**Summary of amends, changes or additions to Greenwich Students’ Union Memorandum & Articles (M&A)**

Greenwich Students’ Union has a Memorandum & Articles (M&A, also referred to as our constitution) which sets out our purpose for students at University of Greenwich. This document also sets out the legal framework within which GSU operates, and how GSU ‘governs’ (runs) in line with legal duties under Company Law.

This document was written in 2012 and has not been updated since. There are a number of issues with the language of the document, as well as operational difficulties which can make decision making and progress difficult for GSU. Most importantly, GSU’s Democracy Review, which engaged with over 2,000 students, has led to a number of improvements for student decision making, which must be reflected in this legally binding document.

* GSU has made improvements to how students can engage with decision making and shape changes to their University life through the Democracy Review, conducted from 2017 – 2019 (passed in 2018).
* There are some amends to core processes to which we are bound legally, but students have said these are things they are happy to be consulted on, delegating core decision making on these matters to the GSU leadership (students) such as elected officers and student trustees.
* Due to the removal of Student Council, several decision-making processes in the M&A will need to be changed to go in line with the new by-laws.

**How will this effect students?** Largely it won’t affect students, and it will not affect students’ day to day interactions with GSU. There will be no change to the service students are provided day to day from the Union. These changes will mean that students will have to engage with student trustees and elected GSU officers to request changes to the constitution, which can be done through Student Assembly or the Feedback Mechanism. Students will still be the majority and lead decision makers on any and all key GSU issues.

Students will retain core positions of power throughout GSU and University of Greenwich, and input to key decision making through:

* University Governing Board
* GSU Trustee Board (as Sabbatical Officer Trustees and Student Trustees)
* Student Assembly
* Scrutiny Panel
* Referendums
* GSU Elections (in Autumn and Spring)
* Student Priorities consultation & voting

The changes proposed to the [M&A](https://www.greenwichsu.co.uk/aboutus/constitution/) by the GSU President Henry Setter are as follows:

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| **Amendments to the Constitution (M&A)**  | **Why has this changed & how will this affect you?** |
| **Appointment of trustees (45 – 63)** |  |
| Sabbatical Trustees  |  |
| * Point 53 – addition that Sabbatical trustees are subject to the conditions of the employment contract and staff policies
 | * This is a clarification in line with employment law
* The experience of full-time officer roles has not been changed, but the M&A will clarify what is already in practice.
* This will not affect the wider student body.
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| Student Trustees  |  |
| * Point 54 – add a student trustee recruitment process in GSU bylaws
 | * There currently isn’t a clear student trustee recruitment process.
* This will add clarity and transparency to the recruitment process in line with best practice.
 |
| * Point 56 – remove when the term of student trustee office starts as some join mid-year
 | * This removal is to support diverse and more accessible entry points into student trustee roles at GSU.
* Allows student trustee recruitment at any point in the year to support student voice on the board.
* This change should support students’ abilities to participate when opportunities are available.
 |
| * Point 57 – Add that the Student Trustee term of office will end once they have graduated from the University even if this is before the end of their two-year term.
 | * This is line with the Education act and puts the M&A in clearer terms for students (i.e. centred around graduation: You stop being a student trustee when you stop being a student.)
* This addition gives student trustees the option to stay on for the duration of their degree, rather than have terms terminated early.
* Additionally, the end of office at graduation allows for future planning for the board
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| External Trustees  |  |
| * Point 58 - Increase external trustees from **no more that 4 to no more than 6** to enable an expansion of skills set of the board

