

KCLSU Trustee Roles & Responsibilities

1.	Memorandum & Articles of Association.....	2
2.	Trustee role description.....	3
	2.1. Key responsibilities.....	3
	2.2. Duties and tasks to fulfill these responsibilities.....	3
3.	Trustee person specification.....	5
4.	Sabbatical trustees	5
	4.1. Memorandum & Articles of Association	5
	4.2. Specific responsibilities.....	5
	4.3. Portfolio responsibilities.....	6
	4.4. Period of office	7
	4.5. Reward	7
5.	Student trustees	8
	5.1. Memorandum & Articles of Association	8
	5.2. Specific responsibilities.....	8
	5.3. Period of office	8
	5.4. Reward	8
6.	Non-student trustees	8
	6.1. Memorandum & Articles of Association	8
	6.2. Specific responsibilities.....	9
	6.3. Period of office	9
	6.4. Reward	9
7.	Model Trustee Code of Conduct	9
	7.1. Standards in Public Life.....	9
	7.2. Law, mission, policies	10
	7.3. Conflicts of interest.....	10
	7.4. Person to person	10
	7.5. Protecting the organisation’s reputation	10
	7.6. Personal gain	10
	7.7. In the boardroom	10
	7.8. Enhancing governance	11
	7.9. Leaving the board.....	11
8.	Conflicts of interest	11

1. Memorandum & Articles of Association

Article 45 states "... the minimum number of Trustees shall be three and the maximum number of Trustees shall be twelve ...".

Bye Law (2): General Governance of the Students' Union states:

Trustees The Trustees appointed pursuant to the Articles of Association of KCLSU have overall responsibility for the day-to-day management and administration of KCLSU.

The Trustees are charity trustees as defined by section 97(1) Charities Act 1993.

The portfolios of Sabbatical Trustees may be determined by the Trustees from time to time after consultation with Student Council in accordance with Guidance and Strategies made from time to time under clause 16.1 of this Bye-Law.

"45.2 Not more than four Sabbatical Trustees appointed in accordance with Article 46;

"45.3 Not more than four Student Trustees appointed in accordance with Article 49; and

"45.4 Not more than four Non-Student Trustees appointed in accordance with Article 50."

2. Trustee role description¹

2.1. Key responsibilities

- 2.1.1. Ensuring that KCLSU has a clear vision, mission and strategic direction and is focused on achieving these.
- 2.1.2. Being responsible for the performance of KCLSU and for its behaviour.
- 2.1.3. Ensuring that KCLSU complies with all legal and regulatory requirements.
- 2.1.4. Acting as guardians of KCLSU assets, both tangible and intangible, taking due care over their security, deployment and proper application.
- 2.1.5. Ensuring that KCLSU's governance is of the highest possible standard.

2.2. Duties and tasks to fulfill these responsibilities

- 2.2.1. To work in partnership with other trustees, the Chief Executive and other senior staff to ensure that KCLSU has a clear vision, mission and strategic direction and is focused on achieving these.
 - 2.2.1.1. KCLSU has a clear vision, mission and strategic plan that have been agreed by the Board, and that there is a common understanding of these by trustees and staff.
 - 2.2.1.2. Operational and other plans support the vision, mission and strategic priorities.
 - 2.2.1.3. The Chief Executive's annual and longer term objectives and targets support the achievement of the vision, mission and strategic priorities.
 - 2.2.1.4. Trustee Board policies support the vision, mission and strategic priorities.
 - 2.2.1.5. There are effective mechanisms in place to
 - 2.2.1.5.1. listen to the views of current and future beneficiaries;
 - 2.2.1.5.2. review the external environment for changes that might affect KCLSU;
 - 2.2.1.5.3. re-assess the need for KCLSU and the services it does or could provide; and
 - 2.2.1.5.4. review regularly its strategic plan and priorities.
- 2.2.2. Being responsible, with the other trustees, for the performance and behaviour of KCLSU.
 - 2.2.2.1. To agree the method for measuring objectively the progress of KCLSU in relation to its vision, mission, strategic objectives/priorities, plans and annual targets, and to regularly receive reports on the performance of KCLSU.
 - 2.2.2.2. To ensure that the fundamental values and guiding principles of KCLSU are articulated and reflected throughout the organisation.
 - 2.2.2.3. To ensure that the views of beneficiaries on the performance of KCLSU are regularly gathered and considered by the Board.
 - 2.2.2.4. To appoint the Chief Executive, to set their terms and conditions and to ensure that both that individual themselves and KCLSU as a whole invest in their ongoing professional development.
 - 2.2.2.5. To receive regular reports from the Chief Executive on progress towards agreed strategic priorities.
 - 2.2.2.6. To hold the Chief Executive to account for the management and administration of KCLSU.
 - 2.2.2.7. To ensure that the Chief Executive receives regular, constructive feedback on their performance in managing KCLSU and in meeting their annual and longer term targets and objectives.

