

**Bye-Laws**

**of**

**The Open University Students Association**

**(A Company Limited by Guarantee)**

**DRAFT FEBURARY 2020**

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**Table of Contents**

**Contents**

1. Introduction .....	4
2. Membership .....	4
2.2. Honorary Life Members .....	4
2.3. Honorary Vice Presidents.....	4
3. Board of Trustees.....	5
Officer and Student Trustees .....	6
External Trustees .....	7
4. The Central Executive Committee (CEC).....	7
5. Conference Steering Committee .....	10
6. OU Students Association Conference.....	11
7. Nations and Regions.....	12
8. Position Statement Reviews .....	13
9. Equality and Diversity.....	13
9.2. Communication .....	13
9.3. Meetings and events .....	14
9.4. General.....	14
9.5. Equality and Diversity within the OU.....	14
10. Election of Central Executive Committee members and Student Trustees .....	14
11. Expenses and Payments.....	16
12. Complaints and Misconduct Procedure .....	17
12.1. Complaints against members:.....	17
12.2. Procedure:.....	18
12.3. Complaints against the Association: .....	22
12.4. Vote of No Confidence in Trustees or members of the Central Executive Committee.....	22
13. Representatives Appointments to Open University Central Committees.....	23
13.1. Central Committee Representatives .....	23
13.2. Appointments Committee .....	24

13.3.	Central Representatives Seminar .....	24
13.4.	Term of Appointment.....	25
13.5.	Applications as part of the main appointment period.....	25
13.6.	Applications made outside the main appointment period .....	25
13.7.	Removal of Central Committee Representatives .....	25
13.8.	Senate Reference Group .....	25
14.	Official Association Groups .....	26
15.	Societies .....	26
	Procedures for Affiliation .....	27
	Criteria for Affiliation .....	27
	Financial Arrangements and Annual Report.....	28
	Voluntary Disaffiliation from the Association .....	29
	Disaffiliation by the Association.....	29
	Procedure for Disaffiliation by the Association .....	30
	Societies Committee .....	30
	Membership .....	31
	Observers.....	31
	Meetings and Business .....	31
16.	Students Association Clubs.....	32
17.	Definitions and Interpretations.....	34
	APPENDICES .....	37
	Appendix 1 .....	37
	SECTION D – COMPLAINTS AND DISCIPLINARY PROCEDURES .....	37
	Appendix 2 .....	42
	OU STUDENTS ASSOCIATION BULLYING, HARASSMENT AND CYBER-ABUSE POLICY .....	42

# **Bye-Laws of The Open University Students Association**

## **1. Introduction**

- 1.1. These Bye-Laws should be read in conjunction with the Articles of Association (the Articles) of The Open University Students Association (the Association). Together, these documents form the basis for the operation of the Association. Unless words are otherwise defined in this document, the same definitions from the Articles shall apply.
- 1.2. Should there be any conflict or contradiction between the Articles and Bye-Laws, then the former shall take precedence.
- 1.3. If any dispute arises in relation to the interpretation of the Articles, or any of these Bye-Laws, or if any conflict or contradiction between Bye-Laws exists, it shall be resolved by the Board of Trustees. This decision shall be final.
- 1.4. The meanings of any defined terms used in these Bye-laws are set out in Clause 17.

## **2. Membership**

- 2.1. In accordance with Article 11.1.5, there exists the following types of honorary membership:

### **2.2. Honorary Life Members**

- 2.2.1. In recognition of services rendered to the Association, the Central Executive Committee may elect Honorary Life Members.
- 2.2.2. A nomination proposed by six full members of the Association and including a short citation shall be addressed in writing to the President.
- 2.2.3. Upon the receipt of a nomination for Honorary Life Membership it shall be conducted under Presidents Business of the agenda for the next meeting of the Central Executive Committee, where possible, or otherwise decided by the CEC using electronic means (such as their online forums or a discussion via email exchange when it may relate to a serving member of the CEC or member of staff).

### **2.3. Honorary Vice Presidents**

- 2.3.1. In recognition of services rendered to the Association and in anticipation of a continued, active relationship with the Association, the Central Executive Committee may elect up to five Honorary Vice Presidents.

- 2.3.2. A nomination proposed by six full members of the Association and including a short citation shall be addressed in writing to the President.
- 2.3.3. Upon the receipt of a nomination for Honorary Vice President it shall be conducted under Presidents Business of the agenda for the next meeting of the Central Executive Committee, where possible, or otherwise decided by the CEC using electronic means (such as their online forums or a discussion via email exchange when it may relate to a serving member of the CEC or member of staff).
- 2.3.4. Honorary Vice Presidents shall hold that position for a period of four years and shall not be eligible for re-appointment. On completion of their term an outgoing Honorary Vice President shall be offered Honorary Life Membership of the Association.
- 2.3.5. Holders of Honorary positions shall not be entitled to vote in any proceeding of Association Business.
- 2.3.6. Nominations for Honorary positions may be open to scrutiny of the Board of Trustees, where there any concerns for the reputation or the Association or other such concern.

### **3. Board of Trustees**

- 3.1. The Association Board of Trustees (composed of the same individuals as the Association's Company Law Members) has the ultimate responsibility for directing the affairs of the Association. This includes ensuring that the Association is solvent, well governed and delivers the objectives for which it was established.
- 3.2. Specifically, the Board of Trustees will:
  - 3.2.1. ensure that the Association is run in accordance with its Articles of Association, charity law and all other applicable laws and regulations;
  - 3.2.2. ensure that the Association's assets and resources are used only for the agreed purposes and are properly secured and insured;
  - 3.2.3. approve the annual budget, any submission to the University concerning the subvention and the Association's annual financial statements;
  - 3.2.4. approve and monitor the financial procedures of the Association;
  - 3.2.5. approve the Association's strategic plans and annual reports;
  - 3.2.6. appoint the Association's bankers, accountants, legal advisors, human resource consultants and auditors and receive any reports from such;
  - 3.2.7. approve all amendments to the Association Articles of Association for submission to a vote of Conference;
  - 3.2.8. appoint, establish the job description, agree the remuneration and annually appraise the performance of the Association's Chief Executive;

- 3.2.9. agree the remuneration and annual appraisal of the President and Deputy President.
- 3.3. To these ends, the Board of Trustees may veto, overturn or return to the originating body for reconsideration the decision of any Association Officer, Committee, meeting or employee which would either prejudice the legal, financial or charitable objectives of the Association, or affect the Trustees ability to discharge any of their responsibilities referred to in the Association Articles of Association.
- 3.4. The Association shall appoint a Secretary to the Board of Trustees from time to time as required.
- 3.5. The Board of Trustees may request attendance and report of any person who, in the view of the Trustees, may provide the Board of Trustees with pertinent or useful information or opinion to facilitate the discharge of its duties.

### **Officer and Student Trustees**

- 3.6. There will be three elected Officer Trustees, who work Association wide, as follows:
- 3.6.1. The President
  - 3.6.2. Deputy President
  - 3.6.3. Vice President Administration
- 3.7. Role descriptions for Officer Trustee positions will be drawn up by the Association Central Executive Committee and ratified by the Board of Trustees.
- 3.8. Officer and Student Trustees will be elected in accordance with the procedures set out in Section 10.
- 3.9. The term of office for all Officer and Student Trustees will be from 1st August of the year in which the biennial elections are held to 31st July two years after that election.
- 3.10. An Officer or Student Trustee wishing to resign must do so in writing to the President and Chief Executive. They must give two weeks' notice in which they will produce a handover document.
- 3.11. In their absence, for any reason, Officer Trustees may be replaced in their duties by other Association Officers as agreed by the Central Executive Committee. Student Trustees who need to be replaced within a year of their term commencing may be replaced in their duties via a bye-election. Student Trustees requiring replacement more than a year after the commencement of their term of office may be replaced in their duties by other eligible members as agreed by the Central Executive Committee. Any such change in Trustees must be ratified by the Board of Trustees.
- 3.12. Officer and Student Trustees may be disciplined by the Association following the procedures set out in Section 12.

- 3.13. Officer or Student Trustees must not hold any paid position within the Association except as provided for by the Articles of Association
- 3.14. Should any Student Trustee be elected as President, Deputy President or Vice President Administration, then they must immediately resign their position as a Student Trustee on taking office

### **External Trustees**

- 3.15. Unless their appointment is terminated in accordance with the Association Articles of Association, External Trustees shall serve two-year terms up to a maximum of four such terms, commencing either directly after the completion of the term of office of their predecessor or immediately after their appointment if the position is vacant.
- 3.16. External Trustees must not be a member of the Association, hold any elected or paid position within the Association, or the University, nor be a member of the University Council. Former Association Officers may not be External Trustees until five years after their term of office has ended.
- 3.17. External Trustee vacancies will be advertised publicly following an analysis of any skills gaps on the Board of Trustees e.g. financial, legal, HR etc.
- 3.18. One of the External Trustees will normally be appointed as Chair of Trustees.

