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# **BOARD OF TRUSTEES**

## **TERMS OF REFERENCE**

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### **Purpose**

The Board of Trustees has ultimate responsibility for directing the affairs of Christ Church Students' Union, ensuring it is solvent, well-run and delivering its objects.

### **Remit**

1. To set, and ensure compliance of, the purpose, Mission, Vision and Values of Christ Church Students' Union in all policies, activities, services and decisions.
2. To periodically, and at least once every five years, review the Union's Articles of Association prior to presentation to the Board of Governors of Canterbury Christ Church University.
3. To ensure compliance with all governing documents such as the Articles of Association, Bye-Laws, Financial Memorandum and Code of Practice.
4. To ensure the Union complies with relevant laws, regulations and requirements of its regulators.
5. To periodically, and at least once every three years, review the Union's strategic and directive documents and to develop, approve and monitor the progress of a strategic plan for the Union.
6. To ensure the development of an annual operating plan and monitor implementation of such plan on a periodic basis.
7. To ensure the solvency and financial strength of the Union and to oversee the management of the Union's financial affairs. This includes reviewing management and annual accounts.
8. To oversee management of the Union's financial affairs, including ensuring preparation of the Union's annual accounts, reviewing management accounts and annually agreeing a programme of work with the Union's auditors.
9. To review and oversee the Union's audit framework, approve internal and external audit systems and ensure that audit checks are carried out in all key areas of the Union, including but not limited to, the financial audit.
10. To receive the Union's Financial Statements and discuss the Audit Findings Report.
11. To oversee the appointment (and if necessary the dismissal) of the Chief Executive Officer as well as appointing members of the Board to formally appraise the Chief Executive Officer.
12. To determine and maintain a framework of delegation and internal control.
13. To ratify all Union policies.
14. To appoint members to the sub-committees of the Board and to empower such members to act on behalf of the full Board, within parameters set by the Board.
15. To submit the Trustees Annual Report to the Annual Members Meeting.
16. To appoint and dismiss trustees, in accordance with the Articles of Association.
17. To, if necessary, establish limited companies.

### **Responsibility and Authority**

- The quorum for trustees' meetings shall be four and such quorum must include at least two Sabbatical Trustees and one Community Trustee.

- Trustees are bound by an overriding duty, both individually and as a Board, to act reasonably at all times in the interests of the Union and of its present and future members.
- All trustees are equally responsible in law for the Board's actions and decisions, and have equal status as trustees.
- Trustees must act personally, and not as the representative of any group or organisation; this applies regardless of how that person was elected or selected to become a trustee.
- Trustees must ensure that they remain independent, and do not come under the control of any external organisation or individual.
- The Board may overrule decisions made by Union Council on the grounds of; financial considerations, reputation of the Union and matters relating to charity law, education law or other statutory requirements.
- Trustee's and the Board may delegate authority to sub-committees and staff members of the Union, but Board responsibility can never be delegated.

### **Membership**

- Up to five Sabbatical Officer Trustees
- Up to two Selected Student Trustees
- Up to two Elected Student Trustees
- Up to four Community Trustees
- One University Trustee
- Chief Executive Officer - *in attendance*
- Any other individual as required and by invitation of the Chair - *in attendance*

### **Resources**

Any financial and management resources necessary to achieve the Board's objectives.

### **Regularity of Meetings**

At least four times per academic year.

### **Administration**

- Trustees may appoint one of their number to be the Chair and another Deputy Chair for such term of office as they may determine and may at any time remove him or her from that office.
- The Chief Executive Officer usually drafts the Agenda and Board papers.
- Minutes and an Actions Log will be taken and updated by a person appointed by the Chief Executive Officer and Chair.