trustee. Such membership shall cease when the Officer Trustee ceases to be an Officer Trustee, unless they return immediately to studying at Imperial College London.
- 17 The Officer Trustees shall be deemed to be "major union office holders" for the purposes of Section 22 of the Education Act.
- 18 At the same time as commencing the term of office as a Trustee, the Officer Trustee will enter into a contract of employment with the Union for a term to be determined in accordance with the Bye-Laws. The duties and method of remuneration of each Officer Trustee shall be as set out in the Bye-Laws.

Student Trustees

- 19 Subject to **Clause 1445** below, up to two Student Trustees shall be elected by secret ballot by the Members at an election to be held in accordance with the Bye-Laws.
- 20 Each Student Trustee must be a Student at the time of their election (and must continue to be a Student for the duration of their term as a Student Trustee).
- 21 Elected Student Trustees 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 the alteration of the year start or end.
- 22 An elected Student Trustee may serve a maximum of two consecutive terms or non-consecutive terms.
- 23 Up to two Student Trustees shall be appointed by a simple majority vote of the Board of Trustees, who will receive advice on the appointment from the

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Appointments and Remuneration Committee, provided that the appointment of each Student Trustee is ratified by a two thirds majority vote of the Union Council.

24 Unless their appointment is terminated in accordance with ~~Clauses 1460 to 1464~~, appointed Student Trustees shall remain in office for a term of one year.

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25 Appointed Student Trustees may serve for a maximum of up to two terms which may be either consecutive or non-consecutive.

Alumni Trustees

26 One Alumni Trustee shall be appointed by a simple majority vote of the Board of Trustees, who will receive advice on the appointment from the Appointments and Remuneration Committee, provided that the appointment of each Alumni Trustee is ratified by a two thirds majority vote of the Union Council.

27 Unless their appointment is terminated in accordance with the Bye-Laws, Alumni Trustees shall remain in office for a term of up to three years.

28 Alumni Trustees may serve further terms of office, subject to the appointment process outlined in ~~Clause 1454~~.

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External Trustees

29 Up to four External Trustees shall be appointed by a simple majority vote of the Board of Trustees, who will receive advice on the appointment from the Appointments and Remuneration Committee, provided that the appointment of each External Trustee is ratified by a two thirds majority vote of the Union Council.

30 Unless their appointment is terminated in accordance with ~~Clauses 1460 to 1464~~, External Trustees shall remain in office for a term of up to three years.

31 External Trustees may serve further terms of office, subject to the appointment process outlined in ~~Clause 1454~~.

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Chair and Deputy Chair

32 The Board of Trustees shall appoint an Alumni Trustee or External Trustee to act as Chair and may at any time remove them from office.

33 The Board of Trustees may appoint one of their number to act as Deputy Chair and may at any time remove them from office. The role of the Deputy Chair will be to support the Chair.

34 In the absence of the Chair and the Deputy Chair, another Trustee appointed by the Board of Trustees shall preside as chair of the meeting.

Disqualification, Resignation and Removal of Trustees

35 The office of a Trustee shall be vacated if:

- 35.1 they become prohibited by law from being a charity trustee;
- 35.2 in the case of an Officer Trustee, they cease to be an employee of the Union;
- 35.3 in the case of a Student Trustee, they cease to be a Student;
- 35.4 they resign by notice to the Union (but only if at least four Trustees will remain in office when the notice of resignation is to take effect);
- 35.5 the Trustees reasonably believe they are suffering from mental or physical disorder and is incapable of acting as a Trustee and they resolve that they be removed from office;
- 35.6 they fail to attend two consecutive meetings of the Board of Trustees and in the opinion of the Trustees there are no mitigating circumstances for that failure and the Trustees therefore resolve that he or she be removed for this reason; or
- 35.7 they are removed from office under Clauses 1464 to 1462.

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36 The office of a Trustee shall be vacated if:

- 36.1 a motion of no confidence in the Trustee is passed by a simple majority of the Members voting in a Referendum, provided that at least 10% of Members cast a vote in the Referendum. Such a motion shall only be triggered by a petition of no confidence signed by at least 10% of Members; or
- 36.2 a motion of no confidence in the Trustee is passed by a two thirds majority in a vote of the Union Council.

37 The office of a Trustee shall be vacated if a majority resolution of no confidence 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 adjusted accordingly in accordance with Clause 1492.

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Rights of Removed Trustee

38 A resolution to remove a Trustee in accordance with Clause 1464 and 1462 shall not be passed unless the Trustee concerned has been given at least 10 clear College days' notice in writing that the resolution is to be 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 to the Trustees.

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39 A Trustee removed from office in accordance with Clause 1464 and 1462 shall be entitled to appeal the decision to remove them to an Appeals Panel within 10 clear College days of the resolution. The Appeals Panel shall be made up of a nominee of Imperial College London, one independent person and an

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officer of another students' union. The independent person shall be a Member who is not a Trustee or a member of the Union Council.

Replacement of Trustees

40 If an Officer Trustee resigns, is disqualified or removed from office at any time prior to the commencement of the Academic Year, the vacancy that results on the Board of Trustees shall be filled in accordance with the Bye-Laws.

41 If an Officer Trustee resigns, is disqualified or removed from office after the commencement of the Academic Year the vacancy shall remain until the next elections are held.

42 If an elected Student Trustee resigns, is disqualified or removed from office, a Student Trustee may be elected to the vacancy in accordance with **Clause 1444**

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43 If an Appointed Student Trustee, an Alumni Trustee or an External Trustee resigns, is disqualified or removed from office, a replacement shall be appointed to the vacancy in accordance with **Clause 1448, 1451 or 1454** respectively.

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Powers of the Board of Trustees

44 The Board of Trustees shall be the sovereign and governing body of the Union and (subject to the Education Act, the Constitution and Bye-Laws) shall exercise all the powers of the Union. A meeting of the Board of Trustees at which a quorum is present may exercise all powers exercisable by the Board of Trustees.

45 The Board of Trustees shall further the aims and objects of the Union with the assistance of the Union Council.

46 No alteration of this Constitution or the Bye-Laws shall invalidate any prior act of the Board of Trustees which would have been valid if that alteration had not been made.

47 The Board's powers under **Clause 1469** shall include but not be limited to responsibility for:

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47.1 the governance of the Union;

47.2 the budget of the Union; and

47.3 the strategy of the Union.

48 The Board of Trustees may override any decision and Policy made by the Members in general meeting or Referendum or by the Union Council which the Board of Trustees considers (at their absolute discretion):

48.1 has or may have financial implications for the Union;

48.2 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);

48.3 is not or may not be in the best interests of the Union or all or any of its charitable objects; or

48.4 will or may otherwise affect the discharge of any or all of the responsibilities referred to in [Clause 1472](#).

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49 The continuing Trustees or a sole continuing Trustee may act notwithstanding any vacancies in their number. However, if and so long as the number of Trustees is less than the number fixed as the quorum in [Clause 1492](#), the Trustees may only act to increase the number of Trustees (including by arranging an election) so that there is a quorum.

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50 All acts done by a meeting of the Board of Trustees, or of a committee of the Board of Trustees, shall be valid, even if it is later discovered that any Trustee who participated in the vote:

50.1 was not properly appointed;

50.2 was disqualified from holding office;

50.3 had vacated office; or

50.4 was not entitled to vote.

Delegation of Trustees' powers

51 The Board of Trustees may, by power of attorney or otherwise, appoint any person to be the agent of the Union for such purposes and on such conditions as they determine.

52 The Board of Trustees may delegate some 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 Union to any person or committee in accordance with the conditions set out in this Constitution.

Delegation to committees

53 In the case of delegation to committees:

53.1 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);

53.2 subject to [Clause 1485](#), the composition of any such committee shall be entirely in the discretion of the Board of Trustees, except that the membership of each committee should contain at least one Student Trustee and one External Trustee and may otherwise comprise such of their number (if any) as the resolution may specify;

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

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

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

54 The Board of Trustees shall establish the following committees (which is a non-exhaustive list) in accordance with their powers under Clauses 1476 and 1477;

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54.1 Appointments and Remuneration Committee;

54.2 Finance and Risk Committee

54.3 Governance Committee

54.4 Communications Committee

Delegation of day-to-day management powers to Union President and Managing Director

55 The Union President shall be the Chief Executive of the Union.

56 The Union President will manage the Managing Director with the support of the Chair of the Board.

57 In the case of delegation of the day-to-day management of the Union to the Managing Director;

57.1 the delegated power shall be to manage the Union by implementing the policy and strategy adopted by and within a budget approved by the Board of Trustees and if applicable to advise the Board of Trustees in relation to such policy, strategy and budget;

57.2 the Board of Trustees shall provide the Managing Director with a description of their role and the extent of their authority;

57.3 the Managing Director shall report regularly to the Board of Trustees on the activities undertaken in managing the Union and provide them regularly with management accounts sufficient to explain the financial position of the Union; and

57.4 the Board of Trustees shall provide the Managing Director with a performance management structure to aid their work plan and development.

Bank Account

58 For the avoidance of doubt, the Board of Trustees may (in accordance with Clauses 1476 and 1477) delegate all financial matters to any committee provided that such committee shall include at least one Trustee. The Board of Trustees may empower such committee to resolve upon the operation of any bank account according to such mandate as it shall think fit provided that the signature of at least one Trustee shall be required for expenditure above a certain amount as set out in Board of Trustee Policy.

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Financial Procedures

59 The Union and all constituent parts thereof, its Members and Associate Members and all groups thereof, must abide by the Union's Financial Procedures, which are to be approved annually by the Trustee Board and the Director of Finance of Imperial College London.

Irregularities

60 The proceedings at any meeting or the passing of a written resolution or the making of any decision shall not be invalidated by reason of any accidental informality or irregularity (including any accidental omission to give or any non-receipt of notice) or by reason of any business being considered which is not specified in the notice.