## **4. The Central Executive Committee (CEC)**

### 4.1. The Central Executive Committee (CEC) will:

- 4.1.1. Ensure the effective and democratic representation of OU students both within the University and the wider world of Higher Education;
- 4.1.2. Provide guidance to Staff, Student Representatives and Volunteers.
- 4.1.3. Be asked to input on, review and agree, as appropriate, any changes to policies and procedures within the CEC's remit.
- 4.1.4. Work to widen the democratic nature of the Association's decision making.
- 4.1.5. Provide a forum for students to raise and discuss issues that concern them.
- 4.1.6. Develop the Association policy in line with the Association Byelaws.

### 4.2. The CEC will consist of the following:

- 4.2.1. the President and Deputy President of the Students Association.
- 4.2.2. the elected Vice Presidents viz. Vice President Administration; Vice President Community; Vice President Education; Vice President Engagement; Vice President Equality and Diversity;; Vice President Student Support.

- 4.2.3. should the President need to be replaced within a year of their term commencing the Deputy President shall assume the role on a temporary basis until a by-election has been held and a replacement elected.
  - 4.2.4. in the event of the President needing to be replaced more than a year after the commencement of her or his term then the Deputy President shall automatically fill the role until the end of the term unless the Central Executive Committee determines otherwise. Any such decision of the Central Executive Committee must be verified by the Board of Trustees.
  - 4.2.5. a by election will be held to replace Association Officers other than the President if the post falls vacant in the first year of office.
  - 4.2.6. Association Officers other than the President requiring replacement more than a year after the commencement of their term of office may be replaced in their duties by other eligible members as agreed by the Central Executive Committee. Any such decision must be ratified by the Board of Trustees.
  - 4.2.7. One Area Association Representatives for each of the following: England, Scotland, Wales, Ireland, and Continental Europe .
  - 4.2.8. the member elected to represent the Association on the University Council.
  - 4.2.9. Faculty Representatives elected by the general membership. One such representative to be registered on a module within the respective Faculty at the time of election.
- 4.3. The following rules shall apply regarding eligibility for the role of CEC Member:
- 4.3.1. Only full members of the Association as defined by articles 11.1.1 to 11.1.3 inclusive (Student Members) of the Articles of Association may be proposed as candidates for election to the CEC.
  - 4.3.2. No person other than the President or Deputy President may simultaneously hold elected membership of the CEC and paid employment with the Association save for casual employment in exceptional circumstances at the discretion of the CEC. The President and Deputy President will not be permitted to engage in any other paid employment with the Association beyond that due to their elected position.
  - 4.3.3. No person may simultaneously hold more than one elected position on the CEC.
  - 4.3.4. All student members of the Association wishing to stand for election to the Central Executive Committee must declare as part of their nomination:
    - i) any unspent convictions other than traffic convictions resulting in a Fixed Penalty Notice



ii) if they are subject to any reason which would bar them from a Trustee role. These are defined by the Charity Commission and include having an unspent conviction for one or more of the offences listed here<sup>1</sup>:

- having an IVA, debt relief order and/or bankruptcy
- having been removed as a trustee in England, Scotland or Wales (by the Charity Commission or Office of the Scottish Charity Regulator)
- having been removed from being in the management or control of any body in Scotland (under relevant legislation)
- having been disqualified by the Charity Commission
- being a disqualified company director
- being a designated person for the purposes of antiterrorism legislation
- being on the sex offenders register
- having been found in contempt of court for making (or causing to be made) a false statement
- having been found guilty of disobedience to an order or direction of the Charity Commission

4.3.5. The following posts will be subject to a Standard Disclosure and Barring Services check<sup>2</sup>

- President
- Deputy President
- Vice President Administration
- Vice President Equality and Diversity
- Vice President Student Support

4.3.6. In addition to the roles specified at 4.3.5, any postholder engaged in regulated activity will be required to undergo an Enhanced DBS check.

- 
- <sup>1</sup>
1. an offence involving dishonesty or deception (for example theft or fraud)
  2. specified terrorism offences as defined by the Terrorism Act 2000, the Counter Terrorism Act 2008 or the Serious Crimes Act 2007
  3. a specified money laundering offence as defined by the Proceeds of Crime Act 2002
  4. specified bribery offences as defined by the Bribery Act 2010
  5. the offence of contravening a Charity Commission Order or Direction
  6. offences of misconduct in public office, perjury, or perverting the course of justice
  7. aiding attempting or abetting the above offences

<sup>2</sup> The Standard DBS check will show all cautions and convictions spent or unspent unless they have been filtered. Cautions are filtered after 6 years (2 years if the offence was committed by someone under the age of 18). Eligible convictions are filtered after 11 years (5.5 years if the offence was committed by someone under the age of 18). The following are never filtered. Offences listed by the DBS – typically these involve violence, safeguarding, sexual offences and supply of drugs. Any conviction leading to a custodial sentence. This includes suspended sentences. More than one conviction is on record

4.3.7. Any convictions declared or disclosed in accordance with clauses 4.3.4 to 4.3.6 will not automatically exclude a member from acting. The declaration or disclosure will be referred to the Safeguarding Panel who will determine each case in accordance with their Terms of Reference.

4.4. The CEC will hold at least four meetings per year while having discretion over its meeting methods.

4.5. The Association President and Chief Executive Officer will be responsible for organising all CEC meetings.

4.6. No less than 14 clear days' notice will be given of all Central Executive Committee meetings. Posting on the CEC electronic notice board shall be a sufficient method.

4.7. The Association President will chair all meetings of the CEC. In their absence, the CEC will elect another of their members to chair the meeting.

4.8. The Association's Chief Executive Officer will appoint a secretary for the meetings. They will take minutes and ensure that they are published within four weeks of the meeting.

4.9. The quorum for any CEC meeting will be 50% of the filled places of the Committee. Non-quorate meetings may discuss issues and pass recommendations to the Board of Trustees.

## **5. Conference Steering Committee**

5.1. Steering Committee will have overall responsibility for organising the Association's Conference.

5.2. The membership of steering committee shall be:

5.2.1. the President;

5.2.2. Vice President Administration who shall co- chair the Committee with the President

5.2.3. Vice President Community;

5.2.4. five full members of the Association who shall not be current members of the CEC;

5.2.5. the Chair of Societies or their nominee from the Societies Committee;

5.2.6. Vice President Equality and Diversity or their nominee;

5.2.7. members of the Association's staff management team in an advisory capacity;

5.2.8. in the event the membership of the Steering Committee does not include a member with accessibility requirements, appropriate advice on accessibility will be sought.

5.3. The responsibilities of Steering Committee will include:

5.3.1. the preparation and management of all formal business;

5.3.2. supporting and advising the Chief Executive Officer in relation to the administrative and organisational arrangements for Conference;

5.3.3. supporting and advising the President in relation to the non- business content of Conference.

5.4. The Steering Committee shall be accountable to the Board of Trustees and Central Executive Committee.

## **6. OU Students Association Conference**

6.1. Conference shall meet every two years, in late June/early July.

6.2. Board of Trustee Members and Central Executive Committee Members will be answerable to Conference for decisions and actions they have taken.

6.3. Conference shall be able to ask that proposals or reports are referred back to the Board of Trustees or Central Executive Committee.

6.4. A Rules Revision Convention shall be held every four years commencing in 2013 and be widely publicised to provide all members with the opportunity to participate in the review of the Articles of Association. The Rules Revision Convention shall be held in the months of October to December with any proposed changes being submitted to the next Association Conference for affirmation.

6.5. The Association Conference will normally consist of both an on campus element and an online element. The online element will be open to all members to read, but only online delegates will be able to participate.

6.6. All those with delegate status at either element of the Association Conference shall have one equal vote in the formal decision-making process.

6.7. No student may have delegate status at more than one element of Association Conference.

6.8. There will be an equal number of delegate places available at each element of the Association Conference except as provided for at 6.9 below. The votes of all delegates at both elements shall be aggregated to decide upon the voting result of any election or proposal presented to Conference.

6.9. Delegates from the 'Rest of the World' Region shall only be allowed to participate at the online element of Conference but shall be entitled to the

combined number of delegate places for the online element as they would otherwise have been entitled to for both elements of Conference.

6.10. The Nations and Europe will be allocated delegate places proportionate to the number of registered students in each area as follows:

1 delegate place per (or part thereof):

$$\frac{\text{Total number of students registered in the area}}{\text{Total number of places available}}$$

The remaining places will be open to application via the registration process. In the event of applications exceeding the available places for any Nation, places will be determined by a form of random lottery.

