Bye-Laws

of

Open University Students Association

(An Unincorporated Association)

Date approved by the Central Executive Committee May 2016
Date ratified by the Board of Trustees May 2016
Date Published on Students Association Website May 2016
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1. Introduction

1.1. These Bye-Laws should be read in conjunction with the Constitution of the Open University Student Association (the Association). Together, these documents form the basis for the operation of the Association.

1.2. Should there be any conflict or contradiction between the Constitution and Bye-Laws, then the former shall take precedence.

1.3. If any dispute arises in relation to the interpretation of the Constitution, or any of these Bye-Laws, or if any conflict or contradiction between Bye-Laws exist, it shall be resolved by the Board of Trustees. This decision shall be final.

1.4. The meanings of any defined terms used in these Bye-laws are set out in Clause 21.

2. Membership

2.1. In addition to the membership established by the Association Constitution, there shall also exist:

2.2. Honorary Life Members

2.2.1. In recognition of services rendered to the Association Centrally, the Central Executive Committee may elect Honorary Life Members.

2.2.2. A nomination proposed by six full members of the Association and including a short citation shall be addressed in writing to the President.

2.2.3. Upon the receipt of a nomination for Honorary Life Membership it shall be conducted under Presidents Business of the agenda for the Central Executive Committee.
2.3.  **Honorary Vice Presidents**

2.3.1. In recognition of services rendered to the Association Centrally and in anticipation of a continued, active relationship with the Association, the Central Executive Committee may elect up to five Honorary Vice Presidents.

2.3.2. A nomination proposed by six full members of the Association and including a short citation shall be addressed in writing to the President.

2.3.3. Upon the receipt of a nomination for Honorary Vice President it shall be conducted under Presidents Business of the agenda for the Central Executive Committee.

2.3.4. Honorary Vice Presidents shall hold that position for a period of four years and shall not be eligible for re-appointment.

2.4.  **Honorary National/Regional Members**

2.4.1. In recognition of services rendered to the Association within a particular nation/region, the relevant Assembly may elect up to five Honorary National/Regional Members.

2.4.2. A nomination proposed by two full members of the Association and including a short citation shall be addressed in writing to two members of the Assembly Executive.

2.4.3. Upon the receipt of a nomination for Honorary Membership it shall be conducted as an item of business on the agenda for the Assembly.

2.4.4. Honorary National/Regional Members shall hold that position for a period of one year but shall be eligible for re-appointment.

2.5.  **Honorary National/Regional Life Members**

2.5.1. In recognition of services rendered to the Association within a particular nation/region, the relevant Assembly may elect Honorary National/Regional Life Members.

2.5.2. A nomination proposed by two full members of the Association and including a short citation shall be addressed in writing to two members of the Assembly Executive.
2.5.3. Upon the receipt of a nomination for Honorary National/Regional Life Membership it shall be conducted as an item of business on the agenda for the Assembly.

2.6. Holders of Honorary positions shall not be entitled to vote in any proceeding of Association Business, and any rights awarded by the relevant unit shall not be conferred on any other unit.

3. **Board of Trustees**

3.1. The Association Board of Trustees has the ultimate responsibility for directing the affairs of the Association. This includes ensuring that the Association is solvent, well governed and delivers the objectives for which it was established.

3.2. Specifically, the Board of Trustees will:

3.2.1. ensure that the Association is run in accordance with its Constitution, charity law and all other applicable laws and regulations;

3.2.2. ensure that the Association’s assets and resources are used only for the agreed purposes and are properly secured and insured;

3.2.3. approve the annual budget, any submission to the University concerning the subvention and the Association’s annual financial statements;

3.2.4. approve and monitor the financial procedures of the Association;

3.2.5. approve the Association’s strategic plans and annual reports;

3.2.6. appoint the Association’s bankers, accountants and auditors and receive any reports from such;

3.2.7. approve all amendments to the Association Constitution for submission to a vote of Conference;

3.2.8. appoint, establish the job description, agree the remuneration and annually appraise the performance of the Association’s General Manager.

3.3. To these ends, the Board of Trustees may veto, overturn or return to the originating body for reconsideration the decision of any Association
Officer, Committee, meeting or employee which would either prejudice the legal, financial or charitable objectives of the Association, or affect the Trustees ability to Discharge any of their responsibilities referred to in the Association Constitution.

3.4. The Association General Manager will be the Secretary to the Board of Trustees.

3.5. The Board of Trustees may request attendance and report of any person who, in the view of the Trustees, may provide the Board of Trustees with pertinent or useful information or opinion to facilitate the discharge of its duties.

Officer and Student Trustees

3.6. There will be three elected Officer Trustees, who work Association wide, as follows:

3.6.1. The President

3.6.2. Deputy President

3.6.3. Vice President Administration

3.7. Role descriptions for Officer Trustee positions will be drawn up by the Association Central Executive Committee and ratified by the Board of Trustees.