***NOTE:*** *Quorum for a controversial decision in a meeting needs to ensure a student majority to external trustees* | * The amended membership will retain a majority of students on the board (8 students to 7 external and university trustees)
* This will add expertise from a range of fields (e.g. events, legal, student services) to support guide GSU’s activity and development
* Regarding decision making and long-term planning, a majority of students will still be required to pass or approve significant decisions (see 76.5)
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| University Trustees  |  |
| * Point 60 – define that - The Vice Chancellor of the University shall appoint one person to serve as a University Trustee from the **University Senior Leadership Team i.e. Director or Senior Academic**
 | * Ensures senior level support on the GSU Trustee Board
* This has already been the practice; however, this change guarantees this level of expertise in the future
* This will not materially affect the student body.
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| Chair  |  |
| * Point 63 – change the term of the Chair from 4 years to being able to be reappointed for a further 4 years bring this in line with other external and university trustees.
 | * This change brings us in line with the Charity sector
* Frequent Chair turnaround is disruptive for trustee board processes
* This will have no discernible effect on students
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| Powers of the Trustee Board (64 – 69) |  |
| * Point 65.3 removed the members vote for the Union strategy as this is not listed anywhere else in the M&A and is not Union practice. The board set the strategy. The membership can add to the strategy through General Meeting and Student Assembly.
 | * There are multiple ways in which students can influence GSU strategy:
	+ Student Priorities
	+ Electing Officers
	+ Student Assembly
	+ Scrutiny Panel
	+ Referenda
* Forming a strategy at GSU will always involve students in the development and approval process
* This change brings our M&A in line with current practice, to clean up the process, but the process still includes numerous pathways for students to influence, all of which are outlined in the by-laws
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| Bank Account and Proceedings  |  |
| * Point 73 – **Bank Account** to include reference to GSU delegation of authority to committee proceedings for bank
 | * GSU’s Finance, Audit and Risk committee receives delegated authority to monitor and assess GSU’s finances
* This would bring our M&A in line with current practice
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| * Point 75 – **Trustee expenses** to be changed to being signed off by Chair if over £50
 | * This would bring our M&A in line with current practice
* This will not affect students
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| Proceedings of Trustees (76)  |  |
| * Point 76.5 – as there is the option for more external trustees. Addition of - **For larger decisions there must be a balance of quorum with Sabbatical Officer Trustees, Student Trustees and External Trustees including the University Trustee.**
 | * This change ensures that in line with notes made for pt. 58, a majority of students will still be required to pass or approve significant decisions
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| * Point 76.6 – add guests can attend with Chair permission, as there is bylaw for this
 | * This is to bring our articles in line with the by-laws
* This will mean students can request to come to trustee board by making a request to the chair, Liz Jones.
* This gives students more opportunity to observe and oversee their SU.
 |
| * Point 76.11 – remove notification of Student Council about trustee meetings as this is not practice and there is no student council. Minutes are published online once approved
 | * With the Democracy Review implementation, Student Council no longer exists, replaced by a Student Assembly with different powers.
* Trustee updates are no longer received through the Student Assembly, but will be received through Scrutiny Panel. Reports from this can be found online.
* Trustee Board minutes can also be found online.
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| Disqualification, removal and resignation of Trustees (79 – 89)  |  |
| * Point 80.1, 82.1, 83.1 and 84.2 for all trustee groups changes Student Council to Student Assembly who can call for a note of no confidence
 | * Students and trustee board have the power to raise any issues regarding confidence in Officers to perform their duties, on the basis of:
	+ Conduct
	+ Employment law
	+ Political decision making
	+ Fulfilment of role description
	+ Fiduciary risk
* This means that students have the power to remove Officers if they are dissatisfied, and clarifies the process by which this happens in line with the by-laws.
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| * Point 80.3, 82.3, 83.3, 84.4 clarifies that as well as the members calling for a motion of no confidence to remove a trustee from all groups, the trustee board themselves can remove a trustee – this was not clear. It also changes to say that Chair has the casting vote for the removal of trustees in all groups as this was not the case.
 | * This is in line with current practice, clarifying the process of Officer removal to ensure transparency for students, officers and trustee board.
* It is necessary that a trustee board can vote on the removal of a full-time officer, to mitigate against fiduciary risk (financial, reputational and legal)
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| * Point 86 - **Appeal Body** to be changed to be independent and be made up of 2 students not on the trustee board, 2 external professionals and a University governor or Director.
	+ GSU needs to draw up the appeal process for the bylaws as there is not one
 | * This is to strengthen the accountability processes of decision making
* This will mean that students who become a full-time officer who may be removed have the right to appeal this decision through a fair and transparent process
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| * Point 87 - **Replacement of trustees** – dates changes to the last day of September for the cut-off point to replace a Sabbatical Office trustee if they resignation otherwise the post remains vacant until the following year
 | * This is in line with the academic year and election cycles
* This will also ensure more feasibility for students who may need to postpone their course and subsequent fees if they decide to run in a potential by-election
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| * Section 91 Union Council has been updated to new terms of the Student Assembly and Security panel
 | * In line with approved by-laws and as determined by the Democracy Review.
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| * Point 99 – change that board minutes need the signature of chair and they are already included central document log and approved by trustees at the next meeting which is recorded.
 | * This is to support clarity of administration and minutes approval.
* Students will be able to read all approved minutes online,
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| Amendments to the Constitution (41 – 44) |  |
| * Point 41.3 – added to allow trustees to recommend changes to the M&A to the University Governors without the need for a General Meeting or approval of Student Council
 | * This is a step student have asked us to take out.
* With the Democracy Review implementation, Student Council no longer exists, replaced by a Student Assembly with different powers.
* These changes will mean that students will have to engage with student trustees and elected GSU officers to request changes to the constitution, which can still be done through Student Assembly or the Feedback Mechanism.
* This will mean students no longer need to attend a Members Meeting annually.
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| * Removal of Point 43 and Point 44 removed as there is no Student Council for the trustees to inform
 | * Trustee updates are no longer received through the Student Assembly, but will be received through Scrutiny Panel. Reports from this can be found online.
* Trustee Board minutes can also be found online.
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