- 6.11. Affiliated Societies shall be entitled to 1 delegate per 500 Society members or part thereof for each element of Conference.
- 6.12. The official Association groups shall be entitled to a total of 2 delegates per 500 group members or part thereof for the combined elements of Conference. Such delegates may decide individually which element they attend but may not attend both elements.
- 6.13. Board of Trustee Members and Central Executive Committee members will attend the Association Conference as delegates and may attend both elements, but they will only have one vote. External Trustees will be invited as guests but will not be able to vote.
- 6.14. Newly elected members of the incoming CEC and Board of Trustees will be reserved a delegate place at Conference.
- 6.15. The on campus element of the Association Conference will consist of at least half a day's business and up to one and a half days of student awareness and engagement activities. The Online element of the Association Conference will consider the same, formal business items but this Conference will be appropriately tailored to the medium used with a range of other activities which may be different to those at the on campus element of the Conference.
- 6.16. Extraordinary meetings of the Association Conference may be called under the terms of the Association's Articles of Association.

## **7. Nations and Regions**

7.1. There are 7 Nations and Regions. One for each of the four Nations of the United Kingdom, the Republic of Ireland, Europe and the Rest of the World.

## **8. Position Statement Reviews**

- 8.1. The Central Executive Committee shall be able to initiate position statement reviews. It will also be open to individual members or groups of members to initiate a position statement review on topics of their choosing subject to the support of a minimum of 50 members in order to justify the use of Students Association resources e.g. the capacity of Central Executive Committee Members and staff.
- 8.2. The position statement review shall have a timetable and staff support to ensure that a formal report is produced.
- 8.3. There shall be consultation with the membership on position statement reviews. Such consultation shall be widely publicised, include invitations to comment and discuss and where appropriate employ available technologies for such purposes as surveys, polls and referendums. The results of consultations shall be published and considered as part of the position statement review.
- 8.4. The Central Executive Committee will be obliged to find time in their work programme for its consideration.
- 8.5. The Central Executive Committee will publish its conclusions in a coherent form as an Association Position Statement.
- 8.6. Position Statements will be placed on the Agenda for the Association's next Conference for formal affirmation.

## **9. Equality and Diversity**

- 9.1. This Association is open to all members without discrimination by means of any protected characteristic as defined under the Equality Act 2010– age, disability, gender reassignment, marriage and civil partnership, pregnancy and maternity, race, religion or belief, sex, sexual orientation. The Association will therefore make continued effort to ensure that wherever practically possible:

### **9.2. Communication**

- 9.2.1. all written communications from the Association to members shall be in accessible formats when requested with, for example, alternatives for tables and written descriptions of pictures.
- 9.2.2. all websites used by the Association shall be presented so that the format can easily be adapted by screen readers and those with visual limitations including sub- titles for video recordings.
- 9.2.3. individual forums within the Association's suite of on-line forums shall all include [Guidelines for Accessibility](#). Moderators shall be directed to help participants be made aware of and adhere to these Guidelines.

- 9.2.4. any other on-line groups or forums set up in the name of the Association, for example Facebook groups, should be encouraged to adhere to these Guidelines for Accessibility.

### **9.3. Meetings and events**

- 9.3.1. any meeting or event organised and potentially fundable by this Association shall be held in an accessible venue. Consideration shall be given, amongst others, to mobility, access, noise and light levels, dietary requirements, public transport access, time and day of venue. All reasonable efforts should be made to accommodate an individual member's requirements provided adequate notice is given.
- 9.3.2. If deemed necessary, there will be a Student Panel convened online by the President to consider facilitation requests that require very specialised resources or very large costs for assistance at centrally organised Students Association events. All requests will remain confidential. The Panel will include Vice President Administration and the chair will be appointed by the President.
- 9.3.3. remote attendance of meetings, for instance via phone or Skype, shall be considered whenever requested and shall be supported if beneficial.
- 9.3.4. a hearing loop shall be provided if requested.
- 9.3.5. meeting papers shall be provided in an alternative format if requested.
- 9.3.6. members shall be entitled to register for attendance at the Biennial Conference which will take place either on campus or on-line. Participation in elections, voting and debates shall be equally accessible at both elements of Conference.

### **9.4. General**

- 9.4.1. The Association will strive to adopt best practice in matters of equality and diversity and seek to proactively deal with issues addressed by national and international legislation.

### **9.5. Equality and Diversity within the OU**

- 9.5.1. This Association will continue to raise awareness of equality and diversity issues with the University whenever and wherever relevant.

## **10. Election of Central Executive Committee members and Student Trustees**

- 10.1. The Association's Chief Executive Officer will act as Returning Officer for all elections under this Bye-law. They will be responsible for the drafting and implementation of elections rules, in consultation with Vice President Administration. Decisions regarding the election rules and regulations are made at the Returning Officer's discretion.

10.2. The Returning Officer may appoint Deputy Returning Officers from among the Association's senior staff where appropriate and delegate to them responsibility for elections as appropriate, in consultation with Vice President Administration.

10.3. The elections for the Central Executive Committee and Board of Trustees will take place in the lead-up to the biennial Conference. Elections will be held online with provision for accessible alternatives where practicable. Election results will be announced before Conference and published on the Association website as soon as possible afterwards. Should positions remain unfilled or if a post holder resigns, then a by-election will take place in February of the following year.

A further by-election window in September of a non-Conference year may be used if required to fill any remaining vacancies which have occurred before mid-term.

Any by-elections outside of these periods will need the approval of the CEC and Board of Trustees.

- 10.4. There is a general requirement in relation to all elections in the Students Association that those standing are required to provide certain, prescribed information about their study profile and general location so that the electorate can be aware of such issues in exercising their votes. The nomination form will include a section covering these details which must be completed.
- 10.5. The Returning Officer will publish information about all aspects of the elections and the requirements for candidates and voters, prior to opening the call for nominations.
- 10.6. All candidates for all elections are able to self-nominate and must supply the nomination form, a manifesto and any other requirements set out in the Election Rules to the Returning Officer before the close of nominations.
- 10.7. Each candidate for Area Association Representative must be registered with the University within the Nation or one of the Regions for which they are nominated.
- 10.8. Each candidate for Faculty Association Representative must either be enrolled for a module or registered for a qualification within the appropriate Faculty or in the case of the Open and Access Programme Representative either be currently studying or have recently studied and Access module or be currently studying an Open degree and be able to demonstrate a broad understanding of the Open and Access programmes.
- 10.9. Upon nominating themselves for a role, each candidate will need to declare any unspent criminal convictions. All successful candidates who will be specifically working with vulnerable adults or children under the age of 18 will be required to undertake a DBS check upon election to that role.

- 10.10. Upon submitting the completed nomination form the candidates are bound by the terms and conditions of the election rules and regulations as noted in the election rules, the Association Articles of Association, and Bye laws. The Returning Officer's decision is final.
- 10.11. The Returning Officer will not reveal details of any nominations prior to the close of nominations.
- 10.12. If a Hustings (questions to Candidates) procedure takes place, it will be chaired by the Returning Officer or their Deputy. Questions will be taken from full members of the Association and the Chair will regulate the number and length of time taken over questions.

## 11. Expenses and Payments

- 11.1. When incurring expenses on behalf of the Association you are asked to have regard for the nature of the organisation and for ensuring that all expenditure is reasonable. You should also ensure before incurring expenses that the Association has an agreed budget for covering such activities. If in doubt about any action which will give rise to a claim to the Association for reimbursement of expenses, check with the relevant staff in the Association's Finance and Resources team before incurring the expenditure.
- 11.2. Claims for reimbursement may only be made in accordance with the Association's [Travel and Subsistence Policy](#). All claims must be submitted on the appropriate form together with all receipts and received by the staff team within **four** weeks of the event. If you fail to submit a claim within this time frame you must provide the staff team with a written explanation for the delay. If there is an issue with your explanation it will be referred to Vice President Administration for a decision regarding payment.
- 11.3. All claim forms are available either for e. completion or manual submission and will be made readily available online or on request from the office. Claim forms are also available at all Association meetings/events.
- 11.4. If you require an advance to attend Association meetings/events you must complete an advance claim form stating details of the meeting/event, mode of transport and the amount you require. Advances must be received by the staff team at a minimum of **10 working days** prior to the event.
- 11.5. Having received an advance from the Association you are required to submit a claim supported by receipts within **four** weeks of the event. An advance is a debt owing to the Association and as such it is an audit requirement for a claim to be submitted, together with receipts where appropriate, detailing the expenditure of the advance received. If you have nothing further to claim you are still required to submit a claim to cover any advance.
- 11.6. Payment of expenses and advances will be by BACS (direct to your bank account). Bank details should be provided by completing the relevant section



of the form relating to your first claim. Once a BACS payment has been set up you will receive a unique four-digit BACS code for all future claims and you need only provide your bank details again if they change.