Minutes

61 The Trustee Board shall keep minutes of:

61.1 all proceedings at general meetings of the Union and of meetings of the Trustee Board, and of committees of the Trustee Board, including the names of the Trustees present at each such meeting; and

61.2 all resolutions of the Members and of the Trustee Board

and any such minute, if signed by the chair of the meeting at the next succeeding meeting, after approval by the succeeding meeting, shall, as against any Member or Trustee of the Union, be sufficient evidence of the proceedings or the resolution.

62 The minutes and papers of the meetings referred to in Clause 61409 shall normally be considered open and shall be available to the Members on the Union's website, except where those minutes relate to any reserved or confidential matters, including without limitation staff-related or disciplinary matters.

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Accounts and Reports

63 The Trustee Board shall comply with the requirements of the Education Act and the Charities Act 1993 as to keeping financial records, the audit or examinations of accounts.

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64 The Members of the Union have the right to ask the Trustee Board questions in writing about the content of any documents referred to in Clause 63444.

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Notices

65 Subject to Clause 61499, any notice to be given to or by any person pursuant to this Constitution shall be in writing except that a notice calling a meeting of the Trustees need not be in writing.

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66 The Union may give any notice to a Member either:

66.1 personally;

66.2 by sending it by post in a prepaid envelope addressed to the Member at their address;

66.3 by leaving it at the address of the Member held on record;

66.4 by electronic communication to the Member's address; or

66.5 by posting it on the Union's website.

67 A Member present at any meeting of the Union shall be deemed to have received notice of the meeting and, where requisite, of the purpose for which it was called.

68 Proof that an envelope containing a notice was properly addressed, prepaid and posted shall be conclusive evidence that the notice was given. A notice shall be deemed to be given at the expiration of 48 hours after the envelope containing it was posted or, in the case of a notice contained in an electronic communication, at the expiration of 48 hours after the time it was sent or in the case of a notice posted on the Union's website at the expiration of 48 hours after it was posted.

Indemnity

69 Without prejudice to any indemnity to which a Trustee may otherwise be entitled, every Trustee shall and every other officer or auditor of the Union may be indemnified out of the assets of the 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 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.

Trustees' Indemnity Insurance

70 The Trustee Board shall have power to resolve pursuant to Clause Error! Reference source not found.5.29 to effect Trustees' indemnity insurance, despite their interest in such policy.

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Board of Trustees meetings

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71 The Board of Trustees shall hold a minimum of four meetings in any Academic Year.

72 Two Trustees may, and the Union President at the request of two Trustees shall, call a meeting of the Board of Trustees.

73 Guests or observers can attend meetings of the Board of Trustees at the discretion of the Chair.

Length of notice

74 A meeting of the Board of Trustees shall be called by at least 5 clear College days' notice unless either:

74.1 all the Trustees agree to shorter notice; or

74.2 urgent circumstances require shorter notice.

Contents of notice

75 Every notice calling a meeting of the Board of Trustees shall specify the place, day and time of the meeting and the general particulars of all business to be considered at such meeting.

Service of notice

76 Notice of Board of Trustees meetings shall be sent to each Trustee by post or by electronic communication.

Quorum

77 The quorum for meetings of the Board of Trustees shall be six and such quorum must include at least two Officer Trustees and either two External Trustees or both the Alumni Trustee and an External Trustee. Where the resolution or issue under discussion concerns a matter in respect of which some or all of the Trustees have a conflict of interest, the quorum shall be eight.

Decision making by the Board of Trustees

78 Questions arising at a meeting shall be decided by a majority of votes. In the case of an equality of votes, the Chair shall be entitled to a casting vote in addition to any other vote they may have.

Virtual meetings

79 A Board of Trustees may be held by telephone or by televisual or other electronic or virtual means agreed by resolution of the Trustees in which all participants may communicate simultaneously with all other participants.

Board of Trustees decisions without a meeting

80 The Board of Trustees may take a unanimous decision without a Trustees' meeting by indicating to each other by any means, including without limitation by electronic communication, that they share a common view on a matter. Such a decision may, but need not, take the form of a resolution in writing, copies of which have been signed by each Trustee or to which each Trustee has otherwise indicated agreement in writing.

81 A Trustees' resolution which is made in accordance with Clause 1495 shall be as valid and effectual as if it had been passed at a meeting of the Board of Trustees duly convened and held, provided the following conditions are complied with:

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81.1 approval from each Trustee must be received by the Clerk to the Board;

81.2 following receipt of response from all of the Trustees, the Clerk to the Board shall communicate to the Trustee Board by any means whether the resolution has been formally approved by the Trustees in accordance with this Clause;

81.3 the date of the decision shall be the date of the communication from the Clerk to the Board confirming formal approval; and

81.4 the Clerk to the Board prepares a minute of the decision in accordance with Clause 61499.

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Conflicts of Interest

82 Whenever a matter is to be discussed at a meeting or decided in accordance with Clause 1493 and a Trustee has a Personal Interest in respect of that matter then they must:

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82.1 declare their interest to the Trustee Board;

82.2 remain only for such part of the meeting as in the view of the other Trustees is necessary to inform the debate;

82.3 not be counted in the quorum for that part of the meeting (or decision-making process); and

82.4 withdraw during the vote and have no vote on the matter.

83 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.

84 In particular, Clause 1497 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 Union.

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B.C. Meetings

1. These Bye-Laws shall apply to Meetings of the Union and all of its constituent parts except the ~~Trustee Board~~Board of Trustees.
2. The Officer Trustees shall be members of all Meetings of the Union and its constituent parts, ex-officio.
3. A Meeting may only have Members of the Union as voting members of the Meeting.
- ~~4.1. A sub-committee of Council must have Standing Orders, approved by Union Council, that explicitly state its voting membership.~~
- ~~5.1. A Management Group must have Standing Orders, approved by the Clubs, Societies & Projects Board, that explicitly state its voting membership.~~
- ~~6.1. A Club, Society or Project must have a constitution, approved by its Management Group or Constituent Union's Executive Committee, that explicitly states its voting membership.~~
- ~~7.1. A Constituent Union must have a constitution, approved by Union Council, that explicitly states its voting membership.~~
- 8.4. All Committees' standing orders and Constituent Unions' constitutions must include any standard clauses determined by the Trustee Board.
- 9.5. Voting shall normally be by the show of hands, unless the relevant procedural motion is passed. Voting Cards may be issued to members.
- 10.6. Multiple Choice votes will be conducted via the STV procedure outlined in the elections and referenda Bye-Laws.
- 11.7. Quorum for Meetings that have decision making powers shall be 50%+1 of voting members.
- 12.8. A Quorum check must take place at the start of each meeting with decision making powers.
- 13.9. If the meeting is found to be inquorate, the Chair of the Meeting may at their discretion dissolve the meeting.
- 14.10. Any decisions made whilst a Meeting is inquorate must be ratified by the next quorate Meeting, or, via an electronic vote before the next meeting.
- 15.11. In the case of a Meeting of Council or one of its sub-committees, no decisions that require a two-thirds majority can be ratified via an electronic vote.
- 16.12. Decisions taken to an electronic vote must, for the avoidance of doubt, attain quorum and must be passed by a simple majority.
- 17.13. Accurate records of a Meeting must be kept by a nominee of the Chair.

Commented [NA-IP34]: Moved to Council section (under section A)

Commented [NA-IP35]: Moved to MG section (under A)

Commented [NA-IP36]: Moved to MG Section

Commented [NA-IP37]: Moved to CU Section (under A)

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14. In the case of a Meeting of Council or one of its sub-committees, minutes of a meeting should be published by the Union for all Members to see

18.a. Minutes of a censure of motion of no confidence will be kept however only the outcome of a censure of motion of no confidence will be published.

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A. General Meetings

85 The Trustees or President may call a general meeting at any time. The Trustees shall call a general meeting on receiving a requisition to that effect, signed by at least 200 Members having the right to attend and vote at general meetings.

Location of Meetings

86 General meetings may be carried out at one single venue or simultaneously with a video, audio or other real-time link between all of the venues. At the start of such meetings, each venue must indicate by majority vote that they are satisfied with the meeting set-up and technology.

Length of Notice

87 A general meeting shall be called by at least 10 clear College days' written notice.

Contents of Notice

88 Every notice calling a general meeting shall specify the place, day and time of the meeting and the general nature of the business to be transacted.

89 Notice of general meetings shall be given to every Member and to the Trustees of the Union.

Quorum

90 No business shall be transacted at any general meeting unless a quorum is present. 200 persons entitled to vote upon the business to be transacted, each being a Member (but excluding Trustees), shall be a quorum.

91 If such a quorum is not present within half an hour from the time appointed for the meeting, the meeting shall stand adjourned to the same day in the next week at the same time and place or to such other day, time and place as the Trustees may determine.

Chair

92 The chair of Union Council shall preside as chair of the meeting. In the absence of the chair of Union Council, the Members present and entitled to vote shall choose one of their number, other than the Officer Trustees, to be chair.

Attendance

93 A Trustee may, even if not a Member, attend and speak at any general meeting.

Adjournment

94 The chair may, with the consent of a meeting at which a quorum is present (and shall if so directed by the meeting), adjourn the meeting from time to time and

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from place to place, but no business shall be transacted at an adjourned meeting other than business which might properly have been transacted at the meeting had the adjournment not taken place. When a meeting is adjourned for 10 clear College days or more, at least 5 clear College days' notice shall be given specifying the time and place of the adjourned meeting and the general nature of the business to be transacted. Otherwise it shall not be necessary to give any such notice.

Votes of Members at General Meetings

95 Every Member has the right to attend general meetings and the right to vote. A resolution put to the vote of a general meeting shall be decided on a show of hands, and every Member shall have one vote.

96 Every resolution put to the vote of a general meeting shall be decided by a simple majority of the votes cast unless this Constitution provides otherwise.

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C.D. Policy

1. Debates that are passed by simple majority at Union Council, General Meetings or Referenda become Union Policy.
2. Policy can be overruled by a body of higher status, whereby the ~~Trustee Board~~Board of Trustees is the highest body.
3. Policy cannot be passed if it contravenes an existing policy made by a higher Union body.
4. Amendments to this Constitution and Bye-Laws are not classed as policy and serve until amended in accordance with the Constitution.
5. Union Policy, as set by Union Council and its subcommittees, General Meetings or Referenda will be valid for three academic years, and after this time will automatically 'lapse'.
6. The Council Chair will inform Union Council of upcoming lapses of policy in the first and second Council meeting of the year, and give the option of renewing the policy.
7. Renewals or Amendments must follow a debate, held in the normal manner.
8. The Union will publish a record of active policy.