¹ Amended from Marie Curie Cancer Care

- 2.2.2.8. To ensure that the Chief Executive develops a learning organisation and that staff and volunteers review their own performance and regularly receive feedback.
 - 2.2.2.9. To articulate the values of KCLSU.
 - 2.2.2.10. To agree Trustee Board policies.
 - 2.2.2.11. To ensure that there are mechanisms for students, employees, volunteers, and other individuals, groups or organisations to bring to the attention of the trustees any activity that threatens the probity of KCLSU.
- 2.2.3. Ensuring that KCLSU complies with all legal and regulatory requirements.
- 2.2.3.1. To be aware of, and to ensure KCLSU complies with, all legal, regulatory and statutory requirements.
 - 2.2.3.2. To maintain familiarity with the rules and documents that govern KCLSU, to ensure that KCLSU complies with its governing instruments and to review these regularly.
 - 2.2.3.3. To agree the levels of delegated authority, to ensure that these are recorded in writing by means of minutes, terms of reference for Board committees and sub-committees, job descriptions for trustees, key staff, volunteers etc, and to ensure that there are clear reporting procedures which are also recorded in writing and complied with.
 - 2.2.3.4. To ensure that the responsibilities delegated to the Chief Executive are clearly expressed and understood, and directions given to them come from the Trustee Board as a whole.
- 2.2.4. Being guardians of all KCLSU assets, both tangible and intangible, taking all due care over their security, deployment and proper application.
- 2.2.4.1. To ensure that KCLSU has satisfactory control systems and procedures for holding in trust for the beneficiaries all monies, properties and other assets and to ensure that monies are invested to the maximum benefit of KCLSU, within the constraints of the law and ethical and other policies laid down by the Trustee board.
 - 2.2.4.2. To ensure that the major risks to which KCLSU is exposed are reviewed annually and that systems have been established to mitigate or minimise these risks.
 - 2.2.4.3. To ensure that the income and property of KCLSU is applied for the purposes set out in the governing document and for no other purpose, and with complete fairness between persons who are properly qualified to benefit.
 - 2.2.4.4. To act reasonably, prudently and collectively in all matters relating to KCLSU and always to act in the interests of KCLSU.
 - 2.2.4.5. To be accountable for the solvency and continuing effectiveness of KCLSU and the preservation of its endowments.
 - 2.2.4.6. To exercise effective overall control of KCLSU's financial affairs and to ensure that the way in which KCLSU is administered is not open to abuse by unscrupulous associates, employees or volunteers; and that the systems of control are rigorous and constantly maintained through regular evaluation and improvement in the light of experience.
 - 2.2.4.7. To ensure that intangible assets such as organisational knowledge and expertise, intellectual property, KCLSU's good name and reputation etc. are properly valued, utilised and safeguarded.
 - 2.2.4.8. To ensure that all income due to KCLSU is received and that all tax benefits are obtained and all rating relief due is claimed.

