

ORDINANCE 1 CONSTITUTION OF THE STUDENTS' ASSOCIATION (Charter reference Article 15)

1. Name

- 1.1 The Students' Association of the University is established in accordance with Article 15 of the Charter of the University of Stirling and shall be called: "the University of Stirling Students' Union" (hereinafter referred to as 'the Union'). The Union is a registered charity (no: SC023788).

2. Purpose and objects

- 2.1 The Union's charitable object is the advancement of education of students at the University of Stirling for the public benefit through the purpose of the Union.
- 2.2 The purpose of the Union is to promote the interests and welfare of its members, to represent them and work in partnership with the University to provide support and development opportunities to meet the diverse needs of the student community in the mission to 'Make Students' Lives Better'.
- 2.3 To achieve this the Union will:
- i) provide a student representative service;
 - ii) provide academic support services;
 - iii) provide a mediation service;
 - iv) develop partnership opportunities with the University for the benefit of its members;
 - v) facilitate student led co-curricular and collaborative activities through clubs, societies and volunteering opportunities;
 - vi) provide facilities and support for clubs and societies for the advancement of arts, heritage, culture and the social life of students;
 - vii) provide facilities, coaching and other support for sports clubs and other activities to promote participation and the general health and well-being of students;
 - viii) provide services that support student employment and enterprise;
 - ix) deliver commercial services that provide value for money and employment opportunities for students;
 - x) enhance environmental sustainability;
 - xi) ensure adequate, sustainable resources are available in order that its commitments and aspirations are achieved.

3. Definitions

- 3.1 The following words or phrases shall have the following meanings wherever they appear in the Constitution:
- i) "Academic Council" means the Academic Council of the University;
 - ii) "Academic year" means the period from the beginning of the Autumn Semester to the end of the Spring Semester within one 12 month period;
 - iii) "Alumni" means all students who have graduated from the University and all students who have attended the University for at least one semester of study;
 - iv) "Annual General Meeting" means the Annual General Meeting of the Union;
 - v) "Union" means the University of Stirling Students' Union;
 - vi) "Chief Executive" means the Chief Executive of the Union;
 - vii) "Court" means the Court of the University;
 - viii) "Executive Council" means the Executive Council of the Union;

- ix) "Executive Officers" means those officers of the Union who are listed in the Officer Profiles Schedule (Schedule 3) attached to this Constitution
- x) External trustee means an external trustee of the Union's Trustees Board
- xi) "Finance and Resources Committee" means the Finance and Resources Committee of the Union;
- xii) "Financial year" means from 1st August to 31st July in any year;
- xiii) "FTE" means full time equivalent and refers to the full time equivalent of student population in the immediately preceding academic year;
- xiv) "General Meeting" means the General Meeting of the Union;
- xv) "Zone Meeting" means the Zone Meetings of the Union, which are the Equalities Zone, Education Zone, Communities Zone, Sports Zone
- xvi) 'Online' means any online activity including social media, email, internet or any other electronic transaction.
- xvii) "Sabbatical Officers" means the President, Vice Presidents and Sports President of the Union;
- xviii) "Students" means the students of the University as defined in Statute 1;
- xix) "Trustee" means a member of the Trustees Board of the Union
- xx) "Trustees Board" means the Trustees Board of the Union;
- xxi) "University" means the University of Stirling;
- xxii) "University Day" means any whole day from Monday to Friday during semester but excluding days which are University holidays and excluding parts of the University days.