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Referenda

Commented [NA-IP38]: Section added from Constitution

97. A Referendum may be called on any issue by:

97.1 a resolution of the Trustees;

97.2 The Union President,

97.3 a vote of the Union Council; or

97.4 a petition signed by at least 10% of Members

98. Subject to Clause ~~14.122~~ 14.122.4, a resolution may only be passed by Referendum if at least 10% of Members cast a vote in the Referendum and a majority of the votes cast are in favour of the resolution.

99. Referenda shall be conducted in accordance with ~~the~~is Constitution and the Bye-Laws.

100. Subject to Clause ~~14.73~~ 14.73, the Members may set Policy by Referenda. Policy set by Referenda will overturn Policy set either by the Members in general meeting or by the Union Council.

D.E. Officers of the Union

1. The Officers of the Union shall be the:
 - 1.1. Officer Trustees:
 - 1.1.1. President,
 - 1.1.2. Deputy President (Clubs & Societies),
 - 1.1.3. Deputy President (Finance & Services).
 - ~~1.1.3.1.1.4.~~ Deputy President (Education),
 - ~~1.1.4.1.1.1.~~ ~~Deputy President (Finance & Services),~~
 - 1.1.5. Deputy President (Welfare),
 - 1.2. Council Chair,
 - 1.3. ~~Presidents of the~~ Constituent Union Presidents
 - 1.4. ~~Welfare Officers of each of the~~ Constituent Union Welfare Officers
 - 1.5. ~~Academic Affairs Officers of each of the~~ Constituent Union Academic Affairs Officers
 - 1.6. Management Group Chairs
 - 1.7. Union ~~Welfare~~ Liberation & Community Officers

Register of Interests

2. A Register of Interests shall be kept for Trustees, Officers of the Union and any other person at the discretion of the Trustee Board or Union Council.
3. The Register shall be available to all Members and Trustees.
4. The Register shall contain
 - 4.1. any current part-time external employment,
 - 4.2. directorships and direct shareholdings,
 - 4.3. the Officer's department/division and year
 - 4.4. gifts, hospitality, and free or discounted tickets received in connection with Union business,
 - 4.5. sponsorship by any firm in connection with a course of study or Union business,

Commented [NA-IP39]: Is this a legal requirement?

Gut says yes for Trustees but probably not for officers?

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- 4.6. positions of office held within the Union or any constituent part,
5. The Register shall contain any matter not falling in the above categories which could provide information of any pecuniary interest or other material benefit which an Officer receives which might reasonably be thought by others to influence his or her actions, speeches, or votes in committees, or actions taken in his or her capacity as an Officer.
6. Union Officers shall be required to sign the Register as an accurate record of their interests as a requirement of taking office.
7. The Register shall be kept and maintained by the President, who shall be responsible for notifying Officers of the responsibilities and requiring Officers to register.

Job Descriptions for the Officer Trustees

Commented [ACC-IP40]: Replaced with approved text from Jan Council

8. All Officer Trustees shall:

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- 8.1. Act as a Trustee ex-officio,
- 8.2. Fulfil all Presidential and constitutional responsibilities,
- 8.3. Execute and develop policy and further the aims and objectives of the Union,
- 8.4. Ensure that all members of the Union are equally represented,
- 8.5. Chair relevant Union Committees,
- 8.6. Liaise with Union and College staff as appropriate,
- 8.7. Represent the Union on external committees as appropriate,
- 8.8. Report to Union committees as appropriate,
- 8.9. Establish extra duties with the President where appropriate,
- 8.10. Coordinate the work of the non-Trustee officers of the Union,
- 8.11. Deliver the Union's strategic aims and uphold the Union's values,
- 8.12. Ensure that the Union provides relevant and sustainable events and services that meet the demands of its members,
- 8.13. Campaign where appropriate on issues relevant to the membership.

President

9. The President shall:

- 9.1. Be the chief executive officer of the Union,
- 9.2. Be the ultimate representative of the Union,

9.3. Be ultimately responsible for the whole Union, its Constituent parts, and its activities and governance.

9.4. Be ultimately responsible for the finances of the Union.

9.5. Be ultimately responsible for staffing and discipline issues.

9.6. Be responsible for the Union's marketing and communications to the membership, College and external organisations.

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9.7. Be responsible for constitutional development and preliminary interpretation.

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9.8. Ensure the adherence to the Complaints and Discipline procedures set out in Section E of the Bye-Laws.

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9.9. Be responsible for the Managing Director.

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9.10. Be the manager of the other Officer Trustees in their role as employees and coordinate their work and that of the non-sabbatical Officers of the Union.

9.11. Delegate the duties and responsibilities of Officers in the case of vacancies or if any Officer is unable to carry out their duties.

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Deputy President (Clubs & Societies)

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10. The Deputy President (Clubs & Societies) shall:

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10.1. Take on Presidential duties as appropriate.

10.2. Be jointly responsible with Deputy President (Finance & Services) for the training, support and recognition of Clubs, Societies & Projects (CSP) volunteers, in conjunction with the relevant Union committees.

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10.3. Liaise with Union staff to ensure that appropriate support is being given to all Clubs, Societies & Projects.

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10.4. Be responsible for reporting student opinion on and needs of CSPs to the College and external bodies, suggesting areas for development and enhancing the student experience and provision for students, in conjunction with the relevant Union committees and staff.

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10.5. Be jointly responsible with Deputy President (Finance & Services) for overseeing support on financial matters to Clubs, Societies & Projects.

~~10.4. Represent Union Clubs and Societies to British Universities & Colleges Sports (BUCS).~~

10.6. Be responsible for overseeing the effective organisation of Freshers' Fair.

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Deputy President (Finance & Services)

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11. The Deputy President (Finance & Services) shall:

11.1. Take on Presidential duties as appropriate.

11.2. Be responsible for reporting student opinion on health and safety to the College and external bodies, suggesting areas for development, in conjunction with the relevant Union committees.

11.3. Be jointly responsible with Deputy President (Clubs & Services) for the training, support and recognition of Clubs, Societies & Projects (CSP) volunteers, in conjunction with the relevant Union committees and staff.

11.4. Be jointly responsible with Deputy President (Clubs & Societies) for overseeing support on financial matters to Clubs, Societies & Projects.

11.5. Be responsible for the Union's Financial Procedures.

11.6. Be responsible for the Union's Health and Safety Procedures.

11.7. Be responsible for the commercial services the Union provides, including, but not limited to: conferencing, retail and licensed trade services.

11.8. Be responsible for the marketing and sponsorship of the Union.

~~11.6. Be responsible for the Student Development portfolio ensuring excellent opportunities for development through the Union's training, volunteering and student social enterprise provisions~~

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Deputy President (Education)

10. The Deputy President (Education) shall:

10.1. Take on Presidential duties as appropriate.

10.2. Be responsible for reporting student opinion on academic affairs to the College, suggesting areas for development and enhancing the student experience and provision for students, in conjunction with the relevant Union committees.

10.3. Be responsible for the training, support and recognition of a Representation Network for the Academic Representatives of the Constituent Unions and other student bodies, in conjunction with the relevant Union committees and staff.

10.4. Liaise with the Constituent Unions on all academic matters concerning students.

10.5. Support student and staff led educational innovation within the College.

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Deputy President (Welfare)

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12. The Deputy President (Welfare) shall:

12.1. Take on Presidential duties as appropriate.

12.2. Be responsible for reporting student opinion on liberation and welfare issues to the College and external bodies, suggesting areas for development and enhancing the support provision for students, in conjunction with the relevant Union committees.

12.3. Be responsible for representing the welfare needs of all students, especially minority or underrepresented groups to the College.

12.4. Be responsible for the training, support and recognition of a Representation Network for the Wellbeing Representatives of the Constituent Unions and other student bodies, in conjunction with the relevant Union committees and staff.

12.5. Be responsible for overseeing the support to student led campaigns.

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President

~~8. The President shall;~~

~~8.1. Act as a Trustee ex-officio,~~

~~8.2. Be the chief executive officer of the Union,~~

~~8.3. Be the ultimate representative of the Union,~~

~~8.4. Be ultimately responsible for the whole Union, its Constituent parts, and its activities and governance,~~

~~8.5. Execute the policy and further the aims and objects of the Union,~~

~~8.6. Be responsible for constitutional development and preliminary interpretation,~~

~~8.7. Be ultimately responsible for the finances of the Union,~~

~~8.8. Be ultimately responsible for staffing and discipline issues,~~

~~8.9. Be responsible for Member and Associate Member discipline issues,~~

~~8.10. Be responsible for the Managing Director,~~

~~8.11. Be the manager of the other Officer Trustees in their role as employees and co-ordinate their work and that of the non-sabbatical Officers of the Union,~~

~~8.12. Delegate the duties and responsibilities of Officers in the case of vacancies or if any Officer is unable to carry out his or her duties,~~

~~8.13. Chair relevant Union Committees,~~

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- ~~8.14. Liaise with Union and College staff as appropriate,~~
- ~~8.15. Represent the Union on external committees as appropriate,~~
- ~~8.16. Be ultimately responsible for Health and Safety across the whole Union,~~
- ~~8.17. Report to Union Committees as appropriate, and~~
- ~~8.18. Negotiate extra duties for Union Officers where appropriate.~~

Deputy President (Clubs & Societies)