## 12. Complaints and Misconduct Procedure

### 12.1. Complaints against members:

12.1.1. All members of the Association, whether elected or appointed representatives, paid or unpaid Executive Committee Members, other volunteers, Honorary Life Members, Trustees, or the wider membership whilst involved in or accessing Student Association services, are subject to this procedure which may be implemented for one or more of the following:

- Failure to follow OU Student Association Policy
- Breach of the Volunteer Agreement
- Breach of the Board of Trustees Code of Conduct
- Breach of the Central Executive Committee Code of Conduct
- Breach of the Bullying and Harassment policy
- Breach of the Safeguarding policy
- Breach of Election Rules
- Failure to follow Association rules for use of its online spaces including social media platforms
- Vexatious complaints\*
- Any other wilful behaviour that is likely to bring the Association into disrepute.

Should the Association become aware of conduct that may constitute any of the above, it may investigate that conduct as though it were reported through this procedure.

\*Vexatious Complaints are those deemed to be obsessive, persistent, harassing, malicious or disruptive. The Association reserves the right to consider whether a complaint is vexatious

12.1.2. Controversial statements not involving the Association, or its members or staff issued outside an official context would not normally be considered grounds for complaint. However, such statements might be considered for disciplinary action if they are made in an official capacity regardless of where they were made or if made in an official context. Official context includes but is not restricted to Association or University meetings, forums and social media sites managed by the Association or University.

12.1.3. For example, a member may hold particular political **or religious** views and if expressed in a personal capacity this would not be a disciplinary matter. A member expressing such views in an official capacity or using their position to promote such views outside of the Association may find themselves liable to disciplinary action for bringing the Association into disrepute.

12.1.4. Views of an extremist nature, posted on Association online platforms or expressed at Association related events will be reported to the University's Prevent Co Ordinator as part of the Association's responsibility under the Prevent Duty which is aimed at countering the risk of extremism.

## **12.2. Procedure:**

- 12.2.1. Anyone may make a complaint to the Association that a particular member is in breach of Association policy as mentioned above or has engaged in conduct that may be injurious to the character of the Association, its members or staff or which might bring the Association into disrepute.
- 12.2.2. Complainants (the individual making the complaint), should provide full details of the issue in writing, stating the problem in a calm and reasonable manner, so that the matter can be clearly understood and include details of any specific events, attaching relevant information and evidence.
- 12.2.3. Complainants should be aware that in the interests of fairness and clarity, the full text of their complaint will be passed onto the Respondent (subject of the complaint). It is therefore imperative that complaints are written clearly and objectively. Complainants can request that their complaint remains anonymous and must provide a reason why this should be the case.
- 12.2.4. Complaints should be addressed to [ousacomplaints@open.ac.uk](mailto:ousacomplaints@open.ac.uk) and marked for the attention of the President and the Deputy Chief Executive (DCE) (Student and Staff Engagement) and will be acknowledged within 5 working days. Please note that this will exclude the Christmas period when the Association Office could be closed up to a period of 7 working days. In this event, an automatic response will be in place informing the student of closure dates.
- 12.2.5. Complaints about the President or the Deputy President should be marked for the attention of the Chair of the Board of Trustees.
- 12.2.6. Complaints about any member of staff should be marked for the attention of the Chief Executive and will be dealt with under a separate staff policy.
- 12.2.7. Complaints about the Chief Executive or the Deputy Chief Executives should be marked for the attention of the Chair of the Board of Trustees.
- 12.2.8. The President and Deputy President, in conjunction with the DCE (Student and Staff Engagement), will conduct an initial assessment to ascertain whether or not there is a case to answer. If it is decided that there is, then the matter will be dealt with under this procedure. If it is felt necessary, the decision may also be taken, without prejudice to the outcome of the investigation, to suspend the member who is the subject of the complaint until the disciplinary process (including any appeal) is completed. In the case of a paid role, the member will be suspended on full pay.

- 12.2.9. If appropriate the President may refer the complaint to the University to be dealt with under the OU Complaints and Disciplinary procedure. The Association may work with the OU where relevant, sharing details pertinent to the case.
- 12.2.10. If the decision is made, that on initial examination there appears to be no case to answer, the DCE will continue a dialogue with the Complainant and the Respondent as appropriate until a satisfactory conclusion is reached.
- 12.2.11. If on initial assessment, it is decided that there is a case to answer, a Disciplinary Panel of no fewer than five members will be appointed to investigate the complaint and carry out due process. The Panel will consist of Central Executive Committee Members, Members of the Board of Trustees, or other experienced representatives or volunteers as the President, Deputy President and DCE (Student and Staff Engagement) agrees are fitting. The Panel members will not have had previous involvement in the matter under consideration.
- 12.2.12. The Panel, facilitated by the DCE (Student and Staff Engagement), will work in a private online forum and conduct an investigation as they feel appropriate. There will be an option for a face to face Panel meeting or synchronous online meeting if deemed necessary.
- 12.2.13. Witness statements will be collected by the DCE (Student and Staff Engagement) as directed by the Panel.
- 12.2.14. The Respondent will be contacted and provided with the text of the complaint against them and asked to respond within 10 working days of receipt. At this stage they will be notified of the Disciplinary Panel members who are hearing the complaint. They will also be provided with a copy of this procedure.
- 12.2.15. Every care will be taken to anonymise a complaint when requested and if appropriate to do so, however it should be noted that certain circumstances or witness statements could inadvertently reveal the identity of those under discussion.
- 12.2.16. Complainants should receive a full response to their complaint within 28 working days of receipt of the complaint. If at this time no conclusion has been reached, an update and explanation will be provided, together with an estimated time when a final response should be available.
- 12.2.17. Correspondence to the respondent, complaint responses and complaint decisions will be notified by both registered post and email.
- 12.2.18. Having considered the evidence, the Panel will decide if on the balance of probabilities, the complaint should be upheld and if so whether it is serious enough to require a sanction. Where the Panel does not reach a unanimous decision the majority view will prevail. When agreement is reached, the following sanctions can be awarded:

- a) An informal caution which will be kept on file for 12 months.
- b) A formal written warning which will be kept on file for 24 months.
- c) Temporary suspension for a set time from any post or representative role. This will be kept on file for two years following the completion of the suspension.
- d) Permanent suspension/ exclusion from any post or representative role.
- e) Temporary suspension for a set time from membership of the Association – this will also lead to removal from any current post/s held as these are held as members of the Association. On completion of the suspension, the Panel will decide if reinstatement to any post is appropriate if relevant to do so.
- f) Recommend permanent expulsion from the Association. This will need to be ratified by the Board of Trustees who will review the case to ensure all correct procedures have been followed.
- g) In addition to any other sanction given, the Panel may also exclude the Respondent from further volunteering opportunities for a fixed or indefinite period.

12.2.19. A full report shall be given to the Respondent detailing the Panel's decision and the reason for any sanction applied. They will also be given details of the Appeal Process if appropriate.

12.2.20. For the avoidance of doubt removal from any post includes removal of all posts held including any that are contingent to those held. For example, an *ex officio* Trustee or Director would be removed from those positions in addition to a primary one.

12.2.21. In the case of salaried elected officers their employment is conditional upon holding elected office for which they must be members of the Association. If their membership is revoked they will no longer be able to hold office and as such their contract of employment can be terminated.

12.2.22. The Respondent can appeal within 10 working days of the original decision being notified by sending an email stating their case to [ousacomplaints@open.ac.uk](mailto:ousacomplaints@open.ac.uk) 13.2.10 The purpose of the appeal is to remedy any defects in the disciplinary process and the Respondent should be made aware that it is not a reinvestigation of the original allegation. The grounds for appeals are:

- That the decision was unreasonable in light of the evidence presented
- That the penalty is disproportionate to the offence
- New evidence or information has come to light since the original decision was made that the student feels has not been considered.
- The process was not applied correctly
- Extenuating circumstances that have not already been considered