4. Powers

- 4.1 The Union through its Trustees Board, General Meetings and Executive Council (subject to Court approval with respect to section xiii), has the power to:
- i) administer the financial affairs of the Union;
 - ii) pay all the Union's expenses out of the funds of the Union;
 - iii) borrow as necessary by bank overdraft;
 - iv) buy, lease or sell goods necessary for the day to day running of the Union;
 - v) invest or advance the funds of the Union, surplus to the immediate needs of the Union as from time to time may be determined by the Trustees' Board;
 - vi) employ staff;
 - vii) become members of any corporate body which has objects similar to those of the Union and to meet the appropriate subscriptions and charges;
 - viii) elect Office-Bearers of the Union in accordance with the Elections and Referenda Schedule (Schedule 2) attached to this Constitution and to dismiss them in accordance with paragraph 8.5 of this Constitution.
 - ix) exercise discipline over members of the Union in accordance with the Discipline Code Schedule (Schedule 6) attached to this Constitution
 - x) enter into, vary, carry out or cancel any contracts, agreements and undertakings which shall further the objects of the Union and to sue thereunder if the Trustees Board so decides;
 - xi) make and amend Schedules and Standing Orders as may be necessary for carrying into effect the provision of this Constitution, provided that, if there is any conflict between the provisions of the Constitution and those of the Schedules, the provisions of the Constitution shall prevail;
 - xii) do all such other things as may appear to be incidental or conducive to the attainment of the above;
 - xiii) provided that the consent of the Court shall be obtained before any action may be taken under any of the following heads and the Court may disallow, amend or refer back any such action if in the view of the Court it is in conflict with the general interests of the University:
 - a) to lease, purchase or otherwise acquire or dispose of any land or premises and to maintain or adapt these premises for the purpose of the Union;

- b) to borrow money other than by way of bank overdraft;
- c) to sell, dispose of or transfer any part of the business, property or undertaking carried out by the Union for any consideration the Trustees Board may see fit to accept.
- d) to provide for the welfare of any existing or former employees

4.2 These powers may only be exercised in the furtherance of the Union's objects and purposes and are the responsibility of the Trustees Board through as may be required, the operation of the Executive Council, Finance and Resources Committee and the General Meeting.

5. Equality and Diversity

5.1 This Equality, Diversity and inclusion Statement shall be enforced across the Union.

5.2 Equality, Diversity and Inclusion Statement:

This policy is guided by The Equality Act 2010, and believes no one should be denied opportunities or should face any form of discrimination, including harassment and bullying, based on any of the following protected characteristics: Age, Disability, Gender Reassignment, Marriage and Civil Partnership, Race, Religion or Belief, Sex, Sexual Orientation and Pregnancy and Maternity.

The Union wishes to ensure that it is as pro-active as possible when it comes to creating an inclusive environment for all, and as such has gone beyond those protected characteristics covered by the Act to include: caring and parental responsibilities, gender identity and presentation, ethnic origin, HIV status, nationality, physical appearance, spent or irrelevant criminal convictions, trade union affiliation, employment status, socio-economic background, medical condition, full or part time student status, mental health status and other irrelevant distinctions.

Please refer to the Union's Equality, Diversity and Inclusion Policy for further information. This is in line with the Union's Equality Steering Groups' aims and terms of reference.

6. Membership

6.1 Ordinary Members

Every matriculated student of the University shall be an Ordinary Member of the Union unless they have exercised their right to opt out of membership in accordance with s22 of the Education Act 1994, as the Act may be amended or reenacted from time to time.

Sabbatical Officers shall also be classed as Ordinary Members.

6.2 Associate Members

All matriculated students of any further or higher educational institution with whom the Union holds a reciprocal agreement shall be Associate Members unless they have exercised the right to opt out of membership of their institution's Students' Union in terms of the Education Act 1994, as the Act may be amended or reenacted from time to time.

The following members of the University community may apply for Associate Membership and, if accepted, shall become Associate Members:

- i) members of the University Court;

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- ii) members of staff of the University and members of staff of the University's Union provided that said membership shall end on the termination of their employment;
- iii) persons attending conferences within the University and resident in University accommodation for the duration of the conference;
- iv) any person resident in University accommodation;
- v) any person participating in sports or recreational activities within the University's grounds;

6.3 Life Membership

Members of the Union and any former Associate Member may apply for Life Membership of the Union and, if accepted, may become a Life Member.

The following Members of the University community may apply for Life Membership and, if accepted, shall become Life Members:

- i) members of the University Court;
- ii) members of staff of the University;
- iii) members of staff of the Union;

Other persons, who in the opinion of the Union Executive Council would be of service to the Union, may be admitted to Life Membership.

Sabbatical Officers of the Union shall automatically be granted Life Membership of the Union upon completion of a year in office

6.4 Alumni Membership

All students who have graduated from the University of Stirling shall hold Alumni Membership of the Students' Union.

All students who have attended the University of Stirling for at least one semester of study shall hold Alumni Membership.

6.5 Honorary Members

Honorary Membership may be granted by the General Meeting to such persons and on such terms as it thinks fit.