9. The Deputy President (Clubs & Societies) shall:

- ~~9.1. Act as a Trustee ex-officio,~~
- ~~9.2. Uphold the policy and further the aims and objects of the Union,~~
- ~~9.3. Take on Presidential duties as appropriate,~~
- ~~9.4. Be responsible to the President for the effective co-ordination and representation of Clubs, Societies & Projects, in conjunction with the relevant Union committees,~~
- ~~9.5. Be responsible to the President for the effective co-ordination of activities at non-South Kensington campuses, in conjunction with the relevant Union committees,~~
- ~~9.6. Be responsible for the effective co-ordination of volunteering within the Union and surrounding communities,~~
- ~~9.7. Be responsible for the organisation of Freshers' Fair,~~
- ~~9.8. Liaise with Union staff to ensure that appropriate support is being given to all Clubs, Societies & Projects,~~
- ~~9.9. Liaise with other Union and College staff as appropriate,~~
- ~~9.10. Attend the relevant Union Committees,~~
- ~~9.11. Represent the Union on external committees as appropriate,~~
- ~~9.12. Represent Union Clubs and Societies to British Universities & Colleges Sports (BUCS),~~
- ~~9.13. Report to Union Committees as appropriate, and~~
- ~~9.14. Negotiate other duties with the President.~~

Deputy President (Education)

10. The Deputy President (Education) shall

- ~~10.1. Act as a Trustee ex-officio,~~
- ~~10.2. Uphold the policy and further the aims and objects of the Union,~~
- ~~10.3. Take on Presidential duties as appropriate,~~
- ~~10.4. Be responsible to the President for reporting to the College student opinion on academic affairs and suggesting areas for development, and enhancing the student experience, internationalisation, outreach and provision for student development, in conjunction with the relevant Union committees,~~
- ~~10.5. Be for responsible for the training and running of a Representation Network for the Academic Representatives of the Constituent Unions and other student bodies,~~
- ~~10.6. Liaise with the Constituent Unions on all academic matters concerning students,~~
- ~~10.7. Liaise with Union and College staff as appropriate,~~
- ~~10.8. Attend the relevant Union Committees,~~
- ~~10.9. Represent the Union on external committees as appropriate,~~
- ~~10.10. Report to Union Committees as appropriate, and~~
- ~~10.11. Negotiate other duties with the President.~~

~~Deputy President (Finance & Services)~~

- ~~11. The Deputy President (Finance & Services) shall:~~
 - ~~11.1. Act as a Trustee ex-officio,~~
 - ~~11.2. Uphold the policy and further the aims and objects of the Union,~~
 - ~~11.3. Take on Presidential duties as appropriate,~~
 - ~~11.4. Be responsible to the President for the services the Union provides,~~
 - ~~11.5. Be responsible to the President for day-to-day administration of finances in accordance with the Union's Financial Procedures.~~
 - ~~11.6. Be responsible to the President for the finance-related aspects of Clubs, Societies & Projects,~~
 - ~~11.7. Be responsible to the President for the effective co-ordination and representation of student skills development and accreditation programmes operated by the Union,~~
 - ~~11.8. Be responsible for supporting the postgraduate student experience, in conjunction with the relevant Union committees,~~

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- ~~11.9. Liaise with Union and College staff as appropriate,~~
- ~~11.10. Represent the Union on external committees as appropriate,~~
- ~~11.11. Report to Union Committees as appropriate, and~~
- ~~11.12. Negotiate other duties with the President.~~

Deputy President (Welfare)

~~12. The Deputy President (Welfare) shall:~~

- ~~12.1. Act as a Trustee ex-officio,~~
- ~~12.2. Uphold the policy and further the aims and objects of the Union,~~
- ~~12.3. Take on Presidential duties as appropriate,~~
- ~~12.4. Be responsible to the President for identifying and informing College of student opinion on welfare issues and suggesting areas for development, and for coordinating and publicising all campaigns concerning,~~
 - ~~12.4.1. equal opportunities and welfare issues,~~
 - ~~12.4.2. liberation of under-represented groups,~~
 - ~~12.4.3. International students~~
- ~~12.5. Be responsible to the President for the Union's involvement in student accommodation provision,~~
- ~~12.6. Be responsible for representing the welfare needs of all students, especially minority or under-represented groups to the College,~~
- ~~12.7. Be responsible for maintaining and running a Welfare Network for the Union and Constituent Union Welfare Officers,~~
- ~~12.8.—~~
- ~~12.9. Liaise with Union and College staff as appropriate,~~
- ~~12.10. Attend the relevant Union Committees,~~
- ~~12.11. Represent the Union on external committees as appropriate,~~
- ~~12.12. Report to Union Committees as appropriate, and~~
- ~~12.13. Negotiate other duties with the President.~~

Job Descriptions for other Union Officers

The Council Chair

~~13.8.~~ The Council Chair shall:

- ~~13.1.8.1.~~ Act as a Trustee ex-officio,
- ~~13.2.8.2.~~ Chair Union Council and other relevant Union committees,
- ~~13.3.8.3.~~ Uphold the Constitution and Bye-Laws in Union Council,
- ~~13.4.8.4.~~ Be independent and impartial in all proceedings and duties as Council Chair,
- ~~13.5.~~ ~~Not sit as an ordinary member of the Executive Committee,~~
- ~~13.6.8.5.~~ Carry out such duties and responsibilities as may, from time to time, be laid down by the Union Council.

The Presidents of Constituent Unions

~~14.9.~~ The Presidents of Constituent Unions, in addition to any duties laid down by their respective Constitution, shall be responsible to the President for:

- ~~9.1.~~ Representing the interests of their members at the appropriate Union, Faculty and College Committees,

~~14.1.9.2.~~ The duty of care to and health and safety of their members

- ~~14.2.9.3.~~ Development and preliminary interpretation of their constitutions.

~~15.10.~~ The Presidents shall also:

- ~~15.1.10.1.~~ Be responsible to the Deputy President (Finance & Services) for all aspects of their Constituent part's finances,

~~10.2.~~ Be responsible to the Deputy President (Clubs & Societies) for the management of

~~15.2.~~ their Constituent Clubs, Societies & Projects (CSP)

~~Be responsible to the Deputy President (Clubs & Societies) for the duty of care and health and safety of their members,~~

- ~~15.3.10.3.~~ Be responsible to the Deputy President (Education) for the academic issues of their members,

- ~~15.4.10.4.~~ Be responsible to the Deputy President (Welfare) for the welfare issues of their members,

- ~~15.5.10.5.~~ Be accountable to Council for the activities of their Constituent Union, and

- ~~15.6.10.6.~~ Carry out such duties as may from time to time, be laid down by the President, Union Council ~~or Executive Committee.~~

The Constituent Union Academic Affairs Officers

~~16.11.~~ The Academic Affairs Officers of Constituent Unions, in addition to any duties laid down by their respective Constitution, shall be responsible to the President for representing the academic interests of their members,

~~17.12.~~ The Academic Affairs Officers shall also:

~~17.1.12.1.~~ Be the academic representative to the Union and the College for the students in their constituency,

~~17.2.12.2.~~ Co-ordinate the activities of the other representatives in their constituency,

~~17.3.12.3.~~ Feedback all relevant decisions and information to students in their constituency,

~~17.4.12.4.~~ Be responsible to the Deputy President (Education) for the academic representation of students in their constituency,

~~17.5.12.5.~~ Hold meetings with all Department Representatives for their constituency,

~~17.6.12.6.~~ Carry out such duties as may, from time to time, be laid down by ~~the Council~~ the Union Council or the Education & Representation Board,

~~17.7.12.7.~~ ~~Submit termly reports detailing all activity in their capacity as a representative to the Education & Representation Board.~~

Commented [ACC-IP42]: Should move to relevant subcommittee standing orders if desired

The Constituent Union Welfare Officers

~~18.13.~~ The Welfare Officers of Constituent Unions, in addition to any duties laid down by their respective Constitution, shall be responsible to the President for representing the welfare interests of their members,

~~19.14.~~ The Welfare Officers shall also:

~~19.1.14.1.~~ Be the welfare representative to the Union and the College for the students in their constituency,

~~19.2.14.2.~~ Co-ordinate the activities of the other representatives in their constituency,

~~19.3.14.3.~~ Feedback all relevant decisions and information to students in their constituency,

~~19.4.14.4.~~ Be responsible to the Deputy President (Welfare) for the welfare issues of students in their constituency,

~~19.5.14.5.~~ Hold meetings with all Department Representatives for their

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constituency,

~~19.6.14.6.~~ Carry out such duties as may, from time to time, be laid down by ~~the Council~~ the Union Council or the Communities & Welfare Board,

~~19.7.~~ ~~Submit termly reports detailing all activity in their capacity as a representative to the Communities & Welfare Board.~~

Commented [NA-IP43]: Should this remain?

Commented [ACC-IP44]: Should move to relevant subcommittee standing orders if desired

The Management Group Chairs

~~20.15.~~ The Management Group Chairs shall fulfil their duties as set out in their respective Standing Orders.

