

# **The University of Bradford Union of Students (UBU)**

*An Unincorporated Charity*  
(Charity number 1148622)

## **CONSTITUTION**

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## BACKGROUND

The University of Bradford Union of Students (UBU) is a Students' Union within the meaning of the Education Act 1994. UBU is devoted to the educational interests and welfare of its Members.

UBU will seek at all times to:

- i. Ensure that the diversity of its membership is recognised and that equal access is available to all Members of whatever origin or orientation;
- ii. Pursue its Objects independent of any political party or religious group; and
- iii. Pursue equal opportunities by taking positive action within the law to facilitate participation of groups discriminated against by society.

This Constitution has been structured to give the Board of Trustees reasonable authority to manage the affairs of UBU in a professional manner. The Members enjoy the right, which must be exercised in accordance with charity law, to elect a proportion of the Trustees and to dismiss all of the Trustees. The Board of Trustees will give the utmost consideration to the views of Members.

Under the Education Act 1994, the University of Bradford has a statutory duty to ensure that UBU operates in a fair and democratic manner and is held to proper account for its finances. UBU therefore works alongside the University of Bradford in ensuring that the affairs of UBU are properly conducted and that the educational and welfare needs of UBU Members are met.

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## Section A: Fundamentals

### 1. Name

- 1.1. The name of the organisation shall be THE UNIVERSITY OF BRADFORD UNION OF STUDENTS. The Union may also trade as University of Bradford Union or UBU and is hereinafter referred to as UBU.

### 2. Mission Statement

- 2.1. The Mission of UBU is to:
- i. inspire and nurture each student;
  - ii. maximise their potential;
  - iii. enrich their journey;
  - iv. sustain our future.

### 3. Constitutional Framework

- 3.1. UBU is established under the Education Act 1994 and is an Unincorporated Association regulated by the Charity Commission.
- 3.2. UBU will operate in a fair and democratic manner and will conduct its activities and manage its funds and affairs in accordance with:
- i. this Constitution and the By-laws;
  - ii. the Charter, Statutes and Ordinances of the University of Bradford (hereinafter referred to as the University);
  - iii. any general law and statutes which may apply to UBU;
  - iv. UBU may not do anything that would disqualify it from being a charity.

### 4. Objects

- 4.1. The primary Objects of UBU shall be the advancement of education of Students at the University for the public benefit by:
- i. promoting the general interests and welfare of Students during their course of study at the University;
  - ii. being a recognised and representative channel of communication between Students, the University and other bodies;
  - iii. providing for the cultural, recreational, sporting, and social development of Students;
  - iv. providing such facilities as are appropriate and desirable to achieve the above.
- 4.2. These Objects shall be pursued in accordance with the equality and diversity policies of UBU and the University, within the law and with regard to the will of the Members (Section B).
- 4.3. UBU shall pursue its Objects without discrimination towards sex, gender, race, disability, ethnic or socio-economic background, sexual orientation, age, faith status, people group, political persuasion, health status, relationship status, or any other relevant distinction that UBU may identify through its governance processes from time to time.
- 4.4. Respecting always the primacy of these Objects, UBU shall also seek opportunities to be an enlightened and positive partner of the University for the benefit of the whole University community and, further, welcome similar opportunities for cooperation with the City of Bradford and its people in so far as there is no conflict with UBU status as a charity.

### 5. Powers

- 5.1. In order to achieve any or all of its Objects, but for no other purpose, in accordance with the Charity Commission Guidelines and subject to Clause 3.2:

**5.2.** UBU may do any of the following:

- i. provide services and facilities for Members;
- ii. establish, support, promote and operate a network of student activities for Members;
- iii. support any Raise and Give (RAG) or similar fundraising activities carried out by its Members for charitable causes, including the provision of administrative support, banking facilities and acting as a holding trustee of any funds raised.

**5.3.** Alone or with other organisations, UBU may do any of the following:

- i. carry out campaigning activities;
- ii. seek to influence public opinion; and
- iii. make representations to and seek to influence governmental and other bodies and institutions regarding the reform, development and implementation of appropriate policies, legislation and regulations provided that all such activities shall be confined to the activities which an English and Welsh charity may properly undertake and provided that UBU complies with the Education Act and any guidance published by the Charity Commission;
- iv. write, make, commission, print, publish or distribute materials or information or assist in these activities;
- v. promote, initiate, develop or carry out education and training and arrange, provide or assist with exhibitions, lectures, meetings, seminars, displays or classes;
- vi. promote, encourage, carry out or commission research, surveys, studies or other work and publish the useful results;
- vii. provide or appoint others to provide advice, guidance, representation and advocacy;
- viii. co-operate with other charities and bodies and exchange information and advice with them;
- ix. become a member, affiliate or associate of other charities and bodies (Clause 11.3);
- x. support, set up or amalgamate with other charities with objects identical or similar to the UBU's Objects, and act as or appoint trustees, agents, nominees or delegates to control and manage such charities;
- xi. purchase or acquire all or any of the property, assets, liabilities and engagements of any charity with objects similar to the UBU's Objects;
- xii. incorporate and transfer all its assets to a charitable limited liability legal entity, and dissolve at any time following such incorporation and transfer if the Trustees consider it appropriate to do so;
- xiii. raise funds and invite and receive contributions from any person provided that UBU shall not carry out any taxable trading activities in raising funds;
- xiv. borrow and raise money on such terms and security as the UBU may think suitable (but only in accordance with the restrictions imposed by the Charities Act 1993);
- xv. purchase, lease, hire or receive property of any kind including land, buildings and equipment and maintain and equip it for use;
- xvi. sell, manage, lease, mortgage, exchange, dispose of or deal with all or any of its property (but only in accordance with the restrictions imposed by the Charities Act 1993);
- xvii. make grants or loans of money and give guarantees;
- xviii. set aside funds for special purposes or as reserves against future expenditure;
- xix. invest and deal with the UBU's money not immediately required for its Objects in or upon any investments, securities, or property;
- xx. arrange for investments or other property of the UBU to be held in the name of a nominee (being a company or a limited liability partnership registered or having an established place of business in England and Wales) under the control of the Trustees or

- a financial expert acting under their instructions and to pay any reasonable fee required;
- xxi. lend money and give credit to, take security for such loans or credit and guarantee or give security for the performance of contracts by any person or company;
- xxii. open and operate banking accounts and other facilities for banking and draw, accept, endorse, negotiate, discount, issue or execute negotiable instruments such as promissory notes or bills of exchange;
- xxiii. trade in the course of carrying out any of its Objects;
- xxiv. establish or acquire subsidiary companies to carry on any taxable trade;
- xxv. subject to Section F (Limitation on private benefits), employ and pay employees and professionals or other advisors;
- xxvi. grant pensions and retirement benefits to employees of UBU and to their dependants and subscribe to funds or schemes for providing pensions and retirement benefits for employees of the UBU and their dependants.

