

## Proposed Amendments to the Memorandum and Articles of Association

Key	
Deletion	● Addition / alteration

Based on current [HESA data](#) the student population at University of Plymouth is 18,410 (1% would be 184 students)

Original Text	Proposed Revised Text
<h3>Referendums</h3>	
<p>17.1 The decision to hold a Referendum of students' opinions on an issue can be made by:</p> <p>17.1.1 A resolution carried by a majority of the Union Council;</p> <p>17.1.2 the Union Council, on receipt of a petition containing the name, course, student number and signature of at least 400 Student Members, provided that there has not been a referendum on the same topic within the previous two year period. However, in exceptional cases and if circumstances significantly change within the two year period, the Trustees may decide to call another Referendum on the same issue.</p> <p>17.1.3 a resolution of the Trustees.</p> <p>17.2 Subject to Articles 26.1 and 29.2.1 a resolution may only be passed by Referendum if at least 3% of the Student Members cast a vote in the Referendum and a simple majority of the votes cast are in favour of the resolution.</p> <p>17.3 Referendums shall be conducted in accordance with these Articles and the Bye-Laws.</p> <p>17.4 Subject to Article 31.3 the Student Members may set Policy by Referendums.</p>	<p>17.1 The decision to hold a Referendum of students' opinions on an issue can be made by:</p> <p>17.1.1 A resolution carried by a majority of the Union Council;</p> <p>17.1.2 the Union Council, on receipt of a petition containing the name, course, student number and signature of at least 1% of Student Members.</p> <p>17.1.3 a resolution of the Trustees.</p> <p>17.2 Subject to Articles 26.1 and 29.2.1 a resolution may only be passed by Referendum if at least 3% of the Student Members cast a vote in the Referendum and a simple majority of the votes cast are in favour of the resolution.</p> <p>17.3 Referendums shall be conducted in accordance with these Articles and the Bye-Laws.</p> <p>17.4 Subject to Article 31.3 the Student Members may set Policy by Referendums.</p>

## Appointment of Trustees

21. Those persons notified to the Registrar of Companies as the first directors of UPSU shall be the first Trustees until and including the Effective Date. On the day immediately following the Effective Date, those persons elected and/or appointed by the Unincorporated Charity as its board of trustees for the academic year 2017/18 shall be the Trustees of UPSU and shall be deemed to be UPSU's Sabbatical Officer Trustees, Student Trustees and External Trustees as appropriate for the purposes of these Articles. Thereafter, the Trustees shall be made up of the following persons:

21.1 not more than six Sabbatical Officer Trustees, elected in accordance with Article 22;

21.2 not more than two Student Trustees, appointed in accordance with Article 23; and

21.3 not more than four External Trustees, appointed in accordance with Article 24.

Those persons notified to the Registrar of Companies as the first directors of UPSU shall be the first Trustees until and including the Effective Date. On the day immediately following the Effective Date, those persons elected and/or appointed by the Unincorporated Charity as its board of trustees for the academic year 2017/18 shall be the Trustees of UPSU and shall be deemed to be UPSU's Sabbatical Officer Trustees, Student Trustees and External Trustees as appropriate for the purposes of these Articles. Thereafter, the Trustees shall be made up of the following persons:

21.1 Sabbatical Officer Trustees, elected in accordance with Article 22;

21.2 Student Trustees, appointed in accordance with Article 23; and

21.3 External Trustees, appointed in accordance with Article 24.

The number of each category of Trustee to be as defined in the Bye-Laws.

## External Trustees

24. External Trustees shall be appointed by a simple majority vote of the Governance and Appointments Committee provided that the appointment of each External Trustee is ratified by the Union Council. For the avoidance of doubt, such appointment shall not take effect until it has been ratified by the Union Council.

24.1 External Trustees shall remain in office for up to a term of three years, in accordance with the Bye-Laws.

24.2 External Trustees may serve for a maximum of three terms, plus one additional year, which may either be consecutive or non-consecutive.

24. External Trustees shall be appointed by a simple majority vote of the Governance and Appointments Committee provided that the appointment of each External Trustee is ratified by the Union Council. For the avoidance of doubt, such appointment shall not take effect until it has been ratified by the Union Council.

24.1 External Trustees shall remain in office for up to a term of three years, in accordance with the Bye-Laws.

24.2 External Trustees may serve for a maximum of three terms which may either be consecutive or non-consecutive provided that each new term is approved by the Board and ratified by the Union Council.