The Union Welfare-Liberation & Community Officers

~~21.16.~~ The Union Welfare-Liberation & Community Officers shall be responsible to the Deputy President (Welfare) for representing the welfare interests of the members that affiliate with their remit,

~~22.17.~~ The Welfare-Liberation & Community Officers shall also:

~~22.1.17.1.~~ Be the welfare representative to the Union and the College for the students that affiliate with their remit,

~~22.2.17.2.~~ Co-ordinate the campaigns within their remit, taking into account the involvement of students based at non-South Kensington campuses and adjusting plans accordingly.~~Co-ordinate the campaigns within their remit,~~

~~22.3.17.3.~~ Carry out such duties as may, from time to time, be laid down by ~~the Council~~ the Union Council or the Communities & Welfare Board,

~~22.4.17.4.~~ ~~Submit termly reports detailing all activity in their capacity as a representative to the Communities & Welfare Board.~~

E.F. Complaints & Discipline

Jurisdiction & Responsibilities

1. These Bye-Laws shall apply to all Members and Associate Members except:
 - 1.1. Trustees of the Union, who shall be dealt with in accordance to ~~the Constitution~~Section B (Trustees), and complaints for whom should be directed to the Chair of the Trustee Board, or the President in the case of the Chair of the Trustee Board.
 - 1.2. Members of the College staff who are also registered students of the College shall be dealt with under the relevant College disciplinary procedure for staff, and not this policy. The President may exclude such individuals from Union premises and facilities pending College disciplinary action, and shall inform their head of department if so doing.
 - 1.3. Permanent Union staff who will be disciplined within the provisions of Imperial College HR policy and their contractual agreement. The Managing Director is responsible through the President to the ~~Trustee Board~~Board of Trustees for staff discipline in the Union. The President and the ~~Trustee Board~~Board of Trustees Chair are responsible to the ~~Trustee Board~~Board of Trustees for the discipline of the Managing Director.
2. Officers, volunteers, representatives and holders of committee positions may only be suspended, censured or dismissed within the provisions of these Bye-Laws.
3. Members and Associate Members may only be disciplined within the provisions of these Bye-Laws.
4. The President is responsible to the ~~Trustee Board~~Board of Trustees for Member and Associate Member discipline in the Union.
5. The License holder for the Union's Commercial Services outlets, or their appointed representative, additionally has the right to warn or ban – temporarily or permanently – anyone from the Union's Commercial Services outlets under licensing law. By extension, anyone excluded from any Union premises licensed for the sale of alcohol will be informed that it is College policy that the exclusion will cover all College licensed premises and that the relevant people will be informed.
6. In any case which involves a computing offence or misconduct simultaneously involving the Union and other jurisdictions under the College Code of Discipline, the President shall liaise with the ~~College Faculty Senior Tutors Tutors~~ in respect of the appropriate disciplinary jurisdiction in the Union or College. In particularly grave cases, the President, may refer a disciplinary matter directly to the College Discipline Committee.
7. A particular area or facility within the Union may have rules applicable to it which

Commented [ACC-IP45]: Update if necessary

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involve the restriction, suspension or exclusion of people from its use.

8. These Bye-Laws shall deal with:

8.1. Misconduct

8.2. Bringing, or having the potential to bring, the Union into disrepute.

8.3. Poor performance

and may result in a warning, investigation, censure, a motion of no-confidence, a summary or formal punishment. For the avoidance of doubt, any person reporting on or communicating about another person bringing the Union into disrepute does not itself constitute bringing the Union into disrepute.

Complaints

9. This complaints procedure is provided for all students or groups of students who:

9.1. Are dissatisfied in their dealings with the Union outside of the electoral process,

9.2. Claim that they have been unfairly disadvantaged by reason of having exercised their right not to be a member of the Union, or

9.3. Are dissatisfied with the conduct or performance of the Union, another Member or Associate Member covered by this Bye-Law.

10. Any complaint shall in the first instance be referred to the President who shall delegate to the relevant authority who shall take such steps as are reasonable to meet the complaint.

11. If a complainant is dissatisfied with the resolution of the complaint by the President or other person, it shall be referred to the ~~Trustee Board~~Board of Trustees's Governance Committee.

12. The President or relevant authority shall respond to any complaint within ~~ten~~ (10) clear College days.

13. If a complaint is upheld an effective remedy should be provided, which may, but need not, involve disciplinary action under this Bye-Law.

14. If a complainant is still dissatisfied with the resolution of the complaint they may pursue the matter with the College under the Code of Practice.

Discipline

Warnings

15. A warning shall take the following forms:

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- 15.1. A verbal warning, which may take the form of an informal or formal discussion of the problem. This shall be reported to the Governance Committee.
- 15.2. A written warning, which will take the form of a letter written by the relevant authority and copied to the Governance Committee.
16. The relevant authority issuing the warning must inform the defendant being warned of his or her rights of appeal.

Investigations

17. The purpose of the investigation is to establish any facts and explanations that may be relevant to an allegation.
18. The investigation, if undertaken, must:
 - 18.1. Be managed by a person senior in office to the defendant, or an independent person (who may, but need not be a Member or Associate Member of the Union),~~r~~
 - 18.2. Put the allegations and evidence of misconduct to the subject of investigation in a manner ~~he or she~~they can understand,
 - 18.3. Be concluded prior to a decision being taken on whether to uphold disciplinary action.

Suspension

19. The President or the Governance Committee may suspend any defendant from any position they hold within the Union if there are reasonable grounds for so doing, and in particular:
 - 19.1. Gross or serious misconduct is alleged,
 - 19.2. There may be risks to third parties or Union or College property
 - 19.3. Where the working relationship between the defendant and others may be impaired, or
 - 19.4. To assist, if necessary, an investigation.
20. The person or body suspending shall determine the extent of the suspension, which shall not restrict the defendant's ordinary rights as a Member or Associate Member of the Union.
21. A suspension including removing the right to attend and vote at any Union meeting requires the approval of the Governance Committee.
22. A suspension by the President for more than ~~ten~~~~(10)~~ clear College days requires the Governance Committee to be satisfied and remain satisfied that the grounds of the suspension are reasonable and proper.

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23. The President or ~~Trustee Board~~Board of Trustees, as appropriate, may allocate any duties of a suspended officer during the course of a suspension. Any suspension may only continue for as long as is reasonable. For the avoidance of doubt, voting rights at any Union meeting cannot be transferred from the suspended officer.

Censure and No Confidence Motions

24. The Union Council may censure or dismiss with a two-thirds voting majority any Member of the Union holding elected office within the jurisdiction of these Bye-Laws.

25. Motions of censure or no confidence shall be proposed to ~~the Council~~the Union Council by one of the following people and methods:

25.1. By a Member of the Union, seconded by twenty Members of the Union. The petition shall include the signatures or College identification numbers ("CIDs") and printed names, departments and years of the petitioners.

25.2. By the President

25.3. By the Council Chair.

~~25.4. By a motion from the Executive Committee.~~

~~26. The Executive Committee may not act on behalf of Union Council in censuring or dismissing any defendant.~~

~~27-26.~~ All motions of censure or no confidence must:

~~27.1-26.1.~~ Name individual officers or representatives,

~~27.2-26.2.~~ State clearly in writing the grounds of the complaints,

~~27.3-26.3.~~ State the nature and conclusions of any relevant investigations undertaken,

~~27.4-26.4.~~ Include details of previous warnings,

~~27.5-26.5.~~ Include details of any part of the Constitution, Bye-Laws or Policies alleged to have been breached,

~~27.6-26.6.~~ Be presented with its supporting petition to the relevant authority, at least ~~five (5)~~ clear College days before Union Council.

~~28-27.~~ No motion of censure may lie against a person already censured.

~~29-28.~~ Upon receipt of the motion of censure or no confidence the relevant authority will take all reasonable steps to inform the defendant of the grounds of the complaint, the procedures laid out in this document and the date of the meeting.

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~~30-29.~~ The vote upon the motion and any disputed amendment to it shall be held by secret ballot, and may not be proxied.

~~31-30.~~ The motion of censure or no confidence must be approved by a two-thirds majority of those present and voting.

~~31.~~ A motion of censure or no confidence which has been voted on and rejected may not later be reconsidered by ~~the Council~~ the Union Council.

~~32.~~ Minutes will be taken for a motion of censure or no confidence but will not be posted on the Union's website.

~~32.1.~~ Minutes for a motion of censure or no confidence will only be used in regards to an appeal to Board of Trustees. Minutes are to be retained for a minimum of 20 College days once an appeal has concluded.

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Disqualification from Office

33. A person dismissed from office by ~~the Council~~ the Union Council by virtue of a motion of no confidence under these Bye-Laws may not be elected to or hold that office again.

34. The Union Council may remove this disqualification.

Summary Punishment

35. The power and responsibility for curtailing or containing the immediate effects of misconduct and imposing summary punishment where appropriate rests with the relevant authority outlined in Clauses 4 or 6.

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36. Where summary punishment is appropriate, it shall be imposed on the spot, or with the least possible delay, and shall be limited to any, all or a combination of the following:

36.1. a reprimand;

36.2. expulsion, not exceeding ~~seven (7)~~ days, from the use of the area where the misconduct occurred;

36.3. suspension, not exceeding ~~seven (7)~~ days, from the use of a particular facility;

36.4. a charge, up to a maximum to be determined, from time to time, by the ~~College Tutors~~ Faculty Senior Tutors and the President, to meet the cost in whole or part of replacing the damaged property or equipment;

~~36.5.~~ a fine, up to a maximum to be determined, from time to time, by the ~~College Tutors~~ Faculty Senior Tutors and the President;

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~~36.5-36.5.1.~~ This amount should not exceed £500

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36.6. 'Union Service', i.e. work on College campuses of benefit to the College community.

36.7. revocation of or reduction in financial authority,

36.8. in relation to a club, society, project or recognised section thereof, a freeze in their budget or other privileges of a club or society for any finite period

36.9. attendance at appropriate training (whether Union or external)

36-8-37. Unless in relation to Clause 36.4, a monetary fine should be avoided.

Commented [ACC-IP48]: Students in hardship should not be fined financially and union service should be considered instead

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37-38. Summary punishment may be imposed upon any person, club, society or project. It may not be imposed upon a person or body who is being referred to the Governance Committee for the same misconduct.

38-39. The authority imposing summary punishment must inform the person being disciplined of the punishment and ~~his or her~~their right of appeal.

Cases where Summary Punishment is inappropriate

39-40. The Governance Committee shall deal with misconduct which in the opinion of the relevant authority, cannot be dealt with adequately by means of summary punishment.

40-41. In cases involving misuse of Union equipment or facilities, breaches of Union or College safety rules or potential danger to students, staff or other persons and where the relevant authority had referred it to the Governance Committee, a suspension or expulsion may be imposed until such time as the Governance Committee has reached a decision.

41-42. In cases of serious misconduct by medical students, the President should report the allegations against the student to the ~~Principal of the~~ Faculty of Medicine. The ~~Principal Faculty~~ shall decide whether and if so what extra restrictions should be placed on the student's activities.

42-43. Students should be aware of the implications of misconduct which is also a criminal offence. This could invoke criminal investigation in addition to Union or College disciplinary procedures. If considered necessary, Union disciplinary procedures may be suspended by the President pending the outcome of criminal procedures.