- 12.2.23. An Appeal Panel will be appointed by the President and Deputy President in conjunction with the DCE and chaired by an elected member from the Central Executive Committee unless considered inappropriate to do so. The Panel will consist of four further members chosen from the Central Executive Committee, members of the Board of Trustees, CDC members or any other experienced representative or volunteer as deemed fit. Neither the Chair nor any of the other members appointed to this Panel will have had prior involvement in this case. The Panel will be facilitated by the DCE and work in a confidential online forum. A decision will be made within 28 working days of the appeal being lodged or, should deliberations be prolonged, an update will be provided to the Appellant (the subject making the appeal) as to when the decision will be given. There will be an option for a face to face meeting or synchronous online meeting of the Panel if deemed necessary. In exceptional circumstances, it may be possible for the Appellant to put their case in person to the Appeal Panel.
- 12.2.24. The Appeal Panel will be given the report of the Disciplinary Panel to review, together with copies of any witness statements and will consider the Appeal as received. At this stage the Appellant will be provided with names of those on the Appeal Panel. Throughout this process, the complainant will be kept informed that an appeal is in progress and the expected timetable of an outcome.
- 12.2.25. The Appeal Panel can overturn the original decision if it feels the evidence was insufficient to justify it or if it finds there was a defect in the process. It may reduce the period of any sanction or the level of the sanction if it feels the sanction was excessive. It may not increase the severity of any sanction. If new evidence has come to light it can refer the decision back to the Disciplinary Panel.
- 12.2.26. There is no appeal to the Association against the ruling of the Appeal Panel.
- 12.2.27. The University will be informed of any temporary suspension or permanent expulsion from the Association. The Association will also inform the University of the need to replace the member if they hold any relevant representative post.
- 12.2.28. The Association may notify the University of the reasons for the decision if it believes the Respondent is a potential threat to the reputation of the University or the well-being of other students.
- 12.2.29. Accurate records will be kept of the following:
- Details of the Complaint and date of receipt
  - The Complaint outcome
  - Report from the Disciplinary Panel
  - Details of any Appeal and date of receipt
  - Appeal Outcome
  - Report from the Appeal Panel

- Details of any sanction imposed

12.2.30. These records will be kept confidential and retained in line with current Data Protection Law and guidelines and available to relevant administrators.

### **12.3. Complaints against the Association:**

12.3.1. Complaints against the Association will be processed according to the OU Student Association General Complaints procedure.

12.3.2. These fall under the remit of the Deputy Chief Executive (Student and Staff Engagement) who will oversee any action taken.

### **12.4. Vote of No Confidence in Trustees or members of the Central Executive Committee**

12.4.1. Please note – these are additional to the disciplinary process as defined in section 12.1 which will take precedence. They cover situations which may not be disciplinary in nature, but which may cause doubt regarding the position of the post holder.

#### **12.4.2. Trustees:**

12.4.2.1. These are subject to confidence votes as detailed in the Articles of Association.

These are:

- Article 22.2 The Office of Trustee shall be vacated if a majority resolution of no confidence is passed by the Trustees;
- Article 22.3 The Office of Trustee shall be vacated if a majority resolution of no confidence is passed by the CEC. For the avoidance of doubt:

12.4.2.2. a motion of no confidence in the Trustee is passed by a simple majority of the Central Executive Committee provided that at least two-thirds of the CEC in office at the time cast a vote. Such a motion shall only be triggered by a Secure Petition of no confidence signed by at least 100 Student Members

12.4.2.3. a motion of no confidence in the Trustee is passed by a 66% majority in a vote of the Central Executive Committee.

12.4.2.4. A Trustee will have a right to appeal against a no confidence vote as defined in the Articles

#### **12.4.3. Members of the Central Executive Committee:**

12.4.3.1. Complaints about the performance of an elected member, outside of issues that can be addressed under section 13.1 of this byelaw, should be made by petition to the Chief Executive Officer or Deputy

Chief Executive Officer or an appropriate member of the CEC and supported by 100 Student Members of the Association.

12.4.3.2. The President/Deputy President will investigate the matter, providing every opportunity for the Respondent to answer the issues raised. Complaints of this nature will be considered at an extraordinary meeting of the CEC who will decide, either by consensus or majority vote, if the complaint is upheld and, if so, the nature of any sanction to be applied.

12.4.3.3. For the avoidance of doubt if a post holder has an *ex officio* role on both the Board and CEC, removal from one position means removal from both (and any other *ex officio* roles held). If they were elected separately to both then they are removed from the one body which has taken action.

#### **12.4.4. Appointed Members:**

12.4.4.1. An appointing body may de-select a post-holder at any time, following review of performance or having received a complaint which is upheld. The body must give notice of its intention and reasons and provide the member concerned with the opportunity to put his or her case to the appointing body before any decision is made. In the case of any representative to the University who is de-selected, the University shall be notified that the Association has had occasion to review that person's position and formally request that the Association be allowed to appoint a replacement to that post.

12.4.4.2. The Office will keep a record of all post holders deselected on file for information. It will not, in itself, be grounds for non-selection in the future but may be taken into consideration by any future selection panel.

#### **12.5. Association Forums**

12.5.1. The Complaints and Disciplinary procedures for the Association Forums are as defined in the Comprehensive Guide to the Association Forums. A copy of this section is appended to these bye laws.

### **13. Representatives Appointments to Open University Central Committees**

#### **13.1. Central Committee Representatives**

13.1.1. The Association appoints representatives as student members of OU Academic Governance Committees in accordance with the Terms of Reference for those committees (as approved by the Senate). These are known as Central Committee Representatives.

- 13.1.2. Central Committee Representatives must be full members of the Association as defined by the Articles at the time of appointment.

### **13.2. Appointments Committee**

- 13.2.1. There shall be an Appointments Committee with responsibility for considering applications from potential Central Committee Representatives.
- 13.2.2. The Appointments Committee has the authority to appoint Central Committee Representatives
- 13.2.3. The Board of Trustees may accept, amend or reject recommendations made by the Appointments Committee.
- 13.2.4. The Appointments Committee shall consist of:
- a) The Vice President Education
  - b) The President (or President's nominee from the Officer Team or the Student Member of Council
  - c) A member of the Board of Trustees (elected by the Board)
  - d) A member of the CEC (elected by the CEC)
  - e) Two experienced Central Committee Representatives who will be self-nominating, have at least one year of experience and will be chosen by the outgoing Appointments Committee
  - f) A Deputy Chief Executive Officer of the Association (Secretary, non-voting)
- 13.2.5. Appointment Committee members will elect a Chair from the membership.
- 13.2.6. Four voting members shall constitute a quorum
- 13.2.7. All members of the Committee should have the opportunity to comment on applications and agreements reached will be by consensus.
- 13.2.8. The Board of Trustees shall approve annually the Principles of Appointment and role description against which applications shall be considered.
- 13.2.9. The Appointments Committee will convene when needed, either face to face or online.

### **13.3. Central Representatives Seminar**

- 13.3.1. A seminar will be held annually to provide training, information and guidance to Central Committee Representatives usually in late August/early September prior to the first meeting in the new timetable. This will be organised by Vice President Education with support from the Appointments Committee, existing Central Committee Representatives and Association staff.



#### **13.4. Term of Appointment**

13.4.1. The term of appointment for Central Committee Representatives will ordinarily be for two years, beginning on 1st September and ending on 31st August to coincide with the University's committee timetable. At the conclusion of this term, the Central Committee Representative must reapply if they wish to continue.

#### **13.5. Applications as part of the main appointment period**

13.5.1. Applications shall be sought from continuing and potential Central Committee Representatives between June and July.

13.5.2. These applications will be considered by the Appointments Committee in an online forum during August and applicants will either be approved or rejected.

13.5.3. The Appointments Committee will appoint representatives to fill vacant positions on Committees.

#### **13.6. Applications made outside the main appointment period**

13.6.1. Applications will be accepted and processed at any point during the year between August and April.

#### **13.7. Removal of Central Committee Representatives**

13.7.1. A Central Committee Representative may be removed by the Board of Trustees, on recommendation from the Appointments Committee, from any committee to which they have been appointed if:

- a) They have failed to attend two or more meetings within one committee year without prior agreement;
- b) Their conduct while acting as a Central Representative has been investigated and deemed to be unacceptable

13.7.2. Any investigation necessary under 13.7.1 will be conducted in accordance with the process outlined for appointed posts in the Association's Disciplinary and Complaints Procedure

#### **13.8. Senate Reference Group**

13.8.1. The membership of the Association's Senate Reference Group shall be as laid out in the constitution of that group and approved by the Senate of the Open University.

13.8.2. Where that constitution includes representatives who are not ex officio from other roles, these are to be selected by a process approved by the Senate Reference Group

13.8.3. The term of appointment for these representatives is the same as outlined in 13.4 for Central Committee Representatives. Representatives with ex officio roles will be members only as long as they are still in post.

## 14. Official Association Groups

The Association has established a Disabled Students Group (DSG) for the purpose of presenting disability issues to the Central Executive Committee which, where appropriate, will raise the issues with the University.