6.6 Ordinary Members shall be the only members entitled to:

- i) vote in General Meetings of the Union and vote in referenda.
- ii) nominate, stand and vote in Union Elections.

6.7 All members are entitled to use all Union facilities and take part in Union activities, subject to University of Stirling and/or Students' Union disciplinary sanctions.

7. Elections

7.1 All Elections will be conducted in accordance with the Election & Referenda Schedule (Schedule 2), attached to this Constitution.

8. Tenure of Office

8.1 Sabbatical Officers

- i) The term of office of the Sabbatical Officers shall commence on the 1st of June and terminate on the 31st of May in the following year;
- ii) The Sabbatical Officers shall at the time of their election be registered students or currently in Sabbatical Office and shall, subject to the consent of the Academic Council, take, during their period of office, a year's leave of absence from their studies. Where a non-continuing student is elected to one of these posts such consent is not required;
- iii) The Sabbatical Officers-elect shall be full voting members of both the Executive Council and the Finance and Resources Committee as of the day they are elected and shall be invited, but not required, to attend the meetings of these bodies pending the start of their period of office;
- iv) No person shall hold office as a Sabbatical Officer for more than two years;
- v) The duties and emoluments of the Sabbatical Officers shall be as provided in the Officer Profiles Schedule (Schedule 3) attached to this Constitution.

8.2 Executive Officers

- i) The term of office of the Executive Officers, shall commence the 1st of June and terminate on the 31st of May in the following year;
- ii) The remit of the Executive Officers shall be as provided for in the Officer Profiles Schedule (Schedule 3) attached to this Constitution.
- iii) No Executive Officer shall hold the same position of office for more than two years.

8.3 Resignations

- i) If any Executive Officer ceases to be an Ordinary Member of the Union, as defined in paragraph 6.1 of this Constitution, their tenure of office or membership shall cease forthwith;
- ii) Any member of any properly constituted Committee of the Union who misses three meetings, without good reason, during their term of office and without apologies being accepted shall, by the said committee itself, be removed from membership of that Committee. The General Meeting shall be informed.
- iii) Letters of resignation of any member of the Executive Council or Committee Member shall be addressed to the President. Such a letter shall then be presented to the first meeting of the General Meeting following its receipt (unless it has been withdrawn in the intervening period). The General Meeting shall be informed.

8.4 Motions of Censure

A motion of censure of any elected officer of the Union or member of a Committee, or Club or Society of the Union, shall require a two thirds majority of those present and entitled to vote at a quorate General Meeting.

8.5 Vote of No Confidence

- i) A Vote of No Confidence can be called for the sole purpose of removing elected officer(s) and shall be run in the same manner as a General Meeting as outlined in Standing Orders Schedule (Schedule 5) attached to this Constitution;
- ii) Votes of No Confidence must take place within 5 days of the Chief Executive receiving a Motion signed by 1/40th of the FTE population of Ordinary Members;
- iii) The quorum for a Vote of No Confidence will be 1/20th of the FTE population of Ordinary Members
- iv) A Vote of No Confidence must receive two thirds majority to pass;
- v) If a Vote of No Confidence is passed, the officer shall be removed from office and the General Meeting shall have the option to ban said officer from standing for

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election to any elected position within the Union for a period of normally not longer than one year.

8.6 Behaviour

All Sabbatical Officers and Executive Officers of the Union shall at all times behave in a manner which befits their office at all times and in all circumstances, including in person and online.

8.7 Vacancies

Any vacancy(ies) other than as provided elsewhere occurring for whatever reasons shall be filled via a by-election conducted in accordance with the Election & Referenda Schedule (Schedule 2) attached to this Constitution.

9. Trustees Board

9.1 Definition

The Trustees Board shall have responsibility for all activities of the Union and shall act at all times in line with their obligations in terms of the Charities and Trustee Investment (Scotland) Act 2005, as the Act may be amended or reenacted from time to time.

9.2 Membership

The Trustees Board of the Union shall be made up as follows:

Ex-officio

- i) 4 Sabbatical Officers

Appointed

- i) 4 external trustees

Elected

- i) 3 student trustees

In attendance

- i) Chief Executive
- ii) Others as may be invited to present information at the request of the Trustees Board.
- iii) Board Secretary appointed by the Chief Executive.