43-44. The Governance Committee may impose one or more of the following penalties:

43-1-44.1. a reprimand,

44.2. a fine, up to a maximum to be determined, from time to time, by the ~~College Faculty Senior~~ Tutors and President;

43-2-44.2.1. this amount should not exceed £500

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~~43.3-44.3.~~ a charge to meet the cost in whole or in part of replacing damaged property or equipment,

~~43.4-44.4.~~ a charge to meet the cost in whole or in part of any funds lost through mismanagement,

~~43.5-44.5.~~ expulsion or suspension from any part of the Union or its facilities for such period as the Governance Committee may determine,

~~43.6-44.6.~~ expulsion from any part of the Union's premises for such period as the committee may determine, which may include permanent expulsion,

~~43.7-44.7.~~ expulsion or suspension from membership of a club or society,

~~43.8-44.8.~~ revocation of or reduction in financial authority,

~~43.9-44.9.~~ 'Union service', i.e. work on Union or College campuses of benefit to the College community,

~~43.10-44.10.~~ in relation to a club, society, project or recognised section thereof, a freeze in their budget or other privileges of a club or society for any finite period,

~~44.11.~~ in relation to a holder of an elected post in the Union, a recommendation to the President ~~or appropriate committee chair~~ that a proposal of censure or no confidence is made to ~~Union the Council~~ the Union Council ~~or any other committee entitled to pass it.~~

~~44.12.~~ attendance at appropriate training (whether Union or external)

~~43.11-45.~~ Unless in relation to Clauses 44.3 and 44.4, a monetary fine should be avoided.

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~~44.46.~~ The Governance Committee may instead refer any disciplinary matter to the College Discipline Committee. If so, doing it may impose a suspension or expulsion until such time as the College Discipline Committee reaches a decision.

~~45.47.~~ The Union may, in addition to any penalty, take legal action to recover any sums owing to it. Any funds paid as a result of legal action shall be set off against a penalty charge if relating to the same offence.

~~46.48.~~ Where a person is excluded from any Union premises licensed for the sale of alcohol, he or she will be informed that it is College policy that the exclusion will cover all College licensed premises and that the relevant people will be informed.

~~47.49.~~ Where misconduct leads to prosecution in an outside court, the Governance Committee shall take note of the fact and the outcome in imposing any penalty.

~~48.50.~~ Any fine collected shall be donated to the College Student ~~Hardship Support~~

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Fund.

~~49-51.~~ If the student or representative of a club or society is absent, the Union shall notify them of any penalty and rights of appeal.

Breach of Penalty

~~50-52.~~ If a person or body does not pay any fine or compensation within ~~ten (10)~~ clear College days, or is alleged to have breached any other penalty imposed, the matter will be referred to the Governance Committee by the President. They shall determine whether there are any extenuating circumstances such as financial hardship in relation to paying any fine or charge, and whether or not the penalty was complied with. The Governance Committee may then impose a different or an additional penalty or refer the matter to the College Discipline Committee.

Appeal Procedure

~~53.~~ Any person subject to disciplinary action under this Bye-Law may only lodge an appeal on the grounds of:

~~53.1.~~ Procedural irregularity in the conduct of the disciplinary procedure

~~53.2.~~ The availability of new evidence which could not reasonably have been expected to be presented prior to the consideration of the allegation and the application of the penalty

~~53.3.~~ The disproportionate nature of the penalty

~~54-54.~~ Any person subject to disciplinary action under this Bye-Law may appeal to the following authorities, in increasing order of seniority:

~~54.1.~~ The President,

~~54.2-54.1.~~ The Governance Committee, and

~~54.3-54.2.~~ The ~~Trustee Board~~Board of Trustees (whose decision is final).

~~52-55.~~ Any person censured or dismissed under this Bye-Law may appeal to the following authorities, in increasing order of seniority:

~~52-4-55.1.~~ The Governance Committee, and

~~55.2.~~ The ~~Trustee Board~~Board of Trustees (whose decision is final).

~~56.~~ The appeal will not consider the case afresh but shall consider whether the initial hearing and outcome were fair against the stated grounds of the appeal set out in ~~Clause 53.~~

~~57.~~ Those considering the appeal shall have the authority to confirm, set aside, reduce or increase the penalty previously applied.

Commented [ACC-IP49]: These have been taken from College's disciplinary procedures and give clearer guidance to students on appeals. The lack of clarity as to what grounds students are appealing on has caused confusion and delayed the process several times this year

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Commented [ACC-IP50]: Any appeal should not be considered by one person alone

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52-2-58. Appeals must be submitted with 10 clear College days of a notification of outcome.

F.G. Major Elections

Application

1. These Bye-Laws shall apply for all elections conducted by cross-campus ballot, and for all elections of members referred to in the Constitution other than
 - 1.1. Management Group Chairs and Treasurers.
 - 1.2. ~~Ordinary Members of Council~~ Representatives to Council

The Returning Officer

2. The Governance Committee will, at least once per academic year, appoint an appropriately qualified person to act as the Returning Officer, who may not be a current Member of the Union and whose appointment must be ratified by the ~~Trustee Board~~ Board of Trustees.
3. The Returning Officer shall:
 - 3.1. Be the final interpreter of the Major Elections Bye-Laws.
 - 3.2. Appoint (and dismiss if necessary) deputy returning officers and other officials to ensure the good conduct and administration of the elections.
 - 3.3. Oversee the count and declare the results of the elections.
 - 3.4. Set rules, regulations and guidelines other than these election Bye-Laws to govern the conduct of the election.
 - 3.5. Seek legal advice if ~~he/she/they~~ believes that statements made or the contents of publicity could leave the Union open to legal action.
 - 3.6. Rule out of order any statement or the content of any publicity which in the Returning Officer's view is in breach of the constitution, the law or any other appropriate rules and guidelines.
 - 3.7. Be empowered to issue warnings to candidates in accordance with these election Bye-Laws and any rules and regulations issued in accordance with the above.
 - 3.8. Be empowered to issue fines to candidates up to a maximum set by the ~~President~~ Governance Committee, in accordance with these election Bye-Laws and any rules and regulations issued in accordance with the above.
 - 3.9. Deliver, or ensure the delivery of, appropriate training to all election candidates.
 - 3.10. Make available an information pack to potential candidates for each election outlining relevant rules and procedures.

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4. The following powers shall be reserved by the Governance Committee having taken advice from the Returning Officer:
 - 4.1. Disqualifying a candidate,
 - 4.2. Ordering a re-run, and
 - 4.3. Setting aside ballot papers.

Complaints

5. The Returning Officer shall deal with complaints regarding the conduct of candidates, their supporters and campaigns, and the administration of elections.
6. Complaints regarding the conduct of the Returning Officer shall be referred to the ~~Trustee Board~~Board of Trustees. The onus is on the complainant to set out such complaints in writing for the ~~Trustee Board~~Board of Trustees's consideration. The ~~Trustee Board~~Board of Trustees may order a re-run of the whole or part of the election should the complaint be upheld.

~~6.6.1. Complaints regarding the conduct of the Returning Officer must be submitted within 10 College days of the declaration of results.~~

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The Process of Elections

7. The Returning Officer shall produce an election timetable, not less than ~~five (5)~~ clear College days in advance of nominations opening which shall outline:
 - 7.1. The process for nomination, with nominations open for at least ~~three (3)~~ College days.
 - 7.2. Details of candidates' meetings
 - 7.3. Details for the submission of manifestos
 - 7.4. Details of any hustings
 - 7.5. Arrangements for the ballot, with voting open for at least ~~two (2)~~ College days.
 - 7.6. Arrangements for the count
8. The Returning Officer shall produce details of the arrangements for balloting and for complaints procedures, and ensure that they are publicised to all Members eligible to stand, and or vote.
9. The election will be conducted in accordance with the rules outlined by the Electoral Reform Society for running elections by the Single Transferable Vote system for elections with more than one position available, and the Alternative Vote system for elections with one position available.

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10. The Returning Officer shall ensure that any additional details, or amendments to the arrangements, are publicised to all students in a timely fashion.
11. The Returning Officer shall ensure that all candidates sign a statement of intent that they will take up the position, and that they are satisfied the election has been run fairly before the count.
12. No candidate may challenge the result of the election once the count has been held.

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Nominations

13. Nomination forms will be available to all Members eligible to stand.
14. It shall be the responsibility of nominees to ensure that nomination forms are completed accurately and submitted before the deadline.
15. Nomination forms shall require ~~one~~ (1) seconder.
16. Any Member of the Union eligible to vote in the election may second a candidate.
17. The Returning Officer shall have the sole responsibility for declaring a submitted nomination form valid.
18. When the Returning Officer is satisfied, all valid nominations shall be confirmed with the candidates and published.

Manifestos

19. Manifestos must be submitted by the date laid down in the election timetable and must comply with any format requirements stipulated by the Returning Officer.
20. The Returning Officer will ensure that manifestos are available to voters at the point of ballot.

Campaign Publicity

21. The Returning Officer will determine the allowance for publicity available to each candidate for each election.
22. The Returning Officer shall stipulate a maximum amount that candidates may spend on their own election campaigns.
23. All candidates in each election shall have an equal publicity allowance.
24. The Returning Officer shall draw up regulations for the conduct of candidates' campaigns. Any breach of these regulations could lead to disqualification from the election.

Hustings

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25. The Returning Officer may arrange a hustings for the candidates in an election.
26. Candidates will be informed of the format of any hustings at the initial candidates' meeting.

Withdrawal

27. Any candidate may withdraw from the election at any point by informing the Returning Officer.
28. If a candidate withdraws during the ballot, or after a point at which the ballots cannot be amended, the Returning Officer will ensure that the voters' next preferences are counted in accordance with the principles of the Electoral Reform Society.

Voting

29. The Returning Officer will ensure that all eligible members of the Union can vote.
30. The Returning Officer shall decide the method of voting and publicise it appropriately.
31. The Voters shall be able to express preferences for as few or as many candidates as they wish subject to the instructions on ballot papers.
32. Ballots shall bear the chosen name of each candidate, and of the position being contested.
33. The order of names on the ballot shall be decided by the drawing of lots or by using an electronic system which ensures the order of names on the ballot is chosen at random.
34. There will be a facility for voting for "Re-Open Nominations".
35. Voting shall be by secret ballot.