3.8. Officer and Student Trustees will be elected in accordance with the procedures set out in Section 11.

3.9. The term of office for all Officer and Student Trustees will be from 1st August of the year in which the biennial elections are held to 31st July two years after that election.

3.10. An Officer or Student Trustee wishing to resign must do so in writing to the President and General Manager. They must give two weeks’ notice in which they will produce a handover document.

3.11. In their absence, for any reason, Officer Trustees may be replaced in their duties by other Association Officers as agreed by the Central Executive Committee. Student Trustees who need to be replaced within a year of their term commencing may be replaced in their duties via a bye-election. Student Trustees requiring replacement more than a year after the
commencement of their term of office may be replaced in their duties by other eligible members as agreed by the Central Executive Committee. Any such change in Trustees must be ratified by the Board of Trustees.

3.12. Officer and Student Trustees may be disciplined by the Association following the procedures set out in Section 13.

3.13. Officer or Student Trustees must not hold any paid position within the Association.

3.14. Should any Student Trustee be elected as an Association Officer, then they must immediately resign their position as a Student Trustee on the publication of the election result.

**External Trustees**

3.15. Unless their appointment is terminated in accordance with the Association’s Constitution, External Trustees shall serve two-year terms up to a maximum of four such terms, commencing either directly after the completion of the term of office of their predecessor or immediately after their appointment if the position is vacant.

3.16. External Trustees must not be a member of the Association, hold any elected or paid position within the Association, or the University, nor be a member of the University Council. Former Association Officers may not be External Trustees until five years after their term of office has ended.

3.17. External Trustee vacancies will be advertised publicly following an analysis of any skills gaps on the Board of Trustees e.g. financial, legal, HR etc.

**4. The Central Executive Committee (CEC)**

4.1. The Central Executive Committee (CEC) will;

   4.1.1. Ensure the effective and democratic representation of OU students both within the University and the wider world of Higher Education.

   4.1.2. Provide guidance to the Association Officers.

   4.1.3. Be asked to review and agree any changes to policies and procedures proposed by Association Officers.
4.1.4. Work to widen the democratic nature of the Association’s decision making.

4.1.5. Provide a forum for students to raise and discuss issues that concern them.

4.1.6. Develop the Association policy in line with the Association Bye-laws.

4.2. The CEC will consist of the following

4.2.1. the President and Deputy President of the Students Association.

4.2.2. the elected Vice Presidents viz. Vice President Administration, Vice President Communications; Vice President Community; Vice President Education; Vice President Equal Opportunities; Vice President Representation and Research and Vice President Student Support.

4.2.3. should the President need to be replaced within a year of his or her term commencing the Deputy President shall assume the role on a temporary basis until a bye-election has been held and a replacement elected

4.2.4. in the event of the President needing to be replaced more than a year after the commencement of her or his term then the Deputy President shall automatically fill the role until the end of the term unless the Central Executive determines otherwise. Any such decision of the Central Executive must be verified by the Board of Trustees.

4.2.5. Association officers other than the President who need to be replaced within a year of their term commencing may be replaced in their duties via a bye-election.

4.2.6. Association officers other than the President requiring replacement more than a year after the commencement of their term of office may be replaced in their duties by other eligible members as agreed by the Central Executive Committee. Any such decision must be ratified by the Board of Trustees.
4.2.7. the Area Association Representatives elected by geographical areas viz. three for England and one for each Continental Europe; Wales; Scotland; Northern Ireland and the Republic of Ireland.

4.2.8. the member elected to represent the Association on the University Council.

4.2.9. Faculty Representatives elected by the general membership. One such representative to be studying a module within each Faculty at the time of election and one to be registered as studying for the Open Degree.

4.3. The following rules shall apply regarding eligibility for the role of CEC Member:

4.3.1. Only full members of the Association as defined by clauses 12.1 and 12.3 of the Constitution may be proposed as candidates for election to the CEC.

4.3.2. No person may simultaneously hold elected membership of the CEC and paid employment with the Association save for casual employment in exceptional circumstances at the discretion of the CEC.

4.3.3. No person may simultaneously hold more than one elected position on the CEC.

4.4. The CEC will hold at least four meetings per year while having discretion over its meeting methods.

4.5. The Association President and General Manager will be responsible for organising all CEC meetings.

4.6. No less than 14 clear days notice will be given of all Central Executive Committee meetings. Posting on the CEC electronic notice board, shall be sufficient method.

4.7. The Association President will chair all meetings of the CEC. In their absence, the CEC will elect another of their members to chair the meeting.
4.8. The Association’s General Manager will appoint a secretary for the meetings. They will take minutes and ensure that they are published within four weeks of the meeting.

4.9. The quorum for any CEC meeting will be 50% of the filled places of the Committee. Non-quorate meetings may discuss issues and pass recommendations to the Board of Trustees.