2.2.5. Ensuring that KCLSU's governance is of the highest possible standard.

- 2.2.5.1. To ensure that KCLSU has a governance structure that is appropriate to an organisation of its size, complexity, stage of development, and its charitable objects, and that enables the trustees to fulfill their responsibilities.
- 2.2.5.2. To reflect annually on the Trustee Board's performance and that of individual Trustees.
- 2.2.5.3. To ensure that the Trustee Board has the skills required to govern KCLSU well, and has access to relevant external professional advice and expertise.
- 2.2.5.4. To ensure that there is a systematic, open and fair procedure for the election or recruitment of trustees.
- 2.2.5.5. To ensure that there are succession plans for the trustees and the Chief Executive where possible.
- 2.2.5.6. To participate in individual and collective development and training of trustees.
- 2.2.5.7. To abide by the code of conduct for trustees.
- 2.2.5.8. To ensure that major decisions and board policies are made by the trustees acting collectively.

3. Trustee person specification²

- 3.1. Commitment to the organisation.
- 3.2. Willingness to devote the necessary time and effort.
- 3.3. Strategic vision.
- 3.4. Good, independent judgement.
- 3.5. Ability to think creatively.
- 3.6. Willingness to speak their mind.
- 3.7. Understanding and acceptance of the legal duties, responsibilities and liabilities of trusteeship.
- 3.8. Ability to work effectively as a member of a team.
- 3.9. Nolan's seven principles of public life: selflessness, integrity, objectivity, accountability, openness, honesty and leadership.

4. Sabbatical trustees

4.1. Memorandum & Articles of Association

- "46. Up to four Sabbatical Trustees shall be elected by the members of the Students' Union at an election to be held in accordance with the Bye-Laws and shall remain in office for a term of twelve months commencing on 1 August immediately following their election and terminating on 31 July in the next Year.
- "47. Sabbatical Trustees may be re-elected for a maximum further term of twelve months by the members of the Students' Union at an election to be held in accordance with the Bye-Laws. For the avoidance of doubt, the maximum total term that a Sabbatical Trustee may serve is twenty four months.
- "48. The Sabbatical Trustees shall be deemed to be 'major union office holders' for the purposes of section 22 of the Education Act 1994."

4.2. Specific responsibilities

- 4.2.1. Responsibilities of charity trustees.
- 4.2.2. To be an effective representative of the membership.
- 4.2.3. To proactively seek feedback from members.
- 4.2.4. Local, national, international matters.

² National Council for Voluntary Organisations
(<http://www.ncvo-vol.org.uk/asp/search/docViewer.aspx?siteID=2&slID=15&documentID=200&catID=21>)

- 4.2.5. Responsibility for achievement of Union-wide objectives.
- 4.2.6. Responsibility for the effective operation of Student Community Forums.
- 4.2.7. Responsible for the implementation of campaigning and change strategy.
- 4.2.8. Managing the dual role and responsibilities therein of a trustee and representative.

4.3. Portfolio responsibilities

4.3.1. President

- 4.3.1.1. Chair of Board of Trustees.
- 4.3.1.2. Represents KCLSU externally, speaking on behalf of all students at King's College London to conferences, committees, the media and other organisations
- 4.3.1.3. The principal channel of communication between KCLSU and King's College London.
- 4.3.1.4. Co-ordinates the work of the Trustee Board to form a coherent strategy for action.
- 4.3.1.5. Co-ordinates the sabbatical team.
- 4.3.1.6. Responsible for coordinating sub-committees.
- 4.3.1.7. Responsible for ensuring that adequate training and support is available for the trustees, Council members and other convenors of meetings.
- 4.3.1.8. Empowered to act on behalf of the Trustee Board between meetings on matters of a minor, non-contentious or urgent matter. All actions must be reported to the Trustee Board at the earliest opportunity.
- 4.3.1.9. Represents KCLSU at University of London Union General Union Council and the National Conference of the National Union of Students.

4.3.2. Vice President Representation

- 4.3.2.1. Co-ordinates KCLSU representation of students to King's College London and the wider world through meetings, one to one advice, lobbying and campaigning.
- 4.3.2.2. Responsible for the academic advice service, working with staff members to deliver it. Represents individual students to King's College London.
- 4.3.2.3. Works with King's College London and students on an effective system of feedback. Works with, supports and trains course representatives.
- 4.3.2.4. Responsible for the development and implementation of campaigning and change strategy.
- 4.3.2.5. Champions equality and diversity.
- 4.3.2.6. Liaises with King's College London and acts as a point of reference for students and staff on academic, student welfare and career issues.
- 4.3.2.7. Co-ordinates work with specific groups of students including international, postgraduate, black & minority ethnic (BME) groups, mature, part time, students with disabilities, lesbian, gay, bisexual & transgender (LGBT) and students on placement.