Declaration

36. Results of the election shall be declared by the Returning Officer when the count for each post has been successfully completed.
37. A list of successful candidates will be published within ~~one~~(1) clear day of the declaration of the results.

By-Elections and Co-Options

38. If any Union Office falls vacant, Union Council shall determine if and when a by-election should be called, except the Officer Trustees and elected Student Trustees, in which case the vacancy will be resolved in accordance with the Constitution & Bye-Laws.

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37.1. This timeline should be ratified by the Governance Committee

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G.H. Minor Elections

Application

1. These Bye-Laws shall apply for all elections not covered by the Major Elections Bye-Laws.

The Returning Officer (RO)

4. The body holding an election will appoint an appropriately qualified person to act as the Returning Officer, who must be a Member of the Union.
5. The Returning Officer shall:
 - 5.1. Be the initial interpreter of the Minor Elections Bye-Laws and any election regulations
 - 5.2. Be responsible to the President, who shall be the final interpreter should dispute occur.
 - 5.3. Oversee the count and declare the results of the elections.
 - 5.4. Set rules, regulations and guidelines other than these Bye-Laws to govern the conduct of the election.
 - 5.5. Seek legal advice if ~~he/she~~they believes that statements made or the contents of publicity could leave the Union open to legal action.
 - 5.6. Rule out of order any statement or the content of any publicity which in the RO's view is in breach of the constitution, the law or any other appropriate rules and guidelines.
 - 5.7. Be empowered to issue warnings to candidates
 - 5.8. Be empowered to ask the President to remove candidates from the election at any point in accordance with these election Bye-Laws and any rules and regulations issued in accordance with the above.
 - 5.9. Be empowered to order recounts, or declare election processes null and void.

Complaints

6. The President is the ultimate official competent to deal with complaints regarding the conduct of candidates, their supporters and campaigns, and the administration of elections.

7. Complaints regarding the conduct of the Returning Officer shall be referred to the President. The onus is on the complainant to set out such complaints in writing for the President's consideration.

7.1. Complaints regarding the conduct of the Returning Officer must be submitted

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within 10 College days of the declaration of results.

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The Process of Elections

8. The Returning Officer shall produce an election timetable, which shall outline:
 - 8.1. The process for nomination
 - 8.2. Details for the submission of manifestos
 - 8.3. Arrangements for the ballot
9. The Returning Officer shall produce details of the arrangements for balloting and for complaints procedures, and ensure that they are publicised to all Members of the Union who are eligible to vote in the election being held no less than ~~five (5)~~ clear College days in advance of the nominations period opening.
10. The election will be conducted in accordance with the rules outlined by the Electoral Reform Society for running elections by the Single Transferable Vote system for elections with more than one position available, and the Alternative Vote system for elections with one position available.
11. The Returning Officer shall ensure that any additional details, or amendments to the arrangements, are publicised to all students in a timely fashion.
12. No candidate may challenge the result of the election once the count has been held.

Nominations

13. Nomination forms will be available to all Members eligible to stand for election, in accordance with the body's constitution or standing orders.
14. It shall be the responsibility of nominees to ensure that nomination forms are completed accurately and submitted before the deadline.
15. The Returning Officer shall have the sole responsibility for declaring a submitted nomination form valid.

Manifestos

16. Manifestos must be submitted by the date laid down in the election timetable and must comply with any format requirements stipulated by the Returning Officer.

Campaign Publicity

17. No allowance will be made available to candidates for publicity.
18. The Returning Officer must stipulate an amount that candidates may also spend on their own election campaigns.

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19. All candidates shall have an equal publicity allowance.
20. The Returning Officer shall draw up regulations for the conduct of candidates' campaigns. Any breach of these regulations could lead to disqualification from the election.

Withdrawal

21. Any candidate may withdraw from the election at any point by informing the Returning Officer.
22. If a candidate withdraws during the ballot, or after a point at which the ballots cannot be amended, the Returning Officer will ensure that the voters' next preferences are counted in accordance with the principles of the Electoral Reform Society.

Voting

23. The Returning Officer will ensure that all eligible members of the Union can vote.
24. The Returning Officer shall decide the method of voting and publicise it appropriately.
25. There will be a facility for voting for "Re-Open Nominations".
26. Voting shall be by secret ballot, unless unanimously agreed otherwise.

Declaration

27. Results of the election shall be declared by the Returning Officer when the count for each post has been successfully completed.

By-Elections and Co-Options

28. By-Elections shall be held at an Extraordinary General Meeting and in accordance with these Bye-Laws as though they were ordinary Minor Elections.

~~A.~~

B. Referenda

~~14. A Referendum may be called on any issue by:~~

~~14.1 a resolution of the Trustees;~~

~~14.214.1 The Union President,~~

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~~44.314.1 a vote of the Union Council; or~~

~~44.414.1 a petition signed by at least 10% of Members~~

~~4514 Subject to Clause 22.4, a resolution may only be passed by Referendum if at least 10% of Members cast a vote in the Referendum and a majority of the votes cast are in favour of the resolution.~~

Field Code Changed

~~4614 Referenda shall be conducted in accordance with this Constitution and the Bye-Laws.~~

~~4714 Subject to Clause 73, the Members may set Policy by Referenda. Policy set by Referenda will overturn Policy set either by the Members in general meeting or by the Union Council.~~

Field Code Changed

Officer Trustees

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~~18 Up to five Officer Trustees shall be elected by secret ballot by the Members of the Union at an election to be held in accordance with the Bye-Laws. The Officer Trustees shall be elected to posts set out in the Bye-Laws.~~

~~19 The Officer Trustees 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, an Officer Trustee may be re-elected for a maximum further term of one year by the Members of the Union at an election to be held in accordance with the Bye-Laws, subject to compliance with Imperial College London's rules on Sabbatical terms. An Officer Trustee's terms of office may be either consecutive or non-consecutive.~~

~~20 Each Officer Trustee must be a Student or an Officer Trustee at the time of his or her election. An Officer Trustee shall continue as, or become a Member of the Union on commencement of his or her appointment or re-appointment as an Officer Trustee. Such membership shall cease when the Officer Trustee ceases to be an Officer Trustee, unless they return immediately to studying at Imperial College London.~~

~~21 The Officer Trustees shall be deemed to be "major union office holders" for the purposes of Section 22 of the Education Act.~~

~~22 At the same time as commencing the term of office as a Trustee, the Officer Trustee will enter into a contract of employment with the Union for a term to be determined in accordance with the Bye-Laws. The duties and method of remuneration of each Officer Trustee shall be as set out in the Bye-Laws.~~

Student Trustees

- ~~23 — Subject to Clause 45 below, up to two Student Trustees shall be elected by secret ballot by the Members at an election to be held in accordance with the Bye-Laws.~~
- ~~24 — Each Student Trustee must be a Student at the time of his or her election (and must continue to be a Student for the duration of his or her term as a Student Trustee).~~
- ~~25 — Elected Student Trustees 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 the alteration of the year start or end.~~
- ~~26 — An elected Student Trustee may serve a maximum of two consecutive terms or non-consecutive terms.~~
- ~~27 — Up to two Student Trustees shall be appointed by a simple majority vote of the Board of Trustees, who will receive advice on the appointment from the Appointments and Remuneration Committee, provided that the appointment of each Student Trustee is ratified by a two thirds majority vote of the Union Council.~~
- ~~28 — Unless their appointment is terminated in accordance with Clauses 60 to 64, appointed Student Trustees shall remain in office for a term of one year.~~
- ~~29 — Appointed Student Trustees may serve for a maximum of up to two terms which may be either consecutive or non-consecutive.~~

Alumni Trustees

- ~~30 — One Alumni Trustee shall be appointed by a simple majority vote of the Board of Trustees, who will receive advice on the appointment from the Appointments and Remuneration Committee, provided that the appointment of each Alumni Trustee is ratified by a two thirds majority vote of the Union Council.~~
- ~~31 — Unless their appointment is terminated in accordance with Clauses 60 to 64, Alumni Trustees shall remain in office for a term of up to three years.~~
- ~~32 — Alumni Trustees may serve further terms of office, subject to the appointment process outlined in Clause 54.~~

External Trustees

- ~~33 — Up to four External Trustees shall be appointed by a simple majority vote of the Board of Trustees, who will receive advice on the appointment from the Appointments and Remuneration Committee, provided that the appointment of each External Trustee is ratified by a two thirds majority vote of the Union Council.~~
- ~~34 — Unless their appointment is terminated in accordance with Clauses 60 to 64, External Trustees shall remain in office for a term of up to three years.~~

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~~35 — External Trustees may serve further terms of office, subject to the appointment process outlined in Clause 54.~~

Chair and Deputy Chair

~~36 — The Trustee Board shall appoint an Alumni Trustee or External Trustee to act as Chair and may at any time remove him or her from office.~~

~~37 — The Trustee Board may appoint one of their number to act as Deputy Chair and may at any time remove him or her from office. The role of the Deputy Chair will be to support the Chair.~~

~~38 — In the absence of the Chair and the Deputy Chair, another Trustee appointed by the Trustee Board shall preside as chair of the meeting.~~

Disqualification, Resignation and Removal of Trustees

~~39 — The office of a Trustee shall be vacated if:~~

~~39.1 — he or she becomes prohibited by law from being a charity trustee;~~

~~39.2 — in the case of an Officer Trustee, he or she ceases to be an employee of the Union;~~

~~39.3 — in the case of a Student Trustee, he or she ceases to be a Student;~~

~~39.4 — he or she resigns by notice to the Union (but only if at least four Trustees will remain in office when the notice of resignation is to take effect);~~

~~39.5 — the Trustees reasonably believe he or she is suffering from mental or physical disorder and is incapable of acting as a Trustee and they resolve that he or she be removed from office;~~

~~39.6 — he or she fails to attend two consecutive meetings of the Trustee Board and in the opinion of the Trustees there are no mitigating circumstances for that failure and the Trustees therefore resolve that he or she be removed for this reason; or~~

