LANCASTER UNIVERSITY STUDENTS' UNION

Governance Sub-Committee Terms of Reference and Person Specification

Purpose

The Governance Sub-Committee has delegated responsibility on behalf of the Board of Trustees, for promoting good governance, reviewing the Union's governance arrangements on a continuous basis and identifying opportunities to improve the Union's governance.

Remit

1. To review, on a continuous basis, the Union's governance arrangements and identify opportunities to improve the Union's governance considering any necessary or desirable changes and, in particular, to work towards full compliance with the NUS Good Governance Code of Practice and excellence in the NUS Quality Mark.
2. To prepare an annual development plan for the full Board and monitor its implementation.
3. To carry out regular skills, experience and diversity audits of the Board and identify and skills, experience, characteristics and backgrounds that are required to provide a balanced and effective Board. Based upon this identify a list of prospective External Trustees.
4. To prepare job descriptions, person specifications and information pack for prospective Student Trustees and External Trustees.
5. To prepare a recruitment plan and timetable to fill any unfilled trustee positions.
6. To monitor compliance with the Constitution, Bye-laws, Code of Practice with the University and any other relevant Memorandums of Agreement or Understanding.
7. To monitor and review policies from the Union Assembly, General Meetings or Referenda, or formed within the published Student Officer Agenda.
8. To oversee policies proposed/passed by Union Assembly, General Meetings and Referenda to provide a check and balance on items that may carry risk in the areas of legal challenge, finance and reputation.

Responsibility and Authority

The Committee shall ensure that the Board has the right balance of skills, knowledge, experience, background and characteristics to facilitate as effective and robust governance as possible.

The Committee shall ensure that new trustees are inducted quickly and comprehensively to enable them to fulfil their duties.

The quorum shall be at least 3 trustees, one of whom must be the Chair of the Board or the Chair of the Governance Sub-Committee.

Membership

- External Trustee with governance expertise (Chair)
- President/Company Director
- Full Time Officer Trustee
- Student Trustee
- External Expert Committee Member

In Attendance

- Chief Executive
- Head of Advocacy & Governance
- Committee Secretary

Regularity of Meetings and Resources

Four meetings per annum

- Any financial resources necessary to achieve the Committee's objective.
- Any management resources necessary to achieve the Committee's objective.
- Appointment of other professional advisors as required to perform its role effectively.
- Head of Advocacy & Governance and Chief Executive to draft papers and reports for the Committee and to develop the agenda for Board meetings in conjunction with the Chair and Committee Secretary.
- Committee Secretary to take minutes and collate papers for meetings.

External Expert Committee Member – Person Specification

The Expert Committee Member should bring:

- Strong charity or corporate governance experience gained through a Board, senior leadership or professional advisory role.
- Knowledge of governing documents, regulatory compliance, Board effectiveness and the respective responsibilities of trustees and executives.
- The ability to interpret complex governance matters and communicate them clearly.
- Confidence to offer independent judgement and constructive challenge.
- A collaborative approach, discretion and commitment to LUSU's student-led purpose and inclusive values.

Experience reviewing articles, constitutions, by-laws, compliance frameworks or governance policies would be particularly valuable. Previous Students' Union experience is not required.