**5.4.** UBU may delegate the management of investments to an appropriately experienced and qualified financial expert provided that:

- i. the investment policy is set down in writing for the financial expert by the Trustees;
- ii. every transaction is reported promptly to the Trustees;
- iii. the performance of the investment is reviewed regularly by the Trustees;
- iv. the Trustees are entitled to cancel the delegation at any time;
- v. the investment policy and the delegation arrangements are reviewed at least once a year;
- vi. all payments due to the financial expert are on a scale or at a level which is agreed in advance and are notified promptly to the Trustees on receipt; and
- vii. the financial expert may not do anything outside the powers of the Trustees.

**5.5.** UBU may pay out of the funds of UBU the cost of any premium in respect of any indemnity insurance to cover the liability of the Trustees (or any of them) which by virtue of any rule of law would otherwise attach to them in respect of any negligence, default, breach of trust or breach of duty of which they may be guilty in relation to UBU provided that no such insurance shall extend to:

- i. any claim arising from any liability incurred by the Trustees to pay a fine imposed in criminal proceedings or a sum payable to a regulatory authority by way of a penalty in respect of non-compliance with any requirement of a regulatory nature (however arising);
- ii. any liability incurred by the Trustees in defending any criminal proceedings in which the Trustees are convicted of an offence arising out of any fraud or dishonesty, or wilful or reckless misconduct; or
- iii. any liability incurred by the Trustees to UBU that arises out of any conduct which the Trustees knew (or must reasonably be assumed to have known) was not in the interests of UBU or in the case of which they did not care whether it was in the best interests of UBU or not.

**5.6.** UBU may do all such other lawful things as shall further UBU Objects.

## Section B: Membership

### 6. Membership

**6.1.** Except those who exercise their right not to be a Member under Clause 22-(2) (c) of the Education Act 1994, every Student currently registered on a full-time or part-time programme of study at the University and all serving Sabbatical Officers shall be Members of UBU. Members shall enjoy all the rights and privileges of UBU.

**6.2.** Members shall be entitled to:

- i. participate in the governance of UBU;
- ii. participate in the activities of UBU and use the services and amenities provided by or for UBU;
- iii. reasonable access to information about the conduct of UBU's affairs and finances;
- iv. stand for UBU Council and UBU Executive Committee positions, subject to By-laws;
- v. attend, speak and vote in UBU General Meetings, subject to By-laws;
- vi. attend and observe in UBU Council meetings, subject to By-laws;
- vii. attend and observe at UBU Executive Committee meetings, subject to By-laws;
- viii. be members of, and hold office in, all sports clubs and activity groups recognised by UBU, subject to By-laws and individual sports club and activity group terms and conditions;
- ix. call for Extraordinary General Meetings, and attend, speak and vote in them, subject to this Constitution and the By-laws;
- x. call for Referenda and vote in them, subject to this Constitution and the By-laws.

**6.3.** Membership shall be terminated in the following ways:

- i. when the Member is no longer a Student currently registered on a full-time or part-time programme of study at the University. This does not apply if the Member is undertaking an appeal against the University, in which case Membership shall be until the appeal process is over;
- ii. by UBU Executive Committee vote, provided that the individual concerned shall have the right to be heard by the UBU Executive Committee before a final decision is made and that it is for a just reason (Clause 8). Any Member who has their Membership so terminated shall have the right to appeal to the next session of UBU Council;
- iii. upon the expiry of the term of office of an elected Sabbatical Officer.

### 7. Other Membership

**7.1.** Associate Membership is extended to:

- i. such person(s) where their close connection with UBU justify it, subject to approval by UBU Council and upon payment of a membership fee.

**7.2.** Life Membership (which is a special category of membership conveying no voting rights) is extended to:

- i. Graduates of the University.

**7.3.** Honorary Life Membership is extended to:

- i. those persons having Honorary Life Membership conferred upon them by UBU Council, Annual General Meeting, General Meeting, or Extraordinary General Meeting.

**7.4.** Associate, Life, or Honorary Life Members shall be entitled to:

- i. be members of sports clubs and activity groups, subject to terms and conditions;
- ii. attend and speak, subject to the discretion of the meeting, in Annual General Meetings, General Meetings, and Extraordinary General Meetings;



- iii. for the avoidance of doubt, Associate, Life, and Honorary Life Members shall not participate in Referenda and Elections in any way, nor may they vote in meetings.

**7.5.** Associate, Life, or Honorary Life Membership shall be terminated in the following ways:

- i. by UBU Executive Committee vote, provided that the individual concerned shall have the right to be heard by the UBU Executive Committee before a final decision is made and that it is for a just reason (Clause 8). Any Associate, Life, or Honorary Life Member who has their membership so terminated shall have the right to appeal to the next session of UBU Council;
- ii. when the membership fee has expired.

## **8. Code of Conduct**

**8.1.** All Members of UBU are bound by the equality and diversity policies of UBU and the University (Clause 4.2) and UBU policy against discrimination (Clause 4.3).

**8.2.** Members are also bound by the University Ordinance 16 (Conduct of Student Members of the University).

**8.3.** Any member who brings UBU into disrepute may have their membership suspended or revoked by vote of the UBU Executive Committee.

## **9. Complaints Procedure**

**9.1.** UBU shall have a written complaints procedure which shall be subject to approval by the UBU Council, UBU Board of Trustees Board (hereinafter referred to as the Trustee Board) and University Council to ensure compliance with Section 22 of the 1994 Education Act.

## **10. Register of Members**

**10.1.** UBU shall keep a register of members.

## Section C: Policy

### 11. Principles

- 11.1. Policy of UBU shall be made by the democratic bodies of UBU as established in this Constitution . These are, in order of precedence: Referenda, Annual General Meetings, General Meetings, and UBU Council.
- 11.2. All Policy shall be held by the Sabbatical Officer Charged with Constitutional Oversight (hereinafter referred to as the SOCC) and made available for Members to see.
- 11.3. Policy relating to Affiliations shall be reviewed and approved by UBU Council and brought to the attention of the UBU Trustee Board annually as well as the University Council.
- 11.4. All Policy shall be reviewed at least every five years.
- 11.5. The SOCC shall bring Policy that is older than five years to the attention of a meeting of UBU Council or of a Higher Institution. Any Policy not re-passed by the relevant meeting will cease to be Policy at the end of the meeting.
- 11.6. All Policy decisions must be brought to the attention of the UBU Trustee Board.
- 11.7. Policy is binding for UBU Members, so long as it is within the law, including when Members are involved in activities or at events that are administered or organised by UBU.