4.3.3. Vice President Participation & Development

- 4.3.3.1. Responsible for all types of student activity facilitated and operated by KCLSU including clubs, societies, student volunteering, RAG (Raise and Give), MEDSOC (the medical society), and student-led projects such as volunteering and campaigning.
- 4.3.3.2. Oversees the smooth and proper running and administration of all student activity.
- 4.3.3.3. Promotes the benefit of student activity and is responsible for its strategic direction.

- 4.3.3.4. Ensures that all KCLSU involved students are recruited and supported in line with accepted good standards.
- 4.3.3.5. Co-ordinates and publicises all student forums including Student Community Forums, Student Activity Forums and the Student Activity sub-committee and ensures actions are carried out and feedback.
- 4.3.3.6. Liaises with King's College London and external bodies on student activity issues.
- 4.3.3.7. Responsible for developing systems that encourage greater participation in elections, in terms of the number of candidates, campaigners and voters.
- 4.3.3.8. Oversees the promotion of student activity during the freshers period.
- 4.3.3.9. Seeks greater funding and sponsorship for student activity from King's College London or external organisations.
- 4.3.3.10. Ensures volunteering opportunities are promoted and developed.

4.3.4. Vice President Communications

- 4.3.4.1. Co-ordinates the communication of the KCLSU message to students, King's College London and beyond.
- 4.3.4.2. Responsible for and editor of all KCLSU media.
- 4.3.4.3. Responsible for external fundraising and sponsorship.
- 4.3.4.4. Liaises with King's College London on communication, marketing and public relations issues.
- 4.3.4.5. Coordinates contact with external media.
- 4.3.4.6. Responsible for protecting KCLSU interests with respect to all legislation covering KCLSU publications.
- 4.3.4.7. Responsible for implementing the communications strategy.
- 4.3.4.8. Responsible for co-coordinating induction talks.
- 4.3.4.9. Responsible for disseminating other relevant student organisations' publicity and information.
- 4.3.4.10. Responsible for ensuring KCLSU information is available across all sites of King's College London.
- 4.3.4.11. Works with a staff communications team.
- 4.3.4.12. Responsible for marketing.

4.4. Period of office

Sabbatical trustees are elected by cross campus secret ballot to the full time position in the second term. A one year period of office commences on 1 August and finishes on 31 July. The post will actually commence one month earlier on 1 July to allow for a period of handover between the incoming and outgoing trustees.

The working week is a minimum of 35 hours. However, to fulfill the requirements of the role you may be required to work more, including in the evenings and at weekends.

Sabbatical trustees are not permitted to apply for permanent positions in KCLSU whilst a sabbatical trustee.

4.5. Reward

Clause 5.9 of the Memorandum allows sabbatical trustees to be remunerated in accordance with the Education Act 1994 subject to safeguards set out in sub-clauses 5.91-5.94. The current remuneration is at CRA Grade 2 Point 15, paid monthly.

All benefits available to staff as detailed in the KCLSU Staff Handbook will be available to sabbatical trustees, other than those relating to pensions.

Each sabbatical trustee will be permitted an allowance of £100 per year for the use of a mobile phone in relation to their role.

Reasonable legitimate expenses will be reimbursed following the appropriate financial procedures.

Sabbatical trustees will be entitled to 20 days annual leave pro rata in addition to leave on all public holidays and general King's College London holidays for which KCLSU is also closed.

5. Student trustees

5.1. Memorandum & Articles of Association

49: Subject to Articles 53 and 54, up to four Student Trustees shall be elected by the members of the Students' Union at an election to be held in accordance with the Bye-Laws and shall remain in office for a term of twenty four months commencing on 1 August immediately following their election and terminating on 31 July in two years time.

5.2. Specific responsibilities

The Trustee Board may allocate specific duties or portfolios to student trustees as appropriate.