9.3 Other than the appointment of the first 4 external trustees the appointment of which shall be conducted in accordance with the Trustees Schedule (Schedule 4) attached to this Constitution, the procedure for the appointment of the external trustees shall be as follows:

- i) The Trustees Board and the Chief Executive in dialogue with the University, shall agree the required expertise of the new external trustee to be appointed and the best strategy to be employed to appoint them;
- ii) The Chief Executive shall co-ordinate the appointment's process of the new external trustee and produce a short list to be approved by the Trustees Board
- iii) The Sabbatical Officers on behalf of the Trustees Board shall present the recommendations of the Trustees Board for the appointment of a new external trustee at a quorate General Meeting for ratification;

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- iv) If the General Meeting rejects the recommendations of the Trustees Board, the Trustees Board shall review the recommendations and return to the following General Meeting with an amended proposal for ratification;
 - v) The cycle of appointment of external trustees shall be set out in the Trustees Schedule (Schedule 4) attached to this Constitution.
- 9.4 The external trustees shall as far as possible be appointed because of their specific experience in any area which the Trustees may from time to time deem to be beneficial to the good operation of the Union. Reasonable efforts will be made to appoint an external trustee with expertise in Finance and Audit.
- 9.5 The external trustees shall be appointed for a period of 3 years.
- 9.6 An external trustee may serve a maximum of two consecutive 3 year periods and on the expiry of two such periods will not be eligible for re-appointment until a further 3 years have elapsed. Where a trustee is elected to serve as Chair of the Trustees he/she will begin a new term of membership.
- 9.7 The 3 student trustees will be appointed, as per Trustees Schedule (Schedule 4) attached to this Constitution and cannot hold any Executive Office during their time as a student trustee.
- 9.8 The Trustees Board shall:
- i) seek, in good faith, to ensure that the Union acts in a manner which is consistent with its purposes
 - ii) oversee the strategic direction of the Union;
 - iii) ensure the proper and prudent administration of the Union both legally and financially;
 - iv) ensure the Union's financial viability and sustainability to enable it to meet its aims and objectives;
 - v) ensure the Union complies with its governing documents, charity law and all other relevant legislation or regulations;
 - vi) protect and manage any property of the Union and ensure the proper investment of the Union's funds.
- 9.9 To enable it to do this the Trustees Board shall:
- i) at each of its meetings, receive and consider the management accounts of the Union from the Finance and Resources Committee;
 - ii) receive and approve the Union's Budget from the Finance and Resources Committee;
 - iii) at each of its meetings, receive the Minutes from the meetings of the Finance & Resources Committee and a report from it and, at least once each semester or otherwise as it may require, receive a report from the President on the activity of the Executive Council.
 - iv) have the power to scrutinise, approve or overturn decisions of the Finance and Resources Committee, the Executive Council and any other of the Union's committees based on the principles outlined in the Trustees Schedule (Schedule 4) attached to this Constitution;
 - v) appoint the Chief Executive, ensure that proper employment legislation is applied in their dealings with the Chief Executive and to monitor their performance;
 - vi) act as an Appeal panel in any disciplinary or grievance matter as may be required;
 - vii) intervene in any area and instruct any officer or employee of the Union if it believes that the Union is failing to meet any financial or legislative requirements.