### 12. Referenda

- 12.1. Policy passed by resolution of a Referendum shall take precedence over Policy passed by any other UBU Institution.
- 12.2. Referenda shall be conducted in accordance with this Constitution and the By-laws.
- 12.3. A Referendum of full, student members shall take place through a UBU website petition at the request of:
  - i. Full, student Members of UBU, in number being the equivalent of the stipulated quorum of a General Meeting; or
  - ii. a two-thirds majority of a quorate UBU Council; or
- 12.4. A Referendum is valid when the number of Members voting in it is at least 500 and the majority vote not less than 60%.
- 12.5. A record shall be kept by the SOCC of all matters relating to any Referendum held or called for.

### 13. General Meetings — Principles

- 13.1. Unless explicitly distinguished, the term General Meetings is understood to include Annual General Meetings and Extraordinary General Meetings.
- 13.2. every full, student Member may attend, speak and vote in General Meetings. Members may express their views, make recommendations, and pass resolutions that are binding for all the Institutions of UBU.
- 13.3. Resolutions of General Meetings shall take precedence over resolutions of all UBU Institutions other than those resulting from Referenda conducted as above.
- 13.4. General Meetings may only take place during the University Semester dates.

13.5. General Meetings shall be conducted in accordance with Clause 19.3.

13.6. General Meetings shall be chaired by the elected Chair of UBU Council, subject to By-laws.

13.7. A record shall be lodged with the SOCC of all General Meetings.

#### **14. Annual General Meetings**

14.1. There shall be one Annual General Meeting in each University academic year.

14.2. The Annual General Meeting shall receive among other things:

- i. a report from the SOCC or their representative; the report shall include the UBU audited or interim accounts for the year and shall be presented for Members' approval. When interim accounts are presented, the fully audited accounts must be presented to a General Meeting at the earliest opportunity.
- ii. a "State of Union" address from the UBU Executive Committee in the form of an Annual Report which shall be presented for Members' approval.

14.3. The Annual General Meeting shall be convened by the SOCC.

14.4. The Agenda of the Annual General Meeting shall be published at least five clear working days before the meeting. If the Agenda is not sent out at least five clear working days before the meeting, the SOCC must seek Chair's approval for the continuation of the meeting.

#### **15. General Meetings**

15.1. There shall be at least two General Meetings in each academic session, which may include the Annual General Meeting as one of them.

15.2. General Meetings shall be convened by the SOCC.

15.3. The Agenda must be published at least five clear working days before the meeting. If the Agenda is not sent out at least five clear working days before the meeting, the SOCC must seek Chair's approval for the continuation of the meeting.

#### **16. Extraordinary General Meetings**

16.1. Extraordinary General Meetings may only take place during the University Semester dates.

16.2. An Extraordinary General Meeting shall take place at the request of:

- i. Members of UBU equal in number to the quorum for a General Meeting; or
- ii. a two thirds majority of a quorate UBU Council; or
- iii. a two-thirds majority of a quorate UBU Executive Committee.

16.3. Any request for an Extraordinary General Meeting shall state in writing to the SOCC the purpose for which the meeting is called.

16.4. The item shall be the only item on the Agenda.

16.5. The SOCC shall, within five clear working days of receipt of a properly supported item for an Extraordinary General Meeting, publish the Agenda announcing the date and time of the meeting.

16.6. The meeting shall be called within ten clear working days of the receipt of the item.

## **17. Quorum of General Meetings**

- 17.1.** The quorum of Annual General Meetings, General Meetings and Extraordinary General Meetings shall be at least 100 Members.

## **18. UBU Council — Principles**

- 18.1.** For the avoidance of doubt, the term UBU Council Meetings is understood to include UBU Council Meetings and Extraordinary Council Meetings.
- 18.2.** Whilst the UBU Trustee Board is responsible for the management and administration of UBU, in particular for the UBU Budget, Governance and Strategy, UBU Council is the principal representative and deliberative body of UBU.
- 18.3.** On behalf of the Members, subject to the relevant Clauses, UBU Council:
- i. makes Policy;
  - ii. makes, amends and repeals UBU By-laws (Section J);
  - iii. holds the Sabbatical Officers to account for their representative and campaigns work;
  - iv. holds the Assemblies with devolved powers to account for their work in their respective areas;
  - v. approves the appointment of External and Student Trustees; (except Chair of UBU Council who is directly elected by the members);
  - vi. may call for the resignation of any Trustee whom it deems to have neglected his or her responsibilities or duties to UBU.
- 18.4.** For the avoidance of doubt:
- i. UBU Council does not have the power to alter or terminate any contract of employment between UBU and a Sabbatical Officer (prevailing employment law applies);
- 18.5.** Membership of UBU Council is outlined in the By-laws and shall consist of:
- i. Chair of Council elected annually in line with By-laws;
  - ii. not fewer than 9 lay Members elected annually in line with By-laws;
  - iii. not fewer than 6 Council Executive Officers elected annually in line with By-laws;
  - iv. and not fewer than 2 delegates each, nor more than 3 delegates each, nominated by each of the the Bodies with powers delegated from Council, as listed in this Constitution.
- 18.6.** For the avoidance of doubt, Sabbatical Officers shall attend and report at UBU Council Meetings, but are not eligible to vote in UBU Council Meetings.
- 18.7.** A record shall be lodged with the SOCC of all UBU Council Meetings.
- ## **19. UBU Council Meetings**
- 19.1.** There shall be at least three meetings of UBU Council each semester.
- 19.2.** The SOCC shall convene meetings of UBU Council.
- 19.3.** The UBU Council shall be chaired by the elected Chair of Council who is bound by obligation to be impartial in all debates and to ensure that the principles and values of this Constitution and By-laws are respected at all times.
- 19.4.** The Agenda of UBU Council meetings are to be published at least five clear working days before the meeting. If the Agenda is not sent out at least five clear working days before the meeting, the SOCC must seek Chair's approval for the continuation of the meeting.

**19.5.** Meetings shall be conducted in accordance with the By-laws for UBU Council Meetings.

**20. UBU Council Extraordinary Meetings**

**20.1.** A UBU Council Extraordinary Meeting shall be held at the written request of a:

- i. two-thirds majority of a quorate UBU Council; or
- ii. two-thirds majority of a quorate UBU Executive Committee.

**20.2.** Any request for an Extraordinary Council Meeting shall state in writing to the SOCC the purpose for which the meeting is called.

**20.3.** The item shall be the only item on the Agenda.

**20.4.** The SOCC shall, within five clear working days of receipt of a properly supported item for an Extraordinary Council Meeting, publish the Agenda announcing the date and time of the meeting.