5.3. Period of office

Student trustees are elected by cross campus secret ballot to the full time position in the second term. A two year period of office commences on 1 August and finishes on 31 July. They will be expected to attend trusteeship training before commencing their term of office.

Student trustees must resign from the Trustee Board if they cease to be a student at King's College London.

5.4. Reward

Reasonable legitimate expenses will be reimbursed following the appropriate financial procedures.

As KCLSU volunteers, student trustees will be entitled to all rewards and recognition as detailed in the KCLSU Volunteering Policy.

6. Non-student trustees

6.1. Memorandum & Articles of Association

50. The Trustees are required to appoint by a simple majority vote such persons as they consider suitable to be Non-Student trustees. Subject to Article 57 the ratio of Elected Trustees to Non-Student Trustees shall with the exception of any period which may not exceed four months be greater than or equal to two to one. The initial appointment of Non-Student Trustees shall be subject to one-off ratification at the next meeting of the Student Council following their appointment.

51. Subject to one-off ratification by the Student Council referred to in Article 50 and Articles 52, 55 and 56 Non-Student Trustees shall remain in office for a term of four years calculated from the date of appointment.

52. At the end of their first term of four years, Non-Student Trustees shall be eligible for re-appointment by a simple majority vote of the Trustees for a further term of up to four years but shall not be eligible for re-appointment thereafter if they have served a maximum total term of eight years. For the avoidance of doubt, the re-appointment of a Non-Student Trustee for a further four year term shall be notified to Student Council for its consideration.

6.2. Specific responsibilities

The Trustee Board may allocate specific duties or portfolios to non-student trustees as appropriate. Non-student trustees will bring specific skills and areas of expertise to the Trustee Board. The following areas of expertise were identified by the Appointments Committee as key requirements when recruiting non-student trustees.

- a. Knowledge of trusteeship and/or scrutiny and overview.
- b. Resource allocation including finance and/or human resources.
- c. Legal knowledge preferably charity law or company law.
- d. Policy formulation or corporate strategy in a higher education environment if possible.
- e. Non Student Trustees should be receptive to the values of KCLSU.

6.3. Period of office

The Trustee Board appoints non-student trustees with advice from the Appointment Committee, a sub-committee of the Trustee Board. The term of office is four years for non-student trustees. At the end of this period non-student trustees can be re-appointed for an additional term of office of four years.

Non-student trustees must resign from the Trustee Board if they become a student at King's College London.

6.4. Reward

Reasonable legitimate expenses will be reimbursed following the appropriate financial procedures.

As KCLSU volunteers, non-student trustees will be entitled to all rewards and recognition as detailed in the KCLSU Volunteering Policy.

7. Model Trustee Code of Conduct³

Below is a model code of conduct for the Trustee Board to discuss, amend and sign up to either annually or in the event it acquires a new member or members.

7.1. Standards in Public Life

As a trustee of KCLSU I promise to abide by standards in public life. These are:

Accountability

Everything KCLSU does will be able to stand the test of scrutiny by King's College London students, King's College London, the public, the media, charity regulators, members, stakeholders, funders, Parliament and the courts.

Integrity and honesty

These will be the hallmarks of all conduct when dealing with colleagues within KCLSU and equally when dealing with individuals and institutions outside it.

Openness

KCLSU strives to maintain an atmosphere of openness throughout the organisation to promote confidence of King's College London students, King's College London, the public, stakeholders, staff, charity regulators and Parliament.

Additionally, I agree to the following points:

³ Adapted from Akpeki, T (2004) 'Best Behaviour: Using trustee codes of conduct to improve governance practice', NCVO

7.2. Law, mission, policies

- 7.2.1. I will not break the law or breach charity regulations in any aspect of my role of trustee.
- 7.2.2. I will support the mission and consider myself its guardian.
- 7.2.3. I will abide by organisational policies.

7.3. Conflicts of interest

- 7.3.1. I will always strive to act in the best interests of the organisation.
- 7.3.2. I will declare any conflict of interest, or any circumstance that might be viewed by others as a conflict of interest, as soon as it arises.
- 7.3.3. I will submit to the judgment of the Board and do as it requires regarding potential conflicts of interest.