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- 9.10 The Trustees Board will meet not less than 5 times per year and at any additional times as may be necessary.
- 9.11 The Trustees Board shall elect a chair from within the membership of the external trustees. Should the chair be unavailable the Trustees shall elect a temporary chair from within the membership of the external trustees. Sabbatical Officers shall not be eligible to be appointed as chair.
- 9.12 Quorum for meetings shall be one half plus one of the current memberships (rounded up to the nearest whole number), provided that there are also at least 2 external trustees present.
- 9.13 An emergency meeting of the Trustees Board may be called on the request of 4 or more Trustees Board members. There shall be at least 5 University days' notice of an emergency meeting.
- 9.14 Meetings shall be conducted in accordance with Trustees Schedule (Schedule 4) attached to this Constitution.
- 9.15 In the event of a member of the Trustees Board being under eighteen years of age and therefore, under the Licensing (Scotland) Act 2005, being unable to act in that capacity, the Executive Council shall elect a member of eighteen years or over from the Executive Council, to act on behalf of the officer for this purpose.
- 9.16 Any Trustee may be removed from the office of Trustee by the Trustees Board for "good cause". No Trustee shall be removed from office without having a reasonable opportunity to be heard in person by the Trustees Board and the removal having been approved by two-thirds of the members of the Trustees Board present and voting.
- 9.17 "Good cause" when used in reference to removal from office shall mean:
- i) conviction of a criminal offence judged by the Trustees to be such as to render the person concerned unfit for the execution of the duties of the office of Trustee; or
 - ii) if a member of the Trustees Board is declared bankrupt; or
 - iii) failure through mental or physical incapacity or persistent neglect to perform properly the duties of their office; or
 - iv) if a Trustee fails to attend three consecutive meetings without apologies being accepted, they may be removed by a simple resolution of the board; or
 - v) conduct judged by the Board of Trustees to be such as to constitute a failure or inability of the person concerned to perform the duties of their office.
 - vi) Serious and persistent breach of the duties of the Charities and Investment (Scotland) Act, 2005
- 9.18 If a Trustee who is a Sabbatical Officer ceases to be a Trustee through the above provisions they shall not cease to be a sabbatical officer as a result.
- 9.19 Where a Sabbatical Officer ceases to hold that office they shall no longer be a Trustee.
- 9.20 A Sabbatical Officer who is by reason of his office a Trustee shall not be eligible for appointment as an external trustee until a period of 3 years has elapsed from the date of the Sabbatical Officer demitting their role as a Sabbatical Officer.
- 9.21 The Trustees Board may appoint any person to be the agent of the Union for such purposes and on such conditions as they determine.

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9.22 The Trustees Board may delegate any and all of their powers or functions to any committee or body, or the implementation of their resolutions and the operational management of the Union to any person or committee subject to the provisions set out in the Trustees Schedule (Schedule 4) attached to this Constitution.

10. General Meetings

10.1 All Ordinary Members are eligible to attend General Meetings.

10.2 The following shall attend General Meetings in an ex-officio capacity:

- i) Executive Officers.
- ii) Standing Committee members.

10.3 The following shall be invited to attend General Meetings

- i) Course Representatives.
- ii) Members of each club and society and sports clubs.

10.4 The remit of General Meetings shall be as follows:

- i) vote on policy of the Union;
- ii) scrutinise a report from the President on all areas and committees of the Union
- iii) vote on constitutional amendments
- iv) refer such items as prescribed to referenda as set out in the Elections and Referenda Schedule (Schedule 2);

10.5 General Meetings shall be run in accordance with the Standing Orders Schedule (Schedule 5) attached to this Constitution.

10.6 There shall be a minimum of two General Meetings per semester. The first must be no later than 5 weeks into the first semester.

10.7 The President will chair General Meetings. In the absence of the President, the President will nominate another sabbatical officer to chair, or in the event of the incapacity of the President the remaining sabbatical officers will select a chair from amongst themselves.

10.8 The quorum for General Meetings shall be 60 Ordinary Members of the Union.

10.9 General Meetings can express their dissatisfaction with the work or action of an officer(s), committee(s), committee member(s), or club or society by the submission of a motion of censure as detailed in paragraph 8.4 of this Constitution.

11. Emergency General Meetings

11.1 An Emergency General Meeting can be called upon the request of 60 ordinary members of the students' union and have at least 48 hours' notice.

11.2 An Emergency General Meeting can be called upon the request of 60 Ordinary Members of the Students Union and have at least 48 hours notice. An Emergency General Meeting can only be called in relation to a motion which addresses special or urgent business that could not otherwise be brought to a General Meeting.

12. Annual General Meeting

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- 12.1 The Annual General Meeting is the final General Meeting of the Union of the Academic Year and will be called by the President of the Union. It shall be held in the Spring semester and must be held no earlier than 5 weeks before the end of teaching.
- 12.2 An official notice of the Annual General Meeting shall be available on the Union's website not less than 10 University days prior to the Annual General Meeting,
- 12.3 Annual General Meetings shall be run like a General Meeting in accordance with the Standing Orders Schedule (Schedule 5).
- 12.4 At the Annual General Meeting:
- i) the President shall present an Annual Report containing a financial report for the year to date, the previous year's audited annual accounts approved by the Trustees Board and information required by section 22(2)(g) and (h) Education Act 1994. Such report and accounts shall be available on the Union's website for at least five University days prior to the Annual General Meeting and shall be available for inspection in hard copy at any other time thereafter during office hours on application to the Chief Executive of the Union;
 - ii) reports from officers and standing committees will be combined into an end of year report and presented by the President;
 - iii) the President-elect shall present a plan on the conduct and management of the Union for the following year;
 - iv) any other competent business specified in the notice of the meeting may be transacted.
- 12.5 Annual General Meetings cannot pass policy nor submit items to referenda

