**Constitution of**

**Hartpury Students’ Union**

**(An unincorporated association)**

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**Constitution**

**Of**

**Hartpury Students’ Union**

We, Hartpury Students’ Union are a students’ union within the meaning of the Education Act 1994. We act as a voice for our Members and are devoted to their educational interests and welfare. Hartpury University provides us with funds to help us meet our objects as set out below.

1. **Objects (aims)**

We aim to advance the education of students at Hartpury University and Hartpury College (Hartpury) for the public benefit by:

* 1. Promoting the interests and welfare of students at Hartpury during their course of study and representing, supporting and advising students.
	2. Being the recognised representative channel between students and Hartpury and any other organisation outside Hartpury.
	3. Providing social, cultural, sports and recreational activities and forums for discussions and debate that will enhance the personal development of our students.

Charity law gives a wide meaning to education and does not limit it to education by a teacher in a classroom, playground or sports field. This is what we mean by ‘advancing the education of students’ through a), b) and c) in the Objects (aims).

1. **Powers**

2.1 So that we can carry out our objects we have the power to:

1. Provide and promote activities, services and facilities for our Members.
2. Raise funds and receive grants and donations.
3. Trade whilst we are carrying out any of our objects and carry on any other trade which is not expected to lead to taxable profits.
4. Do anything which is lawful to achieve our objects.
5. Carry out our campaigning activities either alone or with other organisations.
6. Incorporate and transfer all our assets to a charitable limited liability legal entity, and dissolve at any time following such incorporation and transfer if the Trustees and the Hartpury University Corporation consider it appropriate to do so.
7. **Money and property**

3.1 Our money and property must only be used to help us carry out our objects.

3.2 Trustees cannot receive any money or property from us except:

1. Reasonable out-of-pocket expenses.
2. Payments made to any Trustee under clause 16.
3. Reasonable payments for any services they have provided to us (including services provided under a contract of employment with us) as long as the Trustee follows clause 8.14 (Conflicts of interest) in relation to any decisions regarding the payment, and no more than half the Trustees receive such a payment in any financial year.
4. **Members/Associate Members**

4.1 Our Members are:

* All students who are registered at Hartpury University or Hartpury College and have not opted out of membership of our union.
* Trustees

4.2 A Member cannot transfer their membership to someone else. Membership will automatically end if:

1. The Member stops being a student or their student status with the University or College is withdrawn in line with the University’s or the College’s processes.
2. The Member gives written notice that they do not want to be a Member, in line with the Hartpury Students’ Union Schedules.
3. In the case of Members who are not Trustees, a decision is made to remove their membership under the Hartpury Students’ Union Code of Conduct or
4. The Member dies.

4.3 The Trustee Board and Executive Committee (section 7 and 8 below) will set up and monitor a ‘Code of Conduct’ that all Members must adhere to, including when members are involved in activities or at events that are run or organised by Hartpury Students’ Union. The Code of Conduct may involve action if a Member contravenes the Code of Conduct, this action may involve suspending or removing any or all of the Member’s rights and privileges of membership (including holding office).

4.4 Members can use our facilities and take part in our educational, social, sporting and cultural activities. Members can speak and vote at our meetings, nominate other Members, stand and vote in our elections, and hold office in Clubs and Societies.

Associate members

4.5 The Trustees may establish Associate Memberships and in doing so the Trustees will define the parameters, rights and obligations of the Associate Memberships as they think fit and they may admit and remove such Associate Members as deemed appropriate. No such Associate Members shall be Members of the Hartpury Students’ Union for the purposes of the Constitution or the Companies Act.

1. **Referendums**

5.1 A referendum, in which all Members will be allowed to vote, may be called on any issue by:

1. A resolution of the Trustees.
2. A majority vote of at least two thirds of the Student Council.
3. The President, if they receive a petition setting out the issue, name, course, student number and signature of at least 100 members.

5.2 Policy set by a referendum can overturn policy set by the Members at the Annual General Meeting or by the Student Council.