~~39.7 — he or she is removed from office under Clauses 61 to 62.~~

Removal of Trustees by the Members or the Union Council

~~40 — The office of a Trustee shall be vacated if:~~

~~40.1 — a motion of no confidence in the Trustee is passed by a simple majority of the Members voting in a Referendum, provided that at least 10% of Members cast a vote in the Referendum. Such a motion shall only be triggered by a petition of no confidence signed by at least 10% of Members; or~~

~~40.2 — a motion of no confidence in the Trustee is passed by a two thirds majority in a vote of the Union Council.~~

Removal of Trustees by the Board

~~41 — The office of a Trustee shall be vacated if a majority resolution of no confidence 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 adjusted accordingly in accordance with Clause 92.~~

Rights of Removed Trustee

~~42 — A resolution to remove a Trustee in accordance with Clause 61 and 62 shall not be passed unless the Trustee concerned has been given at least ten (10) clear College days' notice in writing that the resolution is to be 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 to the Trustees.~~

~~43 — A Trustee removed from office in accordance with Clause 61 and 62 shall be entitled to appeal the decision to remove him or her to an Appeals Panel within ten (10) clear College days of the resolution. The Appeals Panel shall be made up of a nominee of Imperial College London, one independent person and an officer of another students' union. The independent person shall be a Member who is not a Trustee or a member of the Union Council.~~

Replacement of Trustees

~~44 — If an Officer Trustee resigns, is disqualified or removed from office at any time prior to the commencement of the Academic Year, the vacancy that results on the board of Trustees shall be filled in accordance with the Bye-Laws.~~

~~45 — If an Officer Trustee resigns, is disqualified or removed from office after the commencement of the Academic Year the vacancy shall remain until the next elections are held.~~

~~46 — If an elected Student Trustee resigns, is disqualified or removed from office, a Student Trustee may be elected to the vacancy in accordance with Clause 44~~

~~47 — If an Appointed Student Trustee, an Alumni Trustee or an External Trustee resigns, is disqualified or removed from office, a replacement shall be appointed to the vacancy in accordance with Clause 48, 51 or 54 respectively.~~

Powers of the Trustee Board

~~48 — The Board of Trustees shall be the sovereign and governing body of the Union and (subject to the Education Act, this Constitution and the Bye-Laws) shall exercise all the powers of the Union. A meeting of the Trustee Board at which a quorum is present may exercise all powers exercisable by the Trustee Board.~~

~~49 — The Trustee Board shall further the aims and objects of the Union with the assistance of the Council.~~

~~50 — No alteration of this Constitution or the Bye-Laws shall invalidate any prior act of the Trustee Board which would have been valid if that alteration had not been made.~~

~~51 — The Board's powers under Clause 69 shall include but not be limited to responsibility for:~~

~~51.1 — the governance of the Union;~~

~~51.2 — the budget of the Union; and~~

~~51.3 — the strategy of the Union.~~

~~52 — The Board of Trustees may override any decision and Policy made by the Members in general meeting or Referendum or by the Union Council which the Trustee Board considers (at their absolute discretion):~~

~~52.1 — has or may have financial implications for the Union;~~

~~52.2 — 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);~~

~~52.3 — is not or may not be in the best interests of the Union or all or any of its charitable objects; or~~

~~52.4 — will or may otherwise affect the discharge of any or all of the responsibilities referred to in Clause 72.~~

~~53 — The continuing Trustees or a sole continuing Trustee may act notwithstanding any vacancies in their number. However, if and so long as the number of Trustees is less than the number fixed as the quorum in Clause 92, the Trustees may only act to increase the number of Trustees (including by arranging an election) so that there is a quorum.~~

~~54 — All acts done by a meeting of the Trustee Board, or of a committee of the Trustee Board, shall be valid, even if it is later discovered that any Trustee who participated in the vote:~~

~~54.1 — was not properly appointed;~~

~~54.2 — was disqualified from holding office;~~

~~54.3 — had vacated office; or~~

~~54.4 — was not entitled to vote.~~

Delegation of Trustees' powers

~~55 — The Trustee Board may, by power of attorney or otherwise, appoint any person to be the agent of the Union for such purposes and on such conditions as they determine.~~

~~56 — The Trustee Board may delegate some 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 Union to any person or committee in accordance with the conditions set out in this Constitution.~~

Delegation to committees

~~57 — In the case of delegation to committees:~~

~~57.1 — 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);~~

~~57.2 — subject to Clause 85, the composition of any such committee shall be entirely in the discretion of the Trustee Board, except that the membership of each committee should contain at least one Student Trustee and one External Trustee and may otherwise comprise such of their number (if any) as the resolution may specify;~~

~~57.3 — the deliberations of any such committee shall be reported regularly to the Trustee Board and any resolution passed or decision taken by any such committee shall be reported forthwith to the Trustee Board and for that purpose every committee shall appoint a secretary;~~

~~57.4 — all delegations under this Clause shall be revocable at any time; and~~

~~57.5 — the Trustee Board may make such regulations and impose such terms and conditions and give such mandates to any such committee or committees as they may from time to time think fit.~~

~~58 — The Trustee Board shall establish the following committees (which is a non-exhaustive list) in accordance with their powers under Clauses 76 and 77:~~

~~58.1 — Appointments and Remuneration Committee;~~

~~58.2 — Finance and Risk Committee~~

~~58.3 — Governance Committee~~

Delegation of day-to-day management powers to Union President and Managing Director

~~59 — The Union President shall be the Chief Executive of the Union.~~

~~60 — The Union President will manage the Managing Director with the support of the Chair of the Board.~~

~~61 — In the case of delegation of the day-to-day management of the Union to the Managing Director;~~

~~61.1 — the delegated power shall be to manage the Union by implementing the policy and strategy adopted by and within a budget approved by the~~

~~Trustee Board and if applicable to advise the Trustee Board in relation to such policy, strategy and budget;~~

~~61.2 the Trustee Board shall provide the Managing Director with a description of his or her role and the extent of his or her authority;~~

~~61.3 the Managing Director shall report regularly to the Trustee Board on the activities undertaken in managing the Union and provide them regularly with management accounts sufficient to explain the financial position of the Union; and~~

~~61.4 the Trustee Board shall provide the Managing Director with a performance management structure to aid his or her work plan and development.~~

Bank Account

~~62 For the avoidance of doubt, the Trustee Board may (in accordance with Clauses 76 and 77) delegate all financial matters to any committee provided that such committee shall include at least one Trustee. The Trustee Board may empower such committee to resolve upon the operation of any bank account according to such mandate as it shall think fit provided that the signature of at least one Trustee shall be required for cheques above a certain amount as set out in the Bye-Laws.~~

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Proceedings of Committees

~~63 The meetings and proceedings of any committee shall be governed by the provisions of this Constitution regulating the meetings and proceedings of the Trustee Board so far as the same are applicable and are not superseded by any Bye-Laws made by the Trustees and the Union Council.~~

Proceedings of the Trustee Board

~~64 Subject to the provisions of this Constitution and the Bye-Laws, the Trustee Board may regulate their proceedings as they think fit.~~

Trustee Board meetings

~~65 The Trustee Board shall hold a minimum of four meetings in any Academic Year.~~

~~66 Two Trustees may, and the Union President at the request of two Trustees shall, call a meeting of the Trustee Board.~~

~~67 Guests or observers can attend meetings of the Trustee Board at the discretion of the Chair.~~

Length of notice

~~68 A meeting of the Trustee Board shall be called by at least five (5) clear College days' notice unless either:~~

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~~68.1— all the Trustees agree to shorter notice; or~~

~~68.2— urgent circumstances require shorter notice.~~

Contents of notice

~~69— Every notice calling a meeting of the Trustee Board shall specify the place, day and time of the meeting and the general particulars of all business to be considered at such meeting.~~

Service of notice

~~70— Notice of Trustee Board meetings shall be sent to each Trustee by post or by electronic communication.~~

Quorum

~~71— The quorum for meetings of the Trustee Board shall be six and such quorum must include at least two Officer Trustees and either two External Trustees or both the Alumni Trustee and an External Trustee. Where the resolution or issue under discussion concerns a matter in respect of which some or all of the Trustees have a conflict of interest, the quorum shall be eight.~~

Decision making by the Trustee Board

~~72— Questions arising at a meeting shall be decided by a majority of votes. In the case of an equality of votes, the Chair shall be entitled to a casting vote in addition to any other vote he or she may have.~~

Virtual meetings

~~73— A Trustee Board may be held by telephone or by televisual or other electronic or virtual means agreed by resolution of the Trustees in which all participants may communicate simultaneously with all other participants.~~

Trustee Board decisions without a meeting

~~74— The Trustee Board may take a unanimous decision without a Trustees' meeting by indicating to each other by any means, including without limitation by electronic communication, that they share a common view on a matter. Such a decision may, but need not, take the form of a resolution in writing, copies of which have been signed by each Trustee or to which each Trustee has otherwise indicated agreement in writing.~~

~~75— A Trustees' resolution which is made in accordance with Clause 95 shall be as valid and effectual as if it had been passed at a meeting of the Trustee Board duly convened and held, provided the following conditions are complied with:~~

~~75.1— approval from each Trustee must be received by the Clerk to the Board;~~

~~75.2— following receipt of response from all of the Trustees, the Clerk to the Board shall communicate to the Trustee Board by any means whether~~

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~~the resolution has been formally approved by the Trustees in accordance with this Clause;~~

~~75.3 the date of the decision shall be the date of the communication from the Clerk to the Board confirming formal approval; and~~

~~75.4 the Clerk to the Board prepares a minute of the decision in accordance with Clause 109.~~

Conflicts of Interest

~~76 Whenever a matter is to be discussed at a meeting or decided in accordance with Clause 93 and a Trustee has a Personal Interest in respect of that matter then he or she must:~~

~~76.1 declare his or her interest to the Trustee Board;~~

~~76.2 remain only for such part of the meeting as in the view of the other Trustees is necessary to inform the debate;~~

~~76.3 not be counted in the quorum for that part of the meeting (or decision-making process); and~~

~~76.4 withdraw during the vote and have no vote on the matter.~~

~~77 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.~~

~~78 In particular, Clause 97 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 Union.~~