- 14.1. The Association has established an LGBT+ group, PLEXUS for the purpose of representing the views of LGBT+ members.
- 14.2. The Groups are recognised as the Association's consultative groups on issues affecting their members and shall therefore be represented by VP Equality and Diversity supported by other CEC members as required.
- 14.3. The Central Executive Committee may recommend the establishment of further consultative groups **where ??? (circumstances)**.
- 14.4. Whilst the groups will be run autonomously in accordance with the Groups Operational Guidelines, they shall comply with the Association Articles of Association and be accountable to the Central Executive Committee.
- 14.5. All student members of the Association wishing to stand for election as Chair of an Official Association Group Committee must declare as part of their nomination:
  - i) any unspent convictions other than traffic convictions resulting in a Fixed Penalty Notice
  - ii) if they are subject to any reason which would bar them from a Trustee role (see clause 4.3.4).
- 14.6. All student members of the Association elected to the Committee of an Official Association Group working specifically with vulnerable groups who administer or moderate any Association online spaces will be subject to a Standard Disclosure and Barring Service check.

## 15. Societies

- 15.1. A group of members combining together to form a society may apply to the Central Executive Committee for the status of an affiliated society of the Association. The Central Executive Committee shall be responsible for granting, maintaining affiliation status in accordance with rules approved by the Central Executive Committee and Board of Trustees.
- 15.2. The Central Executive Committee shall appoint a member of that Committee who will be responsible for liaising with and advising the society at all stages of its application for affiliation. The Chair of the Societies committee will be kept informed of developments.

## **Procedures for Affiliation**

- 15.3. The Society's formal request to affiliate must be accompanied by a copy of its constitution.
- 15.4. The constitution will be reviewed by the Vice President Administration to ensure that it does not contain any clause in conflict with the criteria set out below.
- 15.5. Where a Society constitution is amended the revised version must conform to the criteria and must be forwarded to the Association Chief Executive Officer within four weeks of its approval by the society.
- 15.6. The Societies Committee (or its Chair acting on behalf of the Committee) will be asked to comment on any overlap of aims between the applicant society and societies which are already affiliated.
- 15.7. If the application is straightforward the Vice President Administration will advise the CEC that the officers of the society should be invited to sign an agreement accepting the terms of the affiliation and acknowledging the grounds for disaffiliation.
- 15.8. If there are problems which cannot be resolved by the Vice President Administration following liaison with the nominated contact of the proposed society the application will be submitted for consideration by CEC.
- 15.9. A society which has been refused affiliation shall, within 28 working days of the decision of CEC being reached, be furnished with written notice setting out the reasons for such refusal.
- 15.10. A society which has been refused affiliation by CEC may, within 28 working days of the notice being received, request that the decision be reconsidered by the Board of Trustees.

## **Criteria for Affiliation**

- 15.11. The aims of the society stated in its constitution must not be inconsistent with any of the objectives of the Association and must adequately define the scope of the society's activities.
- 15.12. Membership of a society must normally be open to all members of the Association, although provision may be made in its constitution for the exclusion of those who are overtly unsympathetic to its aims.
- 15.13. A society must have a minimum of 10 members in order to commence affiliation and must achieve and maintain at least 25 members within a year of affiliation and 40 members within two years of affiliation in order to remain affiliated.

- 15.14. At least 50% of the full or voting membership of the society must be made up of the following categories: full members of the Association; past full members of the Association; members of staff of the University.
- 15.15. In order to remain affiliated a society must supply a signed statement with its audited or examined accounts certifying that the society fulfils the membership requirements as contained elsewhere in these Bye-Laws.
- 15.16. Neither the OU nor the Association's branding may be used in any way by affiliated societies.
- 15.17. The Society's constitution must specify that Office and Committee Members will be elected. The method of such election must be made clear to the society's membership.
- 15.18. The society must inform the Association's Chief Executive Officer or nominee of the names of the elected officers.
- 15.19. The opportunity to represent the society on the Societies Committee must be open to all of the society's members. All Society members who are also members of the Association must also be given the opportunity to represent their society at the Association Conference. The methods of appointment, which must be acceptable to the Chief Executive Officer and the Vice President Administration, must be made known to the membership of the society.
- 15.20. Any Society specifically set up for vulnerable adults or children under 18 must show how they will safeguard their members and be willing to DBS check any members engaged in regulated activity.

### **Financial Arrangements and Annual Report**

- 15.21. Where a Society operates its own bank account, the annual accounts or financial statements must be prepared in accordance with the guidelines issued by the Association. The accounts must be examined by two persons who were not officers or committee members during the year in question or by a professionally qualified accountant. Auditors acceptable to the Association Chief Executive Officer and the Vice President Administration must be used if the society's turnover exceeds £10,000 in any year.
- 15.22. A copy of the annual report summarising the activities of the society, the annual accounts or financial statements and minutes of the meeting which approved them must be submitted to the Association's staff team within 7 months of the accounting year end.
- 15.23. Where a Society holds its funds in the Association's bank account (a "CUBS" account), an appointed Officer of the Society will be required to review the annual statement of accounts provided by the Finance and Resources Assistant and complete an annual CUBS account declaration. This must be

returned to the Association's staff team within 3 months of the accounting year end.

- 15.24. Failure to submit annual accounts/an annual accounts declaration in accordance with these bye-laws will result in the Society's affiliation being suspended until compliance is restored. During this time, the Society will not be considered for any Association grant funding or be able to claim reimbursement of expenses in relation to Association activities. Any attendance at Association events or meetings during this time will be at the Society's own expense.
- 15.25. On-going failure to submit annual accounts/an annual accounts declaration in accordance with these bye-laws may lead to the disaffiliation by the Association of the Society.

### **Voluntary Disaffiliation from the Association**

- 15.26. A society may disaffiliate by the notification to the Association Chief Executive of a resolution to disaffiliate that has been carried by a properly constituted General Meeting of the society.
- 15.27. An Affiliated Society that has been wound up or dissolved by a properly constituted General Meeting, or if a quorum for such a meeting cannot be obtained by any other procedure approved by the Board of Trustees, shall be deemed to be disaffiliated.

### **Disaffiliation by the Association**

- 15.28. An Affiliated Society may be disaffiliated on the following grounds:
  - 15.28.1. failure to continue to meet one or more of the criteria for affiliation;
  - 15.28.2. failure to prioritise or meet the required safeguarding requirements;
  - 15.28.3. failure of the society to conform to the requirements and limitations of its own constitution;
  - 15.28.4. serious mismanagement affecting either the financial or general operation of the society;
  - 15.28.5. conduct of activities which, in the opinion of the Central Executive Committee or Board of Trustees, are likely to bring the Association into disrepute.

## **Procedure for Disaffiliation by the Association**

- 15.29. If a society's actions (or failure to act) are alleged by a member or members of the Central Executive Committee to give cause for disaffiliation, the allegations will be investigated by the Board of Trustees. The Board of Trustees will normally be chaired by the President and include two other members of the Board of Trustees with the Association's Chief Executive Officer in attendance. The Board of Trustees must take such statements from and/or interview such officers or members of the society and other witnesses as are necessary to determine the truth of the allegations. The Board of Trustees report must include:
- 15.29.1. a statement of the allegations and the committee's findings as to their truth;
  - 15.29.2. a statement of whether or not there has been a cause for disaffiliation;
- 15.30. If cause for disaffiliation has been found a recommended penalty, to be enforced by the Executive Committee, must be one of the following;
- 15.30.1. the society be reprimanded;
  - 15.30.2. the society be given a fixed time (not exceeding six months) to put its affairs in order and failing that be disaffiliated;
  - 15.30.3. the society be immediately disaffiliated.
- 15.31. A copy of the committee's report must be sent to the officers of the society and to all members of the Central Executive Committee, and Board of Trustees.
- 15.32. If cause for disaffiliation was not found by the committee, the matter shall be considered closed.
- 15.33. If the committee has found cause for disaffiliation then the CEC must review the findings and decide whether to confirm that disaffiliation or substitute a lighter penalty. The society shall have the right to send up to two of its members to the relevant Central Executive Committee meeting in order to put its case against disaffiliation. The decision of the CEC shall be final.

## **Societies Committee**

- 15.34. Relationships with affiliated societies will be managed by a sub-committee of the Board of Trustees called the Societies Committee.

## **Membership**

- 15.35. The Societies Committee Chair
- 15.36. The President
- 15.37. Vice President Administration and Vice President Community.
- 15.38. One delegate from each affiliated society, appointed in accordance with the rules for affiliation as approved by the Central Executive Committee.

## **Observers**

- 15.39. An affiliated society may, at its own expense, send observers to meetings of the Societies Committee. Such observers shall be entitled to speak with the permission of the Societies Committee but shall not be entitled to vote.