**20.5.** The meeting shall be called within ten clear working days of the receipt of the item.

**21. UBU Council Subcommittees**

**21.1.** Subcommittees shall be convened to support UBU Council in the areas of:

- i. democracy and governance;
- ii. membership;
- iii. RAG;
- iv. such other areas as the UBU Council sees fit on an ad hoc basis.

**21.2.** In the case of delegation to Subcommittees:

- i. 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);
- ii. with the exception of the Bodies listed in Clause 22.2, the composition of any such Committee shall be entirely at the discretion of the UBU Council and may comprise such of their number (if any) as the resolution may specify;
- iii. the deliberations of any such Committee shall be reported regularly to the UBU Council and any resolution passed or decision taken by any such Committee shall be reported forthwith to UBU Council,;
- iv. all delegations under this Clause shall be revocable at any time; and the UBU Council 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.

**21.3.** The meetings and proceedings of any Subcommittee shall be governed by the provisions of this Constitution regulating the meetings and proceedings of the UBU Council in so far as the same are applicable and are not superseded by any By-laws made by UBU Council and UBU Trustee Board.

**22. Devolution of Powers**

**22.1.** UBU Council shall devolve relevant powers to the representative bodies as set out in Clause 22.2.

**22.2.** Bodies with devolved powers are:

- i. UBU Academic Affairs Assembly;
- ii. UBU Sports Assembly
- iii. UBU Activities Assembly

**22.3.** The only exception from this is where any power or function has been expressly granted by this Constitution to another Institution or Body within UBU.

- 22.4. UBU Council shall have primacy in all matters over such Bodies, and these Bodies, in carrying out their functions, shall be bound by resolutions of UBU Council.
- 22.5. UBU Council shall receive Minutes and reports at each Council meeting from the bodies with devolved powers set out in clause 22.2.

**23. Quorum of UBU Council**

- 23.1. The quorum of UBU Council and Extraordinary Council meetings shall be an absolute majority of the voting members, not including vacant positions, but subject to an absolute minimum of 10.

## Section D: UBU Executive Committee

### 24. UBU Executive Committee — Principles

- 24.1. The UBU Executive Committee (hereinafter referred to as UBU Executive) shall be responsible for representation and campaigning work, and also for the implementation of Policy in so far as these responsibilities have not been delegated to another Committee.
- 24.2. Membership of UBU Executive must include both Sabbatical Officers and Council Executive (non-Sabbatical) Officers.
- 24.3. UBU Executive shall uphold its responsibilities as set out in the By-laws and the job descriptions relevant to each position.
- 24.4. Sabbatical and Non-Sabbatical Officers must be elected annually in accordance with the By-laws.
- 24.5. The Chief Executive Officer of UBU (hereinafter referred to as CEO) shall be an ex officio Member of UBU Executive and may nominate any member of UBU staff as a deputy to attend any Meeting of the Executive. The role of the CEO or deputy shall be advisory and does not carry an entitlement to vote on any matter.

### 25. UBU Executive Meetings

- 25.1. For the avoidance of doubt, the term UBU Executive Meetings is understood to include UBU Executive Meetings, Extraordinary Executive Meetings and Emergency Executive Meetings.
- 25.2. UBU Executive Meetings shall take place at least as often as UBU Council Meetings and are open to Members as observers, subject to By-laws.
- 25.3. The SOCC shall convene UBU Executive Meetings.
- 25.4. UBU Executive responsibilities are as set out in Clause 24.1 above and shall not include the duties of the UBU Trustee Board.
- 25.5. Meetings shall be run in accordance with the By-laws.
- 25.6. Executive meetings shall be chaired by the SOCC.

### 26. UBU Executive Extraordinary Meetings

- 26.1. Any request for an Extraordinary Executive Committee meeting shall state in writing to the SOCC the purpose for which the Meeting is called.
- 26.2. The item shall be the only item on the Agenda.

### 27. Quorum of UBU Executive Committee

- 27.1. The quorum of UBU Executive Meetings shall be: during term-time an absolute majority, not including vacancies, of the elected UBU Executive members subject to a minimum of 3 Sabbatical Officers plus 3 non-Sabbatical Officers; and outwith term-time an absolute majority of the Sabbatical Officers.

### 28. UBU Executive Committee —Networks— Principles

- 28.1. Membership of UBU Networks is outlined in the By-laws.

**28.2.** A UBU Council Executive Officer shall be assigned by the UBU Executive to each UBU Network and shall chair its meetings and report on its behalf to UBU Council.

**28.3.** The responsibilities of a UBU Network shall be to:

- i. fulfil its terms of reference as laid down in the By-laws;
- ii. formulate and articulate opinion to inform Policy;

**29. UBU Network Meetings**

**29.1.** UBU Network meetings shall be convened by the UBU Council Executive Officer assigned to the Network.

**29.2.** All decision-making processes in UBU Networks shall be by consensus; the assigned UBU Council Executive Officers shall take a neutral stance to facilitate the process.

**30. Quorum of UBU Networks**

**30.1.** There is no quorum for UBU Networks.



## Section E: UBU Board of Trustees

### 31. Legal Status and Membership

31.1. The Trustee Board is constituted in accordance with the requirements of the Charity Commission.

31.2. Membership of the Trustee Board shall comprise the following:

- i. not more than four Sabbatical Trustees;
- ii. not more than three Student Trustees;
- iii. not more than four External Trustees.

31.3. Membership of the Trustee Board shall be so determined that neither the group of Sabbatical Trustees nor the group of External Trustees shall hold a structural majority.

### 32. Powers

32.1. The Trustee Board shall be responsible for the management and administration of UBU and may exercise all the powers of UBU.

32.2. The Trustee Board's powers shall include:

- i. the Budget of UBU;
- ii. the Governance of UBU;
- iii. the Strategy of UBU.

32.3. The Trustee Board may override any decision or Policy made by UBU Members in a Referendum, or by a UBU General Meeting, or by UBU Council which the Trustee Board considers (in its absolute discretion):

- i. has, or may have, financial implications for UBU;
- ii. is, or may be, in breach of, contrary to, or otherwise inconsistent with Charity Law or Education Law or any other legal requirements (including *ultra vires*);
- iii. does, or may, conflict with any or all of UBU Objects;
- iv. will, or may, otherwise affect the discharge of any or all of the responsibilities referred to in this Constitution.

32.4. The Trustee Board shall have the power from time to time to agree Memoranda of Understanding and Codes of Practice with the University in administrative and managerial matters of common interest and shared responsibility.