7.4. Person to person

- 7.4.1. I will not break the law, breach charity regulations or act in disregard of organisational policies in my relationships with fellow trustees, King's College London students, King's College London, staff, volunteers, members, service recipients, contractors or anyone I come into contact with in my role as trustee.
- 7.4.2. I will strive to establish respectful, collegial and courteous relationships with all I come into contact with in my role as trustee.

7.5. Protecting the organisation's reputation

- 7.5.1. I will not speak as a trustee of this organisation to the media or in a public forum without the prior knowledge and approval of the Chair or Chief Executive.
- 7.5.2. When prior consent has not been obtained, I will inform the Chair or Chief Executive at once when I have spoken as a trustee of this organisation to the media or in a public forum.
- 7.5.3. When I am speaking as a trustee of this organisation, my comments will reflect current organisational policy even when these do not agree with my personal views.
- 7.5.4. When speaking as a private citizen I will strive to uphold the reputation of the organisation and those who work in it, remembering that even in this capacity my responsibility to the organisation is not diminished.
- 7.5.5. I will respect organisational, Board and individual confidentiality.
- 7.5.6. I will take an active interest in the organisation's public image, noting news articles, books, television programmes and the like about the organisation, about similar organisations or about important issues for the organisation.

7.6. Personal gain

- 7.6.1. I will not personally gain materially or financially from my role as trustee, nor will I permit others to do so as a result of my actions or negligence.
- 7.6.2. I will document expenses and seek reimbursement according to procedure.
- 7.6.3. I will not accept substantial gifts or hospitality without prior consent of the Chair.
- 7.6.4. I will use organisational resources responsibly, when authorised, in accordance with procedure.

7.7. In the boardroom

- 7.7.1. I will strive to embody the principles of leadership in all my actions and live up to the trust placed in me by KCLSU.
- 7.7.2. I will abide by Trustee Board governance procedures and practices.

- 7.7.3. I will strive to attend all Trustee Board meetings, giving apologies ahead of time to the Chair if unable to attend.
- 7.7.4. I will study the agenda and other information sent me in good time prior to the meeting and be prepared to debate and vote on agenda items during the meeting.
- 7.7.5. I will honour the authority of the Chair and respect his or her role as meeting leader.
- 7.7.6. I will engage in debate and voting in meetings according to procedure, maintaining a respectful attitude toward the opinions of others while making my voice heard.
- 7.7.7. I will accept a majority Trustee Board vote on an issue as decisive and final.
- 7.7.8. I will maintain confidentiality about what goes on in the boardroom unless authorised by the Chair or Trustee Board to speak of it.

7.8. Enhancing governance

- 7.8.1. I will participate in induction, training and development activities for trustees.
- 7.8.2. I will continually seek ways to improve Trustee Board governance practice.
- 7.8.3. I will strive to identify good candidates for trusteeship and appoint new trustees on the basis of merit.
- 7.8.4. I will support the Chair in his/her efforts to improve his/her leadership skills.
- 7.8.5. I will support the Chief Executive in his/her executive role and, with my fellow Board members, seek development opportunities for him/her.

7.9. Leaving the board

- 7.9.1. I understand that substantial breach of any part of this code may result in my removal from the trustee board.
- 7.9.2. Should I resign from the Board I will inform the Chair in advance in writing, stating my reasons for resigning. Additionally, I will participate in an exit interview.

8. Conflicts of interest

- 8.1. Any trustee who has a financial interest in a matter under discussion should declare the nature of their interest and withdraw from the room, unless they have a dispensation to speak.
- 8.2. If a trustee has any interest in the matter under discussion, which creates a real danger of bias, that is, the interest affects their, or a member of their household, more than the generality affected by the decision: their should declare the nature of the interest and withdraw from the room, unless their has a dispensation to speak.
- 8.3. If a trustee has any other interest which does not create a real danger of bias, but which might reasonably cause others to think it could influence their decision, they should declare the nature of the interest, but may remain in the room, participate in the discussion, and vote if they wish.
- 8.4. If in any doubt about the application of these rules they should consult with the Chair.
- 8.5. Trustees' interests will be listed in a register.