## **Meetings and Business**

- 15.40. The Societies Committee shall hold an Annual General Meeting in June/July of each year which shall include an online element.
- 15.41. The Societies Committee shall meet on such other occasions as it shall determine in its absolute discretion.
- 15.42. Meetings of the Societies Committee shall be conducted in accordance with Standing Orders.
- 15.43. The Societies Committee shall receive an Annual grant from the Association. Such grant shall be determined by the Board of Trustees. The grant shall be allocated in such manner as the Societies Committee shall determine, subject to the approval of the Board of Trustees, to finance the Societies Committee's operation and to assist the affiliated societies in their operations. In all circumstances, the grants provided by the Association will be such that the monies must only be used to support activities or projects or for expenditure that furthers the Association's charitable objects.
- 15.44. The Societies Committee shall undertake such actions as it shall determine to assist the affiliated societies in their operations subject to the approval of the Board of Trustees for any actions that include contact with individuals or organisations outside the Association. It will also act as a conduit for the representation of Society views to the Association.
- 15.45. The Societies Committee shall elect its own Chair.

- 15.46. The Election of the Societies Committee Chair shall be conducted by the voting members at the Committee's Annual General Meeting.
- 15.47. In the event of an emergency occurring between meetings of the Societies
- 15.48. Committee, the Chair of the Committee, the President and the Association Chief Executive Officer shall consult together and act on behalf, and in place, of the Societies Committee.

## **16. Students Association Clubs**

- 16.1. Students Association Clubs may be established for the following purposes:
  - 16.1.1. to facilitate social interaction between students;
  - 16.1.2. to facilitate informal networking and support between students;
  - 16.1.3. to provide for special-interest groups.
- 16.2. Clubs may also be asked to provide feedback or information to the CEC. They may also be invited to form temporary networks of several Clubs for this purpose.
- 16.3. Membership of each club will be determined by the Club's own membership, with the expectation that they will abide by certain fundamental principles e.g. being open to all students with that interest/in that area etc.
- 16.4. The Association will not support discriminatory practices or find itself providing resources and support to a closed group of friends.
- 16.5. Restricted membership may be acceptable in certain circumstances, e.g. to exclude those fundamentally opposed to the aims and beliefs of the club or in compliance with the Equality Act 2010 but will require the approval of the Central Executive Committee.
- 16.6. Individual clubs will decide how to run themselves. However, in order to get access to Association resources e.g. the ability to send out newsletters/messages through centrally issued emails, they will need to be registered as a Students Association Club.
- 16.7. A central register of all Clubs will be maintained by the Association staff team.
- 16.8. The Central Executive Committee will approve or remove access to Association facilities for all clubs.
- 16.9. Officially registered Clubs will be able to:
  - 16.9.1. Send out an initial recruitment advert to all potential Club members with annual reminders;



16.9.2. have a centrally provided online forum;

16.9.3. advertise in newsletters etc.

16.10. Officially registered Clubs will be required to:

16.10.1. be open to all students who meet their membership criteria;

16.10.2. support the Association's principles of equality, openness, diversity and be non-discriminatory;

16.10.3. operate within our legally defined objectives;

16.10.4. not bring the Association or the University into disrepute.

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## 17. Definitions and Interpretations

In these Bye-laws, the following terms shall have the following meanings:

<b>Term</b>	<b>Meaning</b>
“Academic Year”	The period between 1st August in one Year to 31st July in the next Year.
“Appointments Committee”	The committee set up in accordance with the Bye-Laws.
“Articles of Association” or “Articles”	The Articles of Association of the Association.
“the Association”	The Open University Students Association
“Board of Trustees” or “Board”	The Board of Trustees of the Association.
“Bye-Laws”	The Bye-Laws setting out the working practices of the Association made from time to time in accordance with the Association Articles of Association.
“Central Executive Committee”	The body of Students constituted in accordance with the Articles of Association and the Bye-Laws of the Association.
“Chair”	The chair of the Board of Trustees. Similarly, the chair of any committee relevant to the described section of the Articles of Association or Bye Laws.
“Chief Executive Officer”	The Chief Executive Officer of the Association who is appointed by the Board of Trustees as the senior manager of the organisation.
“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 Open Universities 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 LLP or firm of which a Trustee is a paid director, member, partner or employee, or shareholder holding more than 1% of the capital.
“Education Act”	The Education Act 1994, as amended from time to time.
“England”	For the purposes of representation, England shall include the Isle of Man and the Channel Islands
“Europe”	Students registered with the Open University resident in the European Economic Area (excepting the United Kingdom and the Republic of Ireland) as well as Switzerland, Monaco, Andorra, San Marino, Vatican City and Gibraltar. Any overseas territories of a European Nation outside Europe shall be considered part of the Rest of the World.
“External Trustee”	A Trustee who for the avoidance of doubt shall not be deemed to be either an Association office holder or a Central Executive Committee Member for the purposes of section 22 of the Education Act.
“Faculty Association Representative”	There will be on Representative for each of the Faculty of Arts and Social Sciences (FASS), Faculty of Business and Law (FBL), Faculty of Science, Technology, Engineering and Mathematics (STEM), Faculty of Wellbeing, English and Language Studies (WELS) and for members on Open and Access programmes.
“In Writing”	Written, printed or transmitted writing including by electronic communication.
“members”	Means the Student Members as defined in the Association’s Articles of Association, unless otherwise defined.
“Nations”	The four constituent nations of the United Kingdom plus the Republic of Ireland
“Observer”	Person entitled to attend and speak at a meeting but not vote.
“Open University”	The Open University
“Policy”	Representative and campaigning policy set by Central Executive Committee

“President”	The president of the Association, as elected by the Members in accordance with the Bye-Laws.
“Regulated activity”	Regulated activity is work that a barred person must not do. It is defined in the Safeguarding Vulnerable Groups Act 2006 (SVGA) which has been amended by the Protection of Freedoms Act 2012 (PoFA). Regulated activity determines eligibility for <b>DBS</b> checks.
“Rest of the World”	Students Registered with the Open University registered outside the United Kingdom, Republic of Ireland and Europe (as defined above). For the avoidance of doubt those Départments of France outside Europe are to be considered in this category.
“Returning Officer”	The member of the Association staff responsible for the administration of the Association elections.
“Secure Petition”	A written request to the Association which shall be held securely online.
“Student”	Any individual who is formally registered for an approved programme of study provided by the Open University For the avoidance of doubt, the Open University shall determine whether or not an individual has student status.
“Student Trustee”	A Trustee elected who is a Student
“Trustee” and “Trustees”	The Officer Trustees, the Student Trustees and the External Trustees.
"visitor"	Person entitled to attend a meeting but not speak except by permission of the Chair. A visitor may not vote at that meeting

Words importing the singular shall include the plural and vice versa and words importing the masculine shall include the feminine and vice versa.

Any reference to a statute, statutory provision or subordinate legislation (“legislation”) shall (except where the context otherwise requires) be construed as referring to such legislation as amended and in force from time to time and to any legislation which (either with or without modification) re-enacts, consolidates or enacts in rewritten form any such legislation.

## APPENDICES

### Appendix 1

#### FROM THE COMPREHENSIVE GUIDE TO THE ASSOCIATION FORUMS SECTION D – COMPLAINTS AND DISCIPLINARY PROCEDURES

##### 1. Introduction

- a. OU Student Association public forums are open to everyone with access to the University's computing services. The University allows the Association to run this service on the basis that the Association takes responsibility for ensuring that the University's Student Computing Policy and online communication systems guidelines are adhered to and where necessary enforced. Details can be found at:  
<http://www.open.ac.uk/students/charter/essential-documents/computing>
- b. All users of Association forums must familiarise themselves with the contents of these documents and operate within the stated rules. For all purposes relating to Association's Forums, references to 'the rules' means those specified within the documents referred to above. Where users of the services are in breach of the conduct required the Association reserves the right to limit or terminate their use of the services.
- c. These Procedures explain:
  - what to do when another user is in breach of the rules
  - how breaches of the rules are dealt with
  - what action can be taken if there is a suspicion of an unfair treatment
- d. In order to avoid contradictions or inconsistency in the treatment of members in relation to online conduct as opposed to conduct in general, these are the only procedures which will apply to conduct in Association forums. However, issues arising from these may be referred for consideration under the Association general disciplinary procedures if they fall under these.
- e. Where CAP (Controller Advisory Panel) is considering matters formally referred to it under these procedures, not less than two members of CAP will be involved and all decisions will be made on behalf of CAP collectively. If it is necessary for any matter dealt with under the Disciplinary Procedure to be considered by an Appeal Panel of the Central Executive Committee (C E C), no less than three members of the CEC will be involved. No member of CAP will form part of that Appeal Panel.

- f. It is not acceptable to try to bypass these procedures by writing directly to the individual mailboxes of the members of the C E C, including the President. CEC members will not enter into private discussions on matters which are, or which ought properly to be, the subject of these procedures.

## **2. Complaints Procedure**

### a. Stage 1 of the Complaints Procedure

In the first instance any complaint about conduct in an Association forum should be taken up with the moderators (mods) of the forum concerned using the 'Contact Your Moderator' forum. You should receive a response within 3 working days of submitting your complaint, but not necessarily have your complaint resolved in that time.