32.5. Such Memoranda of Understanding and Codes of Practice shall not be inconsistent with this Constitution and must be reviewed every five years or more frequently.

32.6. A meeting of the Trustee Board at which a quorum is present (Clause 45.1) may exercise all powers exercisable by the Trustees.

32.7. No alteration of this Constitution or the By-laws shall invalidate any prior act of the Trustee Board which would have been valid if that alteration had not been made.

32.8. 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 45, the Trustees may only act to increase the number of Trustees (including by arranging an election) so that there is a quorum.

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

- i. was not properly appointed;
- ii. was disqualified from holding office;
- iii. had vacated office; or
- iv. was not entitled to vote.

**32.10.** The Trustee Board may, by power of attorney or otherwise, appoint any person to be the agent of UBU for such purposes and on such conditions as it determines.

**32.11.** The Trustee Board may, subject always to the conditions set out in this Constitution, in addition to the Advisory Committees outlined in Clause 33; delegate the implementation of any of its resolutions and day-to-day management of the affairs of UBU to any person or Committee.

### **33. Advisory Committees**

**33.1.** Advisory Committees shall be convened to support the Trustee Board in the areas of:

- i. the Budget;
- ii. the Governance;
- iii. the Strategy;
- iv. Elections;
- v. such other areas as the Trustee Board sees fit on an ad hoc basis.

**33.2.** In the case of delegation to an Advisory Committee:

- i. the resolution making that delegation shall specify those who shall serve or be asked to serve on any such Advisory Committee (though the resolution may allow the Advisory Committee to make co-options up to a specified number);
- ii. the composition of any such Advisory Committee shall be entirely at the discretion of the Trustee Board and may comprise such of their number (if any) as the resolution may specify;
- iii. the deliberations of any such Advisory Committee shall be reported regularly to the Trustee Board and any resolution passed or decision taken by any such Advisory Committee shall be reported forthwith to the Trustee Board;
- iv. the Trustee Board may make such regulations and impose such terms and conditions and give such mandates to any such Advisory Committee as it may, from time to time, think fit;
- v. all delegations under this Clause shall be revocable at any time.

### **34. Delegation of day to day management powers to the Chief Executive (CEO)**

**34.1.** The delegated power shall be to manage UBU by implementing the Policy and Strategy adopted by and within a Budget approved by the Trustee Board and, if appropriate, to advise the Trustee Board in relation to such Policy, Strategy and Budget.

**34.2.** In addition to Clause 34.1, the following shall apply:

- i. the Trustee Board shall provide the UBU CEO with a description of his or her role and the extent of his or her authority (in line with University HR Regulations);
- ii. the UBU CEO or a deputy nominated by the CEO shall report regularly to the Trustee Board on the activities undertaken in managing UBU and provide the Trustee Board regularly with accounts sufficient to explain the financial position of UBU;
- iii. the Trustee Board shall provide the UBU CEO with a management structure to aid his or her work-plan and development.

### **35. Annual Reports and Accounts**

**35.1.** Trustee Board is required to submit annual audited accounts, including a report on activity during the year in question, to the Charity Commission and the University Council; which report shall also be presented to UBU Council and a UBU General Meeting and made available to Members.

- 35.2. The Trustees 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.
- 35.3. UBU Members have the right to ask the Trustees questions in writing about the content of any documents referred to in Clause 35.1.
- 35.4. UBU Trustee Board shall receive annual reports, including accounts, from UBU Council
- 35.5. Trustee Board shall also receive annual reports from such areas of UBU activities as it or the CEO sees fit.
- 35.6. Such annual reports shall, together with the UBU audited annual accounts, form the basis of the Annual Report of the Trustee Board (Clause 35.1).

### **36. Appointments of Trustees**

#### **36.1. Sabbatical Trustees**

- i. The Sabbatical Officers shall be deemed to be “major union office holders” for the purposes of Section 22 of the Education Act 1994;
- ii. Sabbatical Officers of UBU are elected by the Members of UBU concomitantly as Sabbatical Trustees and serve concurrently as Trustees. The By-law governing UBU elections shall apply;
- iii. the Sabbatical Trustees shall remain in office for a term of one year commencing in accordance with the agreement on Sabbatical Officers.
- iv. in keeping with the agreement governing Sabbatical Officers and subject to a transitional change in the year of office, a Sabbatical Trustee may be re-elected for a maximum further term of one year in accordance with the Election By-laws;
- v. for the avoidance of doubt, a Sabbatical Trustee’s terms of office may be either consecutive or non-consecutive;
- vi. each Sabbatical Trustee must be a full, student Member of UBU or a Sabbatical Officer at the time of his or her election;
- vii. in keeping with Clause 6.1 of this Constitution, a Sabbatical Officer shall become a Member of UBU on commencement of his or her appointment or re-appointment as a Sabbatical Officer. Such membership shall cease with the end of the term of office as a Sabbatical Officer;
- viii. for the avoidance of doubt, in keeping with the agreement governing Sabbatical Officers, Sabbatical Officers receive remuneration in that capacity only. They are not remunerated in their capacity as Sabbatical Trustees. (Charity Commission Document OG48 applies);
- ix. a Sabbatical Officer who resigns as such or is otherwise removed from office (Clauses 37, 38, 39) shall cease also to be a Sabbatical Trustee and shall be replaced in both capacities in keeping with the By-laws;
- x. a Sabbatical Trustee who is disqualified as a Trustee shall be deemed to be in breach of the terms of their contract and the case brought to the notice of UBU Council.

#### **36.2. Student Trustees**

- i. Three Student Trustees shall be appointed, one to be the Chair of Council and two further Student Trustees who shall be appointed from the Membership;
- ii. the Chair of UBU Council shall be elected by the Members of UBU in accordance with UBU Election By-laws and shall represent UBU Council on the Trustee Board;
- iii. the Trustee Board shall establish an Appointments Subcommittee to oversee and manage the appointment of Student Trustees apart from the Chair of UBU Council;
- iv. the Appointments Subcommittee shall draw up an indicative profile of a ‘Student Trustee’ and of the work of the Trustee Board;

- v. the Appointments Subcommittee shall invite interested Members of UBU to submit a letter of application to the Appointments Subcommittee within a prescribed timescale;
- vi. the Appointments Subcommittee shall draw up a shortlist of not more than 5 candidates to be invited to participate in the next stage of the election;
- vii. shortlisted candidates shall be invited to address the next meeting of UBU Council in support of their application and may be invited to answer questions;
- viii. UBU Council shall elect the requisite number of Student Trustees (not more than two) in accordance with the procedures outlined in the By-laws;
- ix. all Student Trustees shall be impartial and may not hold any other representative position in the UBU (except Chair of Council);
- x. each Student Trustee must be a Member of UBU at the time of his or her appointment;
- xi. Student Trustees shall remain in office for a term of one year commencing at the time of their appointment;
- xii. for the avoidance of doubt, a Student Trustee may be elected for a second consecutive term of one year in accordance with Clauses 36.2i- 36.2xii.