13. Executive Council

- 13.1 The membership of the Executive Council shall be made up as follows;
- i) The Sabbatical Officers and the Executive Officers of the Union as detailed in the Officer Profiles Schedule (Schedule 3) attached to this Constitution.
- 13.2 In attendance
- i) Any member of staff of the Union as may be required
 - ii) Others as may be invited to present information at the request of the Executive Council;
- 13.3 The remit of the Executive Council shall be to:
- i) organise and operate all General Meetings and other meeting of the Union;
 - ii) receive for scrutiny reports from each Sabbatical Officer;
 - iii) receive for scrutiny reports from each committee as referred to in the Committees Schedule (Schedule 1) attached to this Constitution;
 - iv) receive for scrutiny reports from the Finance and Resources Committee on the financial performance of the Union
 - v) scrutinise the work of all the officers of the Union
 - vi) receive policy passed by General Meetings or Referenda and delegate actions to officers or committees
 - vii) report to the Trustees Board as required in paragraph 9.9 hereof.
- 13.4 The Executive Council can refer any motion passed by General Meetings and Emergency General Meetings to referenda on a 75% majority vote of the Members of the Executive Council entitled to vote.

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- 13.5 The Executive Council will meet no less frequently than every 4 weeks during term-time and at additional times where necessary.
- 13.6 The President will chair the meeting. In the absence of the President, the President will nominate a chair from the other Sabbatical Officers, or in the event of the incapacity of the President the remaining Sabbatical Officers will select a chair from amongst themselves.
- 13.7 Quoracy for Executive Council meetings shall be one half plus one of the current membership of the Executive Council.
- 13.8 An emergency meeting of the Executive Council may be called on the request of 8 or more Executive Council members. There shall be at least 48 hours notice of an emergency meeting.
- 13.9 Meetings shall be conducted in accordance with Standing Orders Schedule (Schedule 5) attached to this Constitution.

14. Finance and Resources Committee

14.1 Membership

The Composition of the Finance and Resources Committee shall be as follows:

- i) The Sabbatical Officers who:
 - a) Will be Signatories of the Union's Bank Account;
 - b) Cannot be elected as Chair of the Finance and Resources Committee;
- ii) The Chief Executive or their nominee;
- iii) One Executive Officer elected from within the Executive Council;
- iv) An external trustee with expertise in finance and audit where possible.

The following shall be invited to attend all meetings but shall have no voting rights:

- i) A Financial Adviser appointed by the University Secretary;
- ii) Others as may be invited to present information at the request of the Finance and Resources Committee;

- 14.2 In the event of a member of the Finance and Resources Committee being under eighteen years of age and therefore, under the Licensing (Scotland) act 2005, being unable to act in that capacity, the Executive Council shall elect a member of eighteen years or over from the Executive Council, to act on behalf of the officer for this purpose;
- 14.3 One Executive Officer shall be elected from the membership to sit on the Finance and Resources Committee and shall be elected at the first Executive Council of the academic year in accordance with the Elections and Referenda Schedule (Schedule 2) attached to this Constitution.
- 14.4 The Finance and Resources Committee shall be a Standing Committee of the Union and shall be responsible to the Trustees Board and General Meeting for:
 - i) the delegation to the Chief Executive and staff of the Union the day-to-day operation of the Union including the administration of the Union's bank account to be done in accordance with the financial regulations approved by the University Court and in accordance with the relevant legislation
 - ii) receiving and analysing all financial results, information and monitoring income, expenditure and the wider financial environment including the scrutiny and approval of all budgets of the Union;

- iii) formulating and recommending financial strategy and actions for the Trustees Board's scrutiny and approval;
- iv) Preparing the Union's annual budget for the Trustees Board's scrutiny and approval.
- v) ensuring that the annual accounts are audited and ready for presentation to the Trustees Board and to the General Meeting for noting;
- vi) ensuring compliance with the Licensing (Scotland) Act 2005;
- vii) reporting to the Trustees Board at each of the meetings of the Trustees Board as required in paragraph 9.9 hereof.