5.3 Referendums will be held in line with the Hartpury Students’ Union Schedules.

1. **Annual General Meeting (AGM)**

6.1 An AGM will be held once in each calendar year.

6.2 The Members and the Trustees will be given at least 14 days’ notice of the place, date and time of the meeting.

6.3 Every notice calling an AGM shall specify the place, date and time of the meeting and the general nature of the business to be transacted. The notice must detail the business to be transacted and shall include:

1. Ratification of minutes of the previous meeting.
2. Receiving the accounts for the Hartpury Students’ Union for the previous financial year.
3. Approving the list of affiliations of the Hartpury Students’ Union.
4. Open questions to the Trustees by the Members.

6.4 There must be at least 50 Members present at an AGM.

6.5 The Chairperson of the Student Council (section 9 below) will chair the meeting. If this is not possible, the Members at the meeting will elect a Member to act as Chairperson.

6.6 Every Member will have one vote and decisions will be made on a simple majority unless this Constitution says otherwise.

**7. The Executive Committee**

7.1 In accordance with the Education Act 1994, the Hartpury Students’ Union Officers (the Executive Committee) will be elected in line with the Schedules.

7.2 The Executive Committee will include the Hartpury Students’ Union Officer(s) who are elected in line with the Schedules.

7.3 The Hartpury Students’ Union Officers will be the ‘major union office holders’ for the purposes of Section 22 of the Education Act 1994 and will enter into contracts of employment with Hartpury University.

7.4 The Executive Committee will run the Hartpury Students’ Union on a day-to-day basis in line with this Constitution and its Schedules, any relevant legislation and any decisions the Members make at an AGM or referendum, or decisions made by the Student Council or the Trustees.

7.5 The Executive Committee and Trustee Board will prepare a Code of Conduct which the Student Council must approve.

* 1. The Executive Committee will meet in line with the Schedules.

7.7 Hartpury Students’ Union Officers will no longer be officers if:

1. They resign by giving notice.
2. They fail to attend two Executive Committee meetings in a row without sending apologies.
3. A motion of no confidence in a Hartpury Students’ Union Officer is passed by a 66% majority in a vote by the Student Council.

 Holding a position of office in the Hartpury Students’ Union is a privilege of membership and Hartpury Students’ Union Officers can have their office removed in accordance with the Code of Conduct.

**8. Trustees**

8.1 The Trustee Board will be made up of the following persons:

1. All members of the Executive Committee who are aged 18 or over.
2. Not more than three non-student Trustees who will be appointed by the Executive Committee and ratified by the Student Council.

8.2 The Hartpury Students’ Union must have at least four student Trustees at all times.

8.3 A Trustee will no longer be a Trustee if:

1. They are a non-student Trustee and they stop being an employee of Hartpury University or Hartpury College.
2. They resign by giving notice (but only if at least three Trustees will remain in office when the notice of resignation takes effect).
3. They fail to attend two Trustee meetings in a row without sending apologies and the Trustees decide that they should be removed for this reason.
4. A motion of no confidence in the Trustee is passed by a 66% majority in a vote of the Student Council.

8.4 If a Trustee resigns, is disqualified or is removed from office, a new Trustee will be appointed in line with the Schedules.

**Powers of the Trustees**

8.5 The Trustees are responsible for overseeing the way the Hartpury Students’ Union is managed and governed (having proper arrangements in place for overseeing the operation of the Hartpury Students’ Union), its budget and strategy.

8.6 The Trustees can override any decision or policy made by the Members at an AGM or referendum, by the Student Council or by the Executive Committee which:

1. Has or may have serious financial effects for the Hartpury Students’ Union.
2. Is or may be against the law.
3. May not be in best interests of the Hartpury Students’ Union.

**Trustees’ meetings**

8.7 The Trustees must hold at least three meetings each year.

8.8 Two Trustees can call a meeting of the Trustees. At least seven days’ notice will normally be given for a Trustees’ meeting. Shorter notice can be given if all the Trustees agree or if a meeting needs to be held urgently and it is not possible to give seven days’ notice.

8.9 At least three Trustees must be present at a Trustees’ meeting to be able to make decisions and the majority of these Trustees must be students.

8.10 At the first meeting of the year the Trustee Board will elect one of their Trustees to be the Chairperson of the Trustees. In the absence of the Chairperson, the Trustees at the meeting will appoint another Trustee to act as Chairperson.

8.11 The Trustees will make decisions by a majority vote. If there is an equal number of votes on an issue, the Chairperson will have a casting vote on top of any other vote they may have.