### **36.3. External Trustees**

- i. Up to four External Trustees shall be appointed by a simple majority vote of the Appointments Committee;
- ii. the Trustee Board must establish an Appointments Committee for the appointment of External Trustees. The membership of the Appointments Committee requires the approval of the Trustee Board;
- iii. the Appointments Committee for External Trustees must include at least one Sabbatical Trustee, one Student Trustee and one Senior Member of UBU Staff;
- iv. the Appointments Committee shall not include a serving External Trustee;
- v. the Appointments Committee may draw on advice from external bodies and invite an external person with relevant experience to act as impartial chair of the committee;
- vi. for the avoidance of doubt, people who have served as UBU Trustees may not serve on the Appointment Committee for five years following their period as Trustee;
- vii. each appointment must be ratified by a 75% majority vote of UBU Council;
- viii. for the avoidance of doubt, such appointment shall not take effect until it has been ratified by UBU Council;
- ix. unless their appointment is terminated in accordance with Clauses 37, 38, 39, External Trustees shall remain in office for a term of up to three years commencing from the date of ratification by UBU Council;
- x. External Trustees may serve a maximum of two terms in office which may be either consecutive or non-consecutive;
- xi. for the avoidance of doubt, the second term must be ratified by UBU Council;
- xii. the Trustee Board shall appoint a member of UBU staff to convene meetings of the Appointments Committee, to keep formal records of such meetings and report the outcomes of such meetings to the Trustee Board and UBU Council.

## **37. Disqualification, Resignation and Removal**

### **37.1. The office of Trustee shall be vacated if:**

- i. he or she becomes prohibited by law from being a charity trustee;
- ii. he or she resigns by notice to UBU ( but only if at least five Trustees will remain in office when the notice of resignation is to take effect);
- iii. 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;

- iv. he or she fails to attend three consecutive meetings of the 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
- v. he or she is removed from office under Clauses 38, 39;
- vi. in the case of a Sabbatical Trustee or a Student Trustee, he or she is removed from membership of UBU in accordance with UBU's Code of Conduct (Clause 8).

### **38. Removal of Trustees by UBU Council**

**38.1.** The office of a Trustee shall be vacated if:

- i. a motion of no confidence in the Trustee is passed by a vote of 75% of a quorate UBU Council.

### **39. Removal of External Trustees by the Board**

**39.1.** The office of an External Trustee shall be vacated if a majority resolution of no confidence is passed by the Trustees.

**39.2.** 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 in accordance with Clause 45.

### **40. Replacement of Trustees**

**40.1.** If a Sabbatical 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 Trustee Board shall be filled in accordance with the By-laws.

**40.2.** If a Sabbatical 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.

**40.3.** In the case of a Sabbatical Officer who is dismissed as a Trustee the relevant terms of employment will apply in respect of their post as a Sabbatical Officer.

**40.4.** If a Student Trustee resigns, is disqualified or removed from office, a Student Trustee may be appointed to the vacancy in accordance with By-laws.

**40.5.** If an External Trustee resigns, is disqualified or removed from office, an External Trustee shall be appointed to the vacancy in accordance with By-laws.

### **41. Chair and Deputy-Chair**

**41.1.** The Chair of UBU Trustee Board shall be the SOCC.

**41.2.** The Deputy-Chair shall be an External Trustee.

**41.3.** The role of the Deputy-Chair shall be to support the Chair

### **42. Resolution of Tied and Contested Votes**

**42.1.** In the event of a tied vote, the Chair shall employ a casting vote in favour of the status quo.

### **43. Meetings**

**43.1.** Meetings of the Trustee Board shall be held at least four times in the year. For the avoidance of doubt this will include virtual meetings.

**43.2.** The SOCC shall convene the Meetings of the Trustee Board.

- 43.3. Two Trustees may, through the CEO, call a Meeting of the Trustee Board.
- 43.4. Members of UBU, UBU Staff and the University Executives have a right to attend and, with the approval of the Trustee Board, speak at Trustee Board Meetings, they may be invited to respond to questions, but they may not vote on any matter.
- 43.5. Guests may attend Meetings of the Trustee Board as observers at the discretion of the Chair.
- 43.6. At least five clear working days' notice shall be given for any Meeting of the Trustee Board unless all the Trustees agree to shorter notice or urgent circumstances require shorter notice.
- 43.7. Every notice calling a meeting of the Trustee Board shall specify the place, day and time of the Meeting and provide an indication of all business to be considered at such meeting in the form of an agenda and supporting documents.
- 43.8. Notice of Meetings of Trustee Board shall be sent to each Trustee by post or by electronic communication.
- 43.9. Minutes and Records shall be lodged with the SOCC.

#### **44. Conflicts of Interest**

- 44.1. Whenever a matter is to be discussed at a meeting or decided in accordance with Clause 46, and a Trustee has a Personal Interest in respect of that matter then he or she must:
  - i. remain only for such part of the meeting as in the view of the other Trustees is necessary to inform the debate;
  - ii. not be counted in the quorum for that part of the meeting; and
  - iii. withdraw during the vote and have no vote on the matter.
- 44.2. If any question arises as to whether a Trustee has a Personal Interest, the question shall be decided by a majority decision of the other Trustees.
- 44.3. In particular, Clause 44.1 shall apply to any matter that may directly or indirectly relate to the position of a Sabbatical Trustee who is or is to be remunerated as an employee by UBU.

#### **45. Quorum of the UBU Trustee Board**

- 45.1. The quorum for Meetings of the Trustee Board shall be five Members.
- 45.2. For the avoidance of doubt, when a Trustee or Trustees withdraw from a Meeting under Clause 44.1 (Conflicts of Interest) the Trustee Board must remain quorate in line with Clause 45.1.

## Section F: Limitation on Private Benefits

### 46. Limitation on Private Benefits

**46.1.** The income and property of UBU shall be applied solely towards the promotion of its Objects.

**46.2.** Except as provided below no part of the income and property of UBU may be paid or transferred directly or indirectly by way of dividend, bonus or otherwise by way of profit to any Member of UBU. This shall not prevent any payment in good faith by UBU of:

- i. any payments made to any Member in their capacity as a beneficiary of UBU;
- ii. reasonable and proper remuneration to any Member for any goods or services supplied to UBU provided that if such Member is a Trustee Clause 44 (Conflicts of Interest) shall apply;
- iii. interest on money lent by any Member to UBU at a reasonable and proper rate; and
- iv. any reasonable and proper rent for premises let by any Member to UBU.