14.5 The Finance and Resources Committee shall also be responsible for the following, but shall only discuss these matters in a closed session and treat all information regarding the following in the strictest of confidence:

- i) the recruitment and employment of staff and the regulation of staff terms and conditions of employment in compliance with all relevant employment legislation;
- ii) the reporting of any relevant staffing issues to the Trustees Board for their noting or decision.
- iii) to act as the body to which staff appraisals and scrutiny is taken and, if necessary reported to the Trustee Board.
- iv) consultation and negotiation on behalf of the Trustees Board with the recognised staff Unions.

14.6 The procedure for meetings of the Finance and Resources Committee shall be as follows:

- i) The Finance and Resources Committee shall meet no less than monthly during semesters.
- ii) For the duration of University vacations, the Finance and Resources Committee may devolve its full powers to a Sub-Committee consisting of the Sabbatical Officers and Chief Executive of the Union. The Financial Adviser shall attend all such meetings of this sub-committee. In the event that the Financial Adviser or their designated deputy takes the view that any decision of the Sub-Committee is an improper or inappropriate use of the funds of the Union, he or she shall give written notice to the Sub-Committee to that effect and shall report the matter to the Chairman of the Trustees Board or, in their absence, another external trustee member of the Trustees Board. In the event that such written notice is given, any action arising from the decision of the Finance and Resources Committee in question shall be held in abeyance pending confirmation of the decision by a quorate meeting of the Union's Finance and Resources Committee which will be called as soon as practicable;
- iii) The Finance and Resources Committee and the Financial Adviser shall receive monthly statements comparing the financial situation of the Union with the annual budgets and estimates, which shall be prepared by the Chief Executive in consultation with the Sabbatical Officers.
- iv) Such statements shall be made available to the University's Director of Finance, who shall be entitled to refer any issues to the Trustees Board and call for and receive such explanations as he/she may require in order to satisfy the requirements of section 22(g) Education Act 1994 relating to monitoring of expenditure by the University Court;
- v) The quorum for meetings of the Finance and Resources Committee shall be two thirds of the membership, to include the chair of the Finance and Resource Committee, or their designated deputy, who shall also be an external trustee, and the Chief Executive, or their designated deputy;
- vi) Minutes of the meetings of the Finance and Resources Committee shall be presented to the next meeting of the Trustees Board which can challenge, overturn or refer back for further consideration any decision made by the Committee.

15. Other Committees

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- 15.1 The Union shall have such other committees, other than the standing committees, which will be defined in the Committees Schedule (Schedule 1) attached to this Constitution. The Officers of each committee are responsible for the budget assigned to their specific remit as defined in the Officer Profiles Schedule (Schedule 3) attached to this Constitution.

16. Licensing

- 16.1 The supply and consumption of alcoholic liquor shall be regulated in accordance with the Licensing (Scotland) Act 2005, as the Act may be amended or reenacted from time to time.

17. Supply of alcoholic liquor

- 17.1 No member of the Trustees Board and no person employed by the Union shall have any personal interest in the sale of alcoholic liquor or in the profits arising from such sale by the Union;
- 17.2 No alcoholic liquor shall be sold or supplied by the Union to any person under the age of eighteen;
- 17.3 No alcoholic liquor shall be sold or supplied in the Union's premises for consumption off the premises, except to a member of the Union in person for consumption by them or to a person holding a license or wholesaler's excise license for the sale of such liquor.

18. Clubs & Societies and Sport Clubs

- 18.1 It shall be a condition of the use of the words 'University of Stirling', 'Stirling University' or 'Oil-Thigh Shruighlea' in the official designation of any club or society consisting wholly or mainly of students that the said club or society shall be affiliated to the Union;
- 18.2 Sports Clubs should refer to the Sports Schedule (Schedule 7) and Clubs and Societies should refer to the Clubs and Societies Schedule (Schedule 8,) hereinafter, in so far as they relate to development, operation and events of their club, society or sport club.

19. Interpretation

- 19.1 In the event of a dispute as to the interpretation of any part of the constitution, the ruling of the President shall be sought. In the event of a challenge to the President's ruling the matter shall be referred to the Executive Council for a final determination.