## Removal of Trustees by the Student Members or the Union Council

### 26. Removal of Trustees by the Student Members or the Union Council

The office of a Trustee shall be vacated if:

26.1 a motion of no confidence in the Trustee is passed by a majority of the Student Members voting in a Referendum, provided that at least 3% of Student Members cast a vote in the Referendum. Such a motion shall only be triggered by a Secure Petition signed or agreed to by at least 800 Student Members; or

26.2 a motion of no confidence in the Trustee is passed by a majority in a vote of the Union Council. Such a motion shall only be triggered by a Secure Petition signed or agreed to by at least 800 Student Members

### 26. Removal of Student or External Trustees by the Union Council

The office of a Student Trustee or an External Trustee shall be vacated if:

26.1 a motion of no confidence in the Trustee is passed by a majority in a vote of the Union Council. Such a motion shall only be triggered by a Secure Petition signed or agreed to by at least 1% of the Student Members

## Removal of External Trustees by the Board

### 28. Removal of External Trustees by the Board

The office of an External Trustee shall be vacated if a majority resolution of no confidence in the Trustee is passed by the Trustees. For the avoidance of doubt, the Trustee concerned and any Trustee who has a conflict of interest in relation to the matter shall not vote on this resolution and the quorum shall be no less than four Trustees, two of which should be Sabbatical Officer Trustees.

### 28. Removal of External Trustees and Student Trustees by the Board

The office of an External Trustee or a Student Trustee shall be vacated if a majority resolution of no confidence in the Trustee is passed by the Trustees. For the avoidance of doubt, the Trustee concerned and any Trustee who has a conflict of interest in relation to the matter shall not vote on this resolution and the quorum shall be no less than four Trustees, two of which should be Sabbatical Officer Trustees.

# Removal of Elected Officers

## 29. Removal of Elected Officers

An Elected Officer shall be removed from office if they:

29.1 resign or die;

29.2 are removed from office as an Elected Officer by

29.2.1 a motion of no confidence in the Elected Officer passed by a simple majority of the Student Members voting in a Referendum, provided that at least 3% of the Student Members cast a vote in the Referendum. Such a motion shall only be triggered by a Secure Petition signed or agreed to by at least 800 Student Members; or

29.2.2 a motion of no confidence in the Elected Officer is passed by a majority in a vote of the Union Council. Such a motion shall only be triggered by a Secure Petition signed or agreed to by at least 800 Student Members;

provided that, in the case of a Sabbatical Officer, such removal shall be subject to UPSU having first carried out any steps it is required to take under the Sabbatical Officer's contract of employment and/or the applicable disciplinary procedure and otherwise in accordance with good employment practice.

## 29. Removal of Elected Officers

An Elected Officer shall be removed from office if they:

29.1 resign or die;

29.2 are removed from office as an Elected Officer by

29.2.1 a motion of no confidence in the Elected Officer passed by a simple majority of the Student Members voting in a Referendum, provided that at least 3% of the Student Members cast a vote in the Referendum. Such a motion shall only be triggered by a Secure Petition signed or agreed to by at least 1% of the Student Members; or

29.2.2 a motion of no confidence in the Elected Officer is passed by a two-thirds majority in a vote of the Union Council. Such a motion shall only be triggered by a Secure Petition signed or agreed to by at least 1% of Student Members;

provided that, in the case of a Sabbatical Officer, such removal shall be subject to UPSU having first carried out any steps it is required to take under the Sabbatical Officer's contract of employment and/or the applicable disciplinary procedure and otherwise in accordance with good employment practice.

## Committees

33.2 The Trustees must establish the following committees (which is a non-exhaustive list) in accordance with their powers under Articles 32 and 33.1:

33.2.1 Leadership Group (as further described in Article 35);

33.2.2 Governance & Appointments Committee;

33.2.3 Audit and Risk Committee;

33.2.4 Finance and Staffing Committee; and

33.2.5 Health and Safety Committee.

33.2 The Trustees may establish and dissolve committees in accordance with their powers under Articles 32 and 33.1. Such committees as may be formed will meet and have delegated powers as defined in the Bye-Laws.

## The Leadership Group

35. The Leadership Group

35.1 Unless the Trustees determine otherwise, the Leadership Group shall include:

35.1.1 the Sabbatical Officers;

35.1.2 the Chief Executive of UPSU; and

35.1.3 the Staff Directors of UPSU.

35.2 The Leadership Group's responsibility shall not include the duties of the Trustees as set out in Article 31 but shall include the coordination of UPSU's operational and policy objectives so far as these responsibilities have not been delegated to another committee.

35.3 The Leadership Group shall meet in accordance with the Bye-Laws.

35. The Leadership Group

Delete all