

To whom it may concern,

As a membership organisation there are other demands placed upon us, around making sure we are the best organisation possible for our members. We must constantly be asking; are we meeting the wishes of our membership? Are we catering for our diverse student population? How do we improve our membership services? How do we make our commercial services stronger to fund this activity? Are we meeting the plan our members set us? Are there any developments in the outside world, like political pressure or legislation that we must pre-empt or respond to?

The key problem is that at the moment, we are trying to govern the organisation through the structures that we created to represent students, not to effectively govern the organisation. Worse, the fact we burden the representational structures with some governance duties only means time and focus is taken away from the important issues affecting students. That in turn means the governance issues are not given nearly enough attention, leading to less scrutiny and accountability, and ultimately a poorer organisation for students.

This failure to separate and clarify these two structures has led to some significant issues with our governance. Perhaps the most glaring issue regards our financial stability. Trustees are legally responsible for the overall running and oversight of an organisation. According to our constitution the trustees are the whole of the Executive Committee, which could make up over 20 people. This is much larger than is recommended by NCVO or the Charity Commission. The vast majority of students stand to be Executive Officers because they want to represent their constituencies and run campaigns. That does not always sit easily with trustee responsibilities. Sometimes the two roles are even in conflict and Officers do not receive sufficient support to resolve those conflicts.

This issue arises from the political nature of the representative structures. Clearly a representative body must be political, but a trustee body must absolutely not have a political mandate. It must act in the long-term interests of the organisation, to make sure that the Union Society is still here in 5, 10, 15 years time for future students to benefit from and enjoy. It must be inherent in the governance structures that there is a long-term perspective, yet it is not fair to prevent a student activist on Union Council from running a campaign and represent their constituency because they have to act as a trustee.

These conflicts are often more acute for elected officers who, in the space of one day, can be acting as a trustee, as a representative and as a service provider, all with very different imperatives. It is vital that officers know which "hat" they are wearing at any one time in order to fulfil their obligations to the organisation and to the membership.

Trustee Board

The key recommendation is that we set up a trustee board distinct from the structures which exist to represent students and set policy. Representation is the purpose of the Union, but it need not be how it is governed as an organisation.

Again, think of the Union in two halves: The representational half will in fact change very little. Members will elect the Student Officers and Union Council as ever, and the Student Officers will be held to account for its campaigning and representational work by Union Council. Union Council remains the sovereign body of representational issues, and has the power to set policy and decide the issues which are voted on by the membership at a referendum (although it is still possible for any student to call a referendum by petition).

What changes is that the responsibility for the governance of the organisation is transferred to the new trustee board. Union Council will be responsible for representing students, setting policy and campaigning, but not the running of the Union's services. This will empower the representational half of the organisation to better perform its job as the voice of students, because it will not be burdened with the responsibilities of trusteeship.

The trustee board would determine the Union's strategy and vision in line with the will of the membership. It will also approve and monitor services, approve and monitor budgets, ensure sound risk management, and appoint and appraise the General Manager. It must have the power to make decisions on the things for which it is legally responsible. But it would not get involved in the policy making of the Union, running campaigns or representing students, unless those things affected the future of the organisation.

The board would comprise all the Sabbatical Officers (elected), up to two ordinary students (appointed) and up to four co-opted members (appointed), to add to the skills mix and add a degree of objectivity. This is very deliberate. It resolves the problems described above around trusteeship but the relationship between Union Council and the Sabbatical Officers in the representational half has not changed; this is key. Union Council can still mandate officers to run certain campaigns, uphold certain policies and hold them to account for their political behaviour. What they can no longer do is scrutinise the budget or wield other trustee duties.

Sitting twice in the structure will also help the Sabbatical Officers understand which "hat" they are wearing at any one time. The environment of the board meetings should be different, and there will be the added co-opted members present. Confusion between trustee and representational or political responsibilities will thus be minimised. The board would meet around five to seven times a year and outside these meetings officers should carry out their day-to-day roles of representing and campaigning for students. Governance becomes very difficult when officers step into the realms of management and visa-versa. The structures should discourage officers from getting involved in operational issues, that is why we employ staff, and officers should spend as much time as possible working for their members. Added to this we have suggested changes to the elections processes to ensure that all candidates are fully briefed about the true nature of the role.

The relationship between the trustees and the most senior staff member (the General Manager) should be formalised through one of the trustees. This should be the chair of the trustee board and one officer should have that as a clear responsibility. We propose that a co-opted trustee could fulfil the role of deputy chair to assist the chair with some of the most demanding roles, such as the General Manager's appraisal.

The General Manager would report to the trustee board and this would help with the accountability of staff. Senior staff clearly make decisions which affect the organisation and are running the Union's services, but staff should not be involved in the political structures so currently it is not clear to members how they are held to account. Many of the potential problems with staff-student protocols, which are necessary when staff are operating in a political environment, would be eliminated. However, we propose that additional work should be done to train and help staff working in the political environment.

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