

**OPEN UNIVERSITY STUDENTS ASSOCIATION****Central Executive Committee (CEC)**

17 – 29 April 2020

**BYE-LAWS REVIEW**

---

The C E C is asked to: -

- i) **review** the Association bye-laws and approve a final draft for recommendation to the Board of Trustees.

**1. Background**

- 1.1. The bye-laws were last reviewed and ratified by Trustees in April 2018 and this is the [version](#) currently published on the Association's website.
- 1.2. Stone King reviewed this version in July 2019 and recommended changes to align the bye-laws with the [Articles of Association](#). The proposed changes (Appendix 1) were reviewed by Trustees of the Association Limited at their [meeting on 26 July 2019](#). Trustees had no objections to any of the changes proposed but agreed to postpone ratification until a full review could be undertaken by CEC members.
- 1.3. Since then, further changes agreed at October and January CEC meetings as well as others proposed by members of the staff team, by Caroline Cowan and Cath Brown have been incorporated into the document. The full revised draft is presented for CEC review. Any further changes will then be included in a final draft for recommendation to the Board of Trustees at their May meeting.
- 1.4. Appendix 2 is a tracked changes version showing all the proposed changes.
- 1.5. For ease of reading, a clean version of the draft bye-laws is presented at Appendix 3.
- 1.6. A summary of the key proposed changes follows. Highlighted are considerations or remaining queries we wish to draw to the attention of CEC representatives.

## **2. Honorary memberships**

- 2.1. Clauses 2.2.3 and 2.3.3 have been expanded to allow for decisions to be made either at a CEC meeting or by electronic means.
- 2.2. Clause 2.3.6 has been added to provide that any concerns are referred to Trustees.
- 2.3. **CEC is asked to consider if a process for removing an HLM should be included?**

## **3. External Trustees**

- 3.1. Clause 3.18 is added in relation to the appointment of the Chair of Trustees.

## **4. Central Executive Committee**

- 4.1. The list of roles has been updated at 4.2.2 and 4.2.7.
- 4.2. Safeguarding provisions have been added at 4.3.4 to 4.3.7.

## **5. Conference Steering Committee**

- 5.1. The membership detailed in 5.2 has been updated as agreed by CEC in July 2019.

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

- 6.1. Arrangements for allocation of delegate places across the Nations and Europe is clarified at 6.10.
- 6.2. Conference content has been updated at 6.15 to require activities to be aligned with the Association strategic objectives.
- 6.3. **CEC is asked to consider whether stipulating that business will be allocated at least half a day is necessary or whether this can be left more open?**

## **7. Nations and Regions**

- 7.1. **CEC is asked to consider whether to make minor amendments to the current wording at 7.1, or to replace it with Rob's suggested wording?**

## **8. Position Statement Reviews**

- 8.1. References to "policy statements" have been changed to "position statements" in line with previous CEC agreement.
- 8.2. **At 8.6, CEC is asked to consider whether position statements require inclusion in the Conference agenda for formal affirmation, or whether providing those currently in place as appendices to the agenda would be suffice?**

## **9. Equality and Diversity**

- 9.1. This clause has been updated in line with the Equality Act 2010.
- 9.2. A change is proposed at 9.3.2 in respect of consideration of facilitation requests.

## **10. Elections**

- 10.1. **CEC is asked to consider whether to remove the detail from this section where this is covered in the election rules document?**

## **11. Expenses and Payments**

- 11.1. It is proposed to provide the principles only in the bye-laws and to reference the policy for the detail.

## **12. Complaints and Misconduct Procedure**

- 12.1. This section has been subject to extensive review led by Wendy Burrell. This final draft has also been reviewed by Rob Flynn from the Student Casework Office.

## **13. Representatives Appointments**

- 13.1. Clauses relating to the Appointments Committee were reviewed by the Appointments Committee at their meeting in January 2020.

## **14. Official Association Groups**

- 14.1. The 2018 bye-laws referred only to the Disabled Students Group (DSG). The updates to this section therefore expand on this to include PLEXUS and clause 14.4 has been added to allow for other consultative groups to be established.
- 14.2. **CEC is asked to consider the circumstances under which other Groups may be established to complete clause 14.4?**

## **15. Societies**

- 15.1. It is proposed to differentiate the financial arrangements for societies with their own bank accounts from those who hold their funds in the Association's bank account. This is to make compliance less onerous for smaller societies, in recognition of their limited resources, without adversely compromising the internal controls (clauses 15.21 to 15.23).
- 15.2. Clauses 15.24 and 15.25 have been added to provide some consequences to non-compliance with the financial and annual reporting requirements.

## **16. Clubs**

- 16.1. Clauses related to the use of Association branding and funds have been deleted as these do not apply to clubs.

**17. Definitions and interpretations**

17.1. Two definitions have been added; the first to define “Faculty Association Representative and the second to define “Regulated Activity” in the context of safeguarding.

**18. Appendix 2**

18.1. **CEC is asked to consider if consequences for infringement of the Bullying, Harassment and Cyber-Abuse policy should be added to this appendix?**

**Alison Lunn  
Deputy Chief Executive  
(Finance and Resources)**

**Caroline Cowan  
Vice President  
(Administration)**