20. Amendments

- 20.1 Without prejudice to the powers of the Court of the University under the Charter and Statutes to amend this Ordinance:
- i) Out with the constitutional 5 year review as determined by the University, the Constitution shall not be alterable except by a motion duly made and carried by a simple majority at a quorate General Meeting and then ratified by Referenda as set out in the Elections and Referenda Schedule (Schedule 2);
 - ii) All changes to the Constitution will be subject to approval by the University Court.
 - iii) The Schedules attached to this Constitution shall not be alterable except by motion duly made and carried by a simple majority at a quorate General Meeting;
 - iv) All changes to the Schedules will be subject to noting by the University Court.
 - v) During the constitutional 5 year review, the views of relevant staff and committees will be sought for input into the review, with the Trustee Board serving as the final stage of ratification prior to submission for approval to the University Court.

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21. Referenda

- 21.1 Referenda shall be conducted in accordance with the “Elections and Referenda” Schedule (Schedule 2) attached to this Constitution.
- 21.2 In order to validate the result, referenda shall require a minimum of 1/40th of the FTE population of Ordinary Members to vote except in issues of affiliation which will follow regulations of the body in question.

22. Affiliations to External Organisations

- 22.1 The General Meeting shall have the power to affiliate the Union to any external organisation having educational charitable purposes. Any decision of the General Meeting so to affiliate shall be published by being displayed on the Union’s website for at least five University days, shall be available for inspection in hard copy at any other time during office hours on application to the Chief Executive and shall be communicated in writing to the University Court. Such notice shall state: (i) the name of the organisation; and (ii) details of any subscription or similar fee paid or proposed to be paid, and of any donations made or proposed to be made, to the organisation.
- 22.2 The Executive Council shall publish as part of its Annual Report to the Annual General Meeting a list of the external organisations to which the Union is currently affiliated.

23. Indemnity

- 23.1 Each officer, appointee or member of staff of the Union shall be entitled to be indemnified out of the assets of the Union against all losses or liability which he or she may sustain or incur in or about the execution of their office, or otherwise in relation thereto and no officer, appointee or member of staff shall be liable for any loss, damage or misfortune which may happen to or be incurred by the Union in the execution of the duties of their office or in relation thereto. Provided that nothing in this clause shall affect their liability for the consequence of any negligent or dishonest act on their part.
- 23.2 The Trustees Board may purchase and maintain trustee indemnity insurance for any and all Trustees of the Union.

24. Cessation of the Union

- 24.1 If the Trustee Board decide at any time, on the ground of expense or otherwise, that it is necessary or advisable to dissolve the Organisation, it shall call a Special Meeting of the Organisation. All funds and property held by the Union shall become the property of the University and be applied as the University Court may decide.

25. Entry into force, confirmation and review

- 25.1 This Constitution shall enter into force incrementally, at terms agreed between the Sabbatical Officers and the Court, between 1 January and 1 June 2015, when it shall be implemented in full. It will be subject to confirmation or amendment by the Court no later than 1 June 2020 and at further five year intervals thereafter.

26. Schedules

- 26.1 This Schedules of this Constitution shall be as follows:
- i) Schedule 1 Committees

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- ii) Schedule 2 Elections and Referenda
- iii) Schedule 3 Officer Profiles
- iv) Schedule 4 Trustees Schedule
- v) Schedule 5 Standing Orders
- vi) Schedule 6 Discipline
- vii) Schedule 7 Sports Schedule
- viii) Schedule 8 Clubs and Societies Schedule

27. Leeway Clause

- 27.1 A majority of the Executive with the President having a casting vote, may, until the 31st of May 2015 and with the ratification of the Secretary of the University, authorise an amendment to the Constitution which is required by law or legally necessary or to give efficacy to the aims and objectives of the Constitution or for clarification or structural or grammatical reasons provided that any such amendment must be ratified by a quorate majority at the next General Meeting.

28. Acts during Vacancies

- 28.1 No act or resolution of the Trustee Board, General Meetings, Emergency General Meetings, Annual General Meetings, Executive Council or any Committee or other body constituted in accordance with this Constitution, shall be invalid by reason only of any vacancy in the body doing or passing it, or by reason of any want of qualification by or invalidity in the appointment of any de facto member of the body whether present or absent.