**46.3.** Except as provided below no Trustee may sell goods, services or any interest in land to UBU; be employed by, or receive any remuneration from, UBU; or receive any other financial benefit from UBU. This shall not prevent any payment in good faith by UBU of:

- i. any payments made to any Trustee or Connected Person in their capacity as a beneficiary of UBU;
- ii. interest on money lent by any Trustee or Connected Person to UBU at a reasonable and proper rate;
- iii. any reasonable and proper rent for premises let by any Trustee or Connected Person to UBU;
- iv. reasonable and proper remuneration to any Sabbatical Trustee or Connected Person for any goods or services supplied to UBU on the instructions of the Trustees;
- v. reasonable and proper premiums in respect of indemnity insurance effected in accordance with Clause 5.5;
- vi. any payments made to any Trustee or officer under the indemnity provisions set out at Clauses 49, 50;
- vii. reasonable and proper out of pocket expenses of the Trustees;
- viii. any payments authorised in writing by the Charity Commission;
- ix. for the avoidance of doubt, the authorisation under this provision shall extend to the remuneration of Sabbatical Trustees and Connected Persons under contracts of employment with UBU provided that:
- x. the authorisation under this provision shall not extend to the service of acting as Trustee;
- xi. if the person being remunerated is a Trustee the procedure described in Clause 44 (Conflicts of Interest) must be followed in considering the appointment of the Trustee and in relation to any other decisions regarding the remuneration authorised by this provision;
- xii. if the person being remunerated is a Connected Person the procedure described in Clause 44 (Conflicts of Interest) must be followed by the relevant Trustee in relation to any decisions regarding such Connected Person;
- xiii. subject to Clause 46.5, this provision may not apply to more than half of the Trustees in any financial year (and for these purposes such provision shall be treated as applying to a Trustee if it applies to a person who is a Connected Person in relation to that Trustee); and
- xiv. at all times the provisions of the Education Act are complied with.

**46.4.** In Clauses 46.2 and 46.3 references to UBU shall be read as references to UBU and/or any Subsidiary Company.

**46.5.** Where a vacancy arises on the Trustee Board with the result that Clause 46.3ix applies to more than half of the Trustees, UBU may continue to pay remuneration to its Sabbatical Trustees and any Connected Persons receiving remuneration in accordance with Clause 46.3ix provided that UBU uses all reasonable endeavours to fill the vacancy as soon as possible.

#### **47. Incorporation**

**47.1.** The Members at a General Meeting or by Referendum may authorise the Trustees to transfer the assets and liabilities of UBU to a limited liability entity established for exclusively charitable purposes with the same or similar objects, and to dissolve UBU at any time following the transfer if it is considered appropriate to do so.

#### **48. Dissolution**

**48.1.** If any property remains after UBU has been wound up or dissolved and all debts and liabilities have been satisfied, it shall not be paid to or distributed among the Members of UBU. It shall instead be given or transferred to some other charitable institution or institutions having similar objects to those of UBU and which prohibits the distribution of its or their income and property among its or their members to an extent at least as great as this Constitution imposes upon UBU. The institution or institutions which are to benefit shall be chosen by the Members of UBU at or before the time of winding up or dissolution.



## **Section G: Indemnity**

### **49. Indemnity**

**49.1.** Without prejudice to any indemnity to which a Trustee may otherwise be entitled, every Trustee shall and every other officer or auditor of UBU may be indemnified out of the assets of UBU against any liability incurred by him or her in defending any proceedings, whether civil or criminal, in which judgment is given in his or her favour or in which he or she is acquitted or in connection with any application in which relief is granted to him or her by the court from liability for negligence, default, breach of duty or breach of trust in relation to the affairs of UBU, and against all costs, charges, losses, expenses or liabilities incurred by him or her in the execution and discharge of his or her duties or in relation thereto.

### **50. Trustees' Indemnity Insurance**

**50.1.** The Trustees shall have the power to resolve pursuant to Clause 5.5 to effect Trustees' indemnity insurance, despite their interest in such policy.

## Section H: UBU Finances

### 51. UBU Finances

- 51.1. The UBU Trustee Board shall govern UBU Finances in accordance with the By-laws on UBU Finance, which shall be subject to Trustee Board approval.
- 51.2. The UBU Trustee Board shall comply with the requirements of the Education Act 1994 and the Charity Commission in respect of records, audits and examinations of accounts.
- 51.3. UBU shall not act beyond its powers as outlined in law in relation to the spending of UBU funds.
- 51.4. On an annual basis UBU finance reports shall be presented by a member of UBU Staff nominated by the Trustee Board to a:
  - i. UBU General Meeting;
  - ii. UBU Council;
  - iii. UBU Executive Committee;
  - iv. University Council;
  - v. and lodged with the Charity Commission.

### 52. UBU Bank Account Signatories

- 52.1. The signatories for the UBU Bank Account shall be the UBU CEO and the Chair of the Trustee Board signing jointly.
- 52.2. In their absence the most senior UBU financial position shall deputise for the UBU CEO and the Deputy-Chair of the Trustee Board shall deputise for the Chair of the Trustee Board.

## Section I: UBU Elections

### 53. Elections

- 53.1.** All Elections shall be held in accordance with the UBU Elections By-law; constituents shall be outlined in the relevant By-laws.
- 53.2.** The following shall apply:
- i. no aspect of election processes may contravene UBU fundamental principles of democracy, fair play and equality (Clauses 4.2 and 4.3);
  - ii. all full, student Members of UBU have the right to stand for Office in Elections;
  - iii. all full, student Members of UBU have the right to vote in Elections;
  - iv. all UBU Elections are organised and supervised by the Elections Subcommittee of the UBU Trustee Board and the Deputy Returning Officer in accordance with the Elections By-law.
- 53.3.** For the avoidance of doubt, Associate, Life, or Honorary Life Member of UBU may not be involved in the election process in any way.
- 53.4.** On the completion of the Elections annually, a formal report on the process and outcomes and any other pertinent matter shall be presented by the Deputy Returning Officer to UBU Council for approval. The approved report shall be brought to the UBU Trustee Board and the University Council.

## Section J: By-laws

### 54. By-laws - Principles

- 54.1. UBU Council and UBU Trustee Board have the power from time to time to make, repeal or amend By-laws as to the management of UBU and its working practices.
- 54.2. All By-laws must comply with the word and ethos of this Constitution.
- 54.3. All By-laws must comply with the Code of Practice prepared and issued by the University Council in compliance with the Education Act 1994, Section 22) and approved by the Trustee Board.
- 54.4. No By-law may have the effect that UBU ceases to be a charity.
- 54.5. Every By-law must be reviewed after five years at the latest by UBU Council via its Democracy and Governance Committee, and also by the Trustee Board..
- 54.6. All By-laws and amendments to them must be approved by UBU Trustee Board before they come into force.