8.12 A Trustees meeting may be held by phone or by any other electronic or virtual means agreed by the Trustees.

**Trustees decisions without a meeting**

8.13 If all the Trustees agree on a matter, they may make a decision without holding a Trustees’ meeting. The agreement of any decision must be recorded in writing.

**Conflicts of Interest**

8.14 Whenever a matter is to be discussed at a meeting or decided in line with clause 3.2 and a Trustee has a conflict of interest they must tell the other Trustees about the interest. They will have to leave the meeting while the matter is being discussed and will not be able to vote on the matter.

**9. The Student Council**

9.1 The Student Council is responsible for:

* 1. Helping the Executive Committee carry out their work and holding them accountable.
	2. Setting Hartpury Students’ Union policies (such policies can be overturned at an AGM or referendum).
	3. Drafting and amending the Schedules jointly with the Trustees in line with clause 14.
	4. Acting as a consultation forum for raising matters with Hartpury University and Hartpury College.

9.2 The membership and procedures of the Student Council will be set out in the Schedules.

**10. Being affiliated to other organisations**

10.1 Any proposal to affiliate to another organisation must be approved by the members at an AGM or by a referendum.

10.2 The Hartpury Students’ Union will inform Hartpury University and Hartpury College about any new links to other organisations, including the name of the organisations and if any fee is to be paid.

10.3 The Hartpury Students’ Union will include the details of all links to other organisations, including the names of the organisations and each fee paid in their annual report. The annual report is available to all members of the Hartpury Students’ Union and to Hartpury University and Hartpury College.

10.4 If members want to object to a current link to any particular organisation, they must present a petition, signed by at least 100 members, to the President. A referendum will be called on the issue and it will be held in line with the Schedules. Another referendum about the same matter cannot be held in the same academic year.

**11. Clubs and societies**

Clubs and societies may be recognised by the Student Council as long as they meet the requirements set out in the Schedules and are in line with Hartpury Students’ Union’s objects.

**12. Complaints procedure**

If Hartpury Students’ Union receive any complaints about an individual Officer, the Executive Committee or any member of the Student Council, it will be dealt with these under the complaints procedure set out in the Schedules.

**13. Finance**

13.1 Hartpury Students’ Union will receive appropriate funds from Hartpury University in order to carry out their objects.

13.2 Hartpury Students’ Union’s income and expenditure will be audited in line with the financial regulations of Hartpury University.

**14. Schedules**

 The Trustees and the Student Council will jointly make or amend Schedules relating to how Hartpury Students’ Union is run, as long as these Schedules are consistent with the Constitution.

**15. Minutes**

 The Trustees will keep minutes of every meeting and all resolutions of the members and the Trustees.

**16. Protection against liability**

Every Trustee will be, and every other Officer of the Hartpury Students’ Union may be, covered against any liability they face 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 the court finds they have not been negligent, not failed to carry out their duties or not broken trust in relation to the work of the Hartpury Students’ Union, and against all costs, charges, losses, expenses or liabilities they face in carrying out their duties.

**17. Winding up**

If Hartpury Students’ Union is wound up, any money or property remaining after all our debts have been paid will belong to and be held by Hartpury University in trust for the purposes of a students’ union that represents the students of Hartpury University and Hartpury College.

**18. Amendments to the Constitution**

18.1 The Trustees and Hartpury University Corporation will review this Constitution every five years from the date of this Constitution.

18.2 No amendment will be made to this Constitution which would mean that Hartpury Students’ Union no longer operates under charitable law. The Constitution can only be amended by a resolution passed at Student Council by at least two thirds of those present and entitled to vote as long as the Hartpury University Corporation approve the amendments.

18.3 Hartpury Students’ Union must get written permission from the Charity Commission before it makes any amendment to clause 1 (Objects) and clause 3 (Money and property).

**19. Interpretation**

19.1 If anyone challenges any part of this Constitution, the Hartpury Students’ Union will ask the President to make a decision.

19.2 If the President’s decision is challenged, following legal advice, the Student Council will be asked to make a decision.

19.3 If a member of the Hartpury Students’ Union is not satisfied with the Students Council’s decision they may appeal to the Trustee Board, whose decision will be final.

*Date of this version: March 2019
Approved by Hartpury University and Hartpury College Corporation: May 2019
Approved by Hartpury Students’ Union Student Council:
Date of review: March 2024*