Following a response from the mod(s) if you remain dissatisfied, you may raise your complaint under Stage 2 of the procedure.

### b. Stage 2 of the Complaints Procedure

If you have a complaint about the Association forum moderation or you remain dissatisfied after raising a complaint with the moderators, you can submit a formal complaint to the Association Forum Controller who can be contacted at [ousa-controller@open.ac.uk](mailto:ousa-controller@open.ac.uk). You will receive an acknowledgement to confirm that your message has been received.

You should be precise about the nature of your complaint and you will need to cite details of the message(s) about which you are complaining by giving the name of the forum, the subject thread, name of poster and time of posting. You may use quotes from messages to help explain your complaint but this will not be a substitute for providing the full details of where the message(s) can be found.

Association Complaints are managed by the staff members at the Association Office through the Forum Controller ID. If a senior member of Association staff is satisfied that your complaint is relatively straightforward and can be handled at that level, you will receive a response within 5 working days. If the judgement of staff is that the matter is more complex or could require serious disciplinary action it will be referred to CAP at Stage 3 of the procedure. You will receive a confirmation email about the way your will be dealt with within 5 working days.

If you have received a response to your complaint from a member of staff under Stage 2 of the procedure but you are not satisfied with that response, you may raise your complaint to Stage 3 of the procedure.

### c. Stage 3 of the Complaints Procedure

Where a senior member of Association staff judges your complaint to be complex and/or potentially requiring a serious disciplinary action, or where you remain unhappy following a receipt of a response from a member of staff under Stage 2 of

the procedure, the matter will be considered by a panel of not less than three members of CAP.

Where a complaint is being referred to Stage 3 by a senior member of the Association staff they will make such other enquiries as are necessary in order to provide CAP with the relevant information as possible. Where you are raising a complaint at Stage 3 of the procedure, this should be sent to the Forum Controller with the subject title 'Stage 3'. The original dialogue concerning your complaint at Stage 2 will automatically be referred to CAP but you should provide a clear and concise explanation of why you are not satisfied with the outcome at Stage 2.

You will receive a response within 15 working days. If for any reason it is not possible to give you a full response to your complaint within 15 working days, then you will be informed of the delay by the Forum Controller and receive an indication of when you can expect a full response.

If your complaint is not upheld you will be given an explanation of the decision.

The decision of CAP will be final as far as Association's Complaints Procedure is concerned. However if you believe that the Association has failed to comply with or uphold the University's Student Code of Computing Conduct or the Online systems guidelines, or has not acted in accordance with its own stated procedures, then you do have the right to submit a complaint under the University's Complaints Procedure which can be accessed from the following area:

<http://www.open.ac.uk/students/charter/essential-documents/procedure-complaints-about-the-ou-students-association-ousa>

You will be expected to provide the University with evidence of where the Association has failed.

### **3. Disciplinary Procedure**

#### **a) Introduction**

Where the Association has evidence that a user of the forums is not complying with the rules the Association will attempt in the first instance to resolve any problems informally. However, where it appears that the conduct concerned is serious or deliberate, then the Association shall not hesitate to use the formal disciplinary procedure.

Please be aware that the Association only has jurisdiction over the activity on the Association online forums and cannot deal with problems that occur in other areas of the Open University's Online Teaching services. These should be referred to Forum moderators if appropriate or alternatively complaints should be made in writing to [complaints-appeals@open.ac.uk](mailto:complaints-appeals@open.ac.uk) providing the detail of where the problem is occurring and these will be directed to the administrators concerned.

For areas outside of the University's service, for example Facebook or Twitter, complaints should be addressed to the relevant system administrator.

Whilst the initial stages of this Disciplinary Procedure have been specifically tailored to deal with the online forums conduct, the latter stages comprise The Association Disciplinary Procedure covering the conduct of all Association members in all situations.

Similarly, if it is deemed necessary by the Forum Controller a contributor may have their access temporarily suspended or modified, without prejudice to the outcome until an investigation, which might include an appeal has been concluded. This is to allow for unacceptable online conduct to be treated on an equal footing with unacceptable conduct in any other situation. In the case of users of the forum services who are not Association members, where it may be necessary to exclude such users from the forum services, findings on their conduct will be reported to the University. Any suspension made under these provisions will be reviewed by CAP within 5 days of being imposed.

### **b) Informal Action**

Where the Association decides that a user's conduct within the forum network is not acceptable, but that it is a relatively minor or unintentional breach of the rules, consideration will be given to the use of an informal warning.

Informal warnings are intended to draw attention to, or clarify, the conduct that is unacceptable. As part of an informal warning the person concerned may be required to issue an explanation, either to an individual or to a forum. Where an informal warning has been issued this and any inappropriate messages concerned will be kept on file for a specified period of time (see table below, section 3d) and may be referred to in the future if there is a need to take further action.

Informal warnings will most commonly be issued by the Forum Controller

### **c) Formal Action**

Where the Association decides that the inappropriate conduct is more serious, or where previous informal warnings have been ineffective, or where a user has more than two current informal warnings, formal disciplinary action may be taken. This may include disciplinary actions ranging from a period of "read only" access to any or all forums through exclusion from one or more forums, temporary exclusion from the Association forums or permanent exclusion from the Association's Forum areas.

Whenever formal disciplinary action against a user of the Association's services is considered necessary, the person will be informed of the case against them and will be given the opportunity to put their side of the story. Once a decision has been made, the person will be informed of the basis of the decision and any disciplinary action to be applied. At that time the person will also be reminded of any right of appeal.

Although there are different levels of sanction under this procedure, users cannot assume that they are entitled to any particular number of warnings or levels of disciplinary action. The Association reserves the right to apply the level of



disciplinary action which it feels appropriate in all the circumstances. The higher level disciplinary actions will only be awarded by CAP and in the case of the more serious disciplinary actions, there will be a right of appeal to the CEC.

#### d) Summary of Disciplinary Procedure

The table below summarises the key features of action under this Disciplinary Procedure. The word “exclusion” means the removal of all access to Association’s public forums.

ACTION	AUTHORITY TO ISSUE *	APPEAL RIGHTS	TIME HELD ON FILE
Apology required	Forum Controller	No	3 months
Informal warning	Forum Controller	No	3 months
Formal warning with no disciplinary action	Forum Controller with the approval of the Head of Operations	No	6 months
Read only for up to 1 month	Forum Controller with the approval of the Head of Operations.	Yes - CAP	2 years
Temporary exclusion of up to 1 month	Forum Controller with the approval of the Head of Operations	Yes - CAP	2 years
Read only for a period over 1 month	CAP	Yes -CEC Appeal panel	2 years from completion of the period of read only access
Temporary exclusion for a period over 1 month	CAP	Yes – CEC Appeal panel	2 years from completion of the period of exclusion
Permanent exclusion	CAP	Yes - CEC Appeal Panel and approved by the Association President	No expiry time

\* This refers to the lowest level of authority necessary to issue the disciplinary action.

## Appendix 2

### **OU STUDENTS ASSOCIATION BULLYING, HARASSMENT AND CYBER-ABUSE POLICY**

#### **Policy Statement**

The OU Students Association is committed to equality for all in an inclusive and diverse community which values and respects difference. The Association's vision is to encourage a vibrant and active student community. We promote open access and equal opportunity, within which all OU students feel a sense of belonging and where they are able to positively influence the student experience, engage and support each other. This Policy is intended to support that vision and to ensure that it is upheld by and applicable to all Association members, volunteers and staff.

This Policy applies to all Association events, both online and face to face. This includes but is not limited to; Meet-ups, Facebook Chats, Formal meetings and Committees, Facebook Live, Hustings, Forums, Volunteering and Adobe Connect sessions.

This Policy only applies to Students Association events and any incidences which occur during Open University events, should be reported using the OU dignity and respect policy. Regardless of the platform used, if a members' behaviour is such that it brings the Association into disrepute, disciplinary action may still be taken.

For instances occurring on unofficial social media groups, pages or accounts, the Association encourages its members to follow the appropriate complaints procedure as indicated by the provider or as defined in Open University Policy.

Members of the Association are entitled to their own views and opinions, as well as the opportunity to express themselves and to respectfully disagree or debate matters with others. However, the Association are aware of times when disagreements can lead to members experiencing bullying.

Bullying is a form of harassment as defined in the Equality Act 2010 to be unwanted behaviour which causes offense or makes an individual feel intimidated or humiliated. It can happen on its own or alongside other forms of discrimination. This sort of behaviour may happen repeatedly or just the once.

According to the Equality Act, behaviour that is meant to or has the effect of either:  violating an individual's dignity, or  creating an intimidating, hostile, degrading, humiliating or offensive environment

This means that as long as the incident has one of the above effects then it is considered harassment, even if the perpetrator did not mean to offend or intimidate.

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