## Section K: Amendments to UBU Constitution

### 55. Amendments to this Constitution

- 55.1. The Trustees and UBU Council shall review this Constitution at least every five years, with effect from the date that this Constitution comes into effect.
- 55.2. No amendment of this Constitution shall be made which would have the effect of UBU ceasing to be a charity.
- 55.3. Clause 4 (Objects) and Clause 46 (Limitation on Private Benefits) may not be amended without the prior written consent of the Charity Commission.
- 55.4. This Constitution may not be amended in such a way as to contravene the statutory obligations of UBU.
- 55.5. Amendments to this Constitution may be brought to the Trustee Board by a two-thirds majority of those eligible to vote in:
  - i. a quorate UBU Referendum (Clause 12.5); or
  - ii. a quorate UBU General Meeting (Clause 17.1); or
  - iii. two consecutive quorate UBU Council meetings (Clause 23.1).
- 55.6. All Amendments to this Constitution must be ratified by the Trustee Board, approved by the University Council and brought to the notice of the Charity Commission.

## Section L: Definitions and Interpretations

### 56. Definitions and Interpretations

56.1. The meanings of any defined terms used in this Constitution are set out in Clause 56.3.

56.2. If any dispute arises in relation to the interpretation of this Constitution or any of the By-laws, it shall be resolved by the UBU Board of Trustees.

56.3. List of terms and meanings:

| Term                          | Meaning   |
|-------------------------------|---|
| UBU Academic Affairs Assembly | The overall body which represents Members elected by their Faculties at the University of Bradford.   |
| UBU Sports Assembly           | The overall body which represents members of registered sports clubs at UBU.  |
| Bodies                        | A general term for the committees and similar groups (other than the statutory institutions) having no power to make Policy.  |
| By-laws                       | The by-laws setting out the working practices of UBU.   |
| CEO                           | The Chief Executive Officer (CEO) of UBU who is appointed by the UBU Trustee Board and the University Council.  |
| Chair of UBU Trustee Board    | The Chair of the UBU Board of Trustees who shall be the SOCC.   |
| Chair of UBU Council          | The Chair of UBU Council, who shall be appointed annually in line with the By-laws. To serve concurrently as a Trustee.   |
| Clear days                    | In relation to the period of a notice, that period excluding the day when the notice is given or deemed to be given and the day for which it is given or on which it is to take effect.   |
| Code of Practice              | The code of practice relating to the University of Bradford's obligations under Section 22 of the Education Act.  |
| Connected person              | Any person falling within one of the following categories and where payment to that person might result in the relevant Trustee obtaining benefit: (a) any spouse, civil partner, parent, child, brother, sister, grandparent or grandchild of a Trustee: or (b) the spouse or civil partner of any person in (a); or (c) any other person in a relationship with a Trustee which may reasonably be regarded as equivalent to such a relationship: or (d) any company or firm of which a Trustee is a paid director, member, partner or employee, or shareholder holding more than 1% of the capital. |
| Constitution                  | This Constitution of UBU.   |

|                                   |  |
|-----------------------------------|--|
| Council Executive Officer         | The Members elected to be officer members of the Executive Committee of UBU while continuing their studies at the University of Bradford in accordance with the By-laws.   |
| Deputy-Chair of UBU Trustee Board | The deputy-chair of the UBU Trustee Board who shall be an External Trustee and whose role is to support the Chair.   |
| Deputy-Chair of UBU Council       | The deputy-chair of UBU Council who shall be appointed annually in line with the By-laws.  |
| Devolved Powers                   | The powers granted by UBU Council to the UBU Academic Affairs Assembly, UBU Activities Assembly, and UBU Sports Assembly to manage these areas on behalf of UBU Council.   |
| Education Act                     | Education Act 1994.  |
| Executive Committee               | Comprises the Sabbatical Officers and Council Executive Officers as defined in the relevant By-laws and charged with representation, campaigning and implementation of Policy.   |
| External Trustee                  | A Trustee appointed in accordance with the relevant By-laws who, for the avoidance of doubt, shall not hold any office in or be employed in any capacity by UBU.   |
| Full, student member              | A member of UBU who is a current student of the University of Bradford and has not opted out of membership. This category of member specifically excludes anyone who is only an Associate Member, a Life Member, or an Honorary Life Member. For the avoidance of doubt, holders of Associate, Life, or Honorary Life membership will become full student members (only), should they become enrolled as students at the University of Bradford, for the duration of that enrolment. |
| In writing                        | Written, printed or transmitted writing including by electronic communication.   |
| Meetings                          | Formal or informal deliberative assembly of individuals called to debate certain issues and problems, and to take decisions. Meetings may be in person or virtual.   |
| Members                           | Members of UBU being Students at the University of Bradford as further defined in Clause (6) and the Sabbatical Officers.  |
| Personal Interest                 | A financial interest or an interest that does not arise in the ordinary course of being a Member or a Trustee (for example, being a member of a club or society).  |
| Policy                            | Motions passed by Referenda or General Meetings or UBU Council in accordance with Clauses 12, 13, 14, 15, 16 and 18.   |
| RAG                               | Raise and Give (RAG) gives Students opportunities to raise funds for charitable causes.  |

|                             |   |
|-----------------------------|---|
| Referendum                  | A ballot in which all Members of UBU are entitled to cast a vote, the protocol for which is set out in the By-laws.   |
| Representative Institutions | The democratic institutions of UBU by which Members make Policy (Referenda, General Meetings, Council).   |
| Sabbatical Officer          | A Member elected to be an officer member of the Executive Committee and the Trustee Board of UBU and deemed to be a "major office holder" in accordance with the Education Act. |
| Secure Petition             | A written request to the Union which shall be fixed in a pre-arranged place or places or held securely on-line.   |
| SOCC                        | Sabbatical Officer Charged with Constitutional Oversight. This role is part of a Sabbatical Officer's job description.  |
| UBU Activities Assembly     | The overall body which represents members of registered activity groups at UBU.   |
| Students                    | The generality of students studying at the University of Bradford.  |
| Trustee Board               | The UBU Board of Trustees.  |
| Trustee and Trustees        | The Sabbatical Trustees, the Student Trustees and External Trustees.  |
| UBU                         | University of Bradford Union of Students.   |
| UBU Statutory Institution   | The democratic institutions established in the Constitution by which Members make Policy (Referenda, General Meetings, and Council).  |