5. Conference Steering Committee

5.1. Steering Committee will have overall responsibility for organising the Association’s Conference.

5.2. The membership of steering committee shall be:

5.2.1. the President;

5.2.2. the Officer Trustee with responsibility for Constitutional issues;

5.2.3. two members elected from and by the Central Executive Committee;

5.2.4. four full members of the Association who shall not be current members of CEC;

5.2.5. a former member of the Central Executive Committee/Board of Trustees/National/Regional Assembly Executive, who does not hold any official position but is still a member of the Association, appointed by the President;

5.2.6. members of the Association’s staff management team in an advisory capacity.

5.3. The responsibilities of Steering Committee will include:

5.3.1. the preparation and management of all formal business;

5.3.2. supporting and advising the General Manager in relation to the administrative and organisational arrangements for Conference;

5.3.3. supporting and advising the President in relation to the non-business content of Conference.

5.4. The Steering Committee shall be accountable to the Board of Trustees and Central Executive Committee.
6. OU Students Association Conference

6.1. Conference shall meet every two years, in late June/early July.

6.2. Board of Trustee Members and Central Executive Committee Members will be answerable to Conference for decisions and actions they have taken.

6.3. Conference shall be able to ask that proposals or reports are referred back to the Board of Trustees or Central Executive Committee.

6.4. A Rules Revision Convention shall be held every four years commencing in 2013 and be widely publicised to provide all members with the opportunity to participate in the review of the Constitution. The Rules Revision Convention shall be held in the months of October to December with any proposed changes being submitted to the next Association Conference for affirmation.

6.5. The Association Conference will consist of both a face to face element and an online element. The online element will be open to all members to read, but only online delegates will be able to participate.

6.6. All those with delegate status at either element of the Association Conference shall have one equal vote in the formal decision-making process.

6.7. No student may have delegate status at more than one element of Association Conference.

6.8. There will be an equal number of delegate places available at each element of the Association Conference except as provided for at 6.10 below. The votes of all delegates at both elements shall be aggregated to decide upon the voting result of any election or proposal presented to Conference.

6.9. Delegates from the ‘Rest of the World’ Region shall only be allowed to participate at the online element of Conference, but shall be entitled to the combined number of delegate places for the online element as they would otherwise have been entitled to for both elements of Conference.

6.10. Nations and Regions will be allocated 1 delegate place per 625 members or part thereof for each element of Conference, places will be reserved for members of the appropriate Executive. The remaining places along with
such reserved places taken up by said Executive will be open to application via the registration process. In the event of applications exceeding the available places for any Region or Nation, places will be determined by some form of random lottery.

6.11. Affiliated Societies shall be entitled to 1 delegate per 500 members or part thereof for each element of Conference.

6.12. The Disabled Student Group shall be entitled to a total of 2 delegates per 500 members or part thereof for the combined elements of Conference. Such delegates may decide individually which element they attend but may not attend both elements.

6.13. Board of Trustee Members and Central Executive Committee members will attend the Association Conference as delegates and may attend both elements, but they will only have one vote. External Trustees will be invited as guests, but will not be able to vote.

6.14. Candidates standing for election will be reserved a delegate place at Conference and will count against the delegate allocations for their home region/Nation.

6.15. The face to face element of the Association Conference will consist of at least half a day’s business and up to one and a half days of presentations, workshops and discussion with opportunities to network and socialise. The Online element of the Association Conference will consider the same, formal business items but this Conference will be appropriately tailored to the medium used with a range of other activities e.g. presentations, workshops and discussion with opportunities to network and socialise, which may be different to those at the Face to Face element of the Conference.

6.16. Extraordinary meetings of the Association Conference may be called under the terms of the Association’s Constitution.

7. Nations and Regions

7.1. There will be 17 Nations and Regions, one for each of the University’s nations/regions, one for the Republic of Ireland, one for Northern Europe, one for Southern Europe and one for the Rest of the World (RoW).

7.2. The main student body within each Region and Nation will be the Assembly. It will be the decision-making body for the particular Nation or
Region but will not be able to make policy contrary to OUSA central policy.

7.3. Assemblies will have the following primary functions:

7.3.1. to facilitate the representation of OU students at a local/regional/national level within the Open University and Higher Education sector;

7.3.2. to define regional/national level Students Association policy;

7.3.3. to facilitate obtaining the widest possible student opinion and access to discussion and decision making in the Association;

7.3.4. to appoint students to represent the Association on the relevant OU National/Regional Committee(s) with due regard to the University’s wish that the Association reflects the interests of students throughout the Nation/Region as far as possible.

7.4. In addition, Assemblies will have the following secondary functions:

7.4.1. to provide a public face to OU events within the region or nation (e.g. residential school, degree ceremony).

7.4.2. to support local Students Association Groups within the nation/region.

7.5. Assemblies will be funded to:

7.5.1. enable them to hold their own meetings, training events for both members of the Assembly and members of the Region or Nation and Open Days;

7.5.2. notwithstanding the above due to geographical remoteness and difficulty of travel it is the expectation that the Assemblies of Northern Europe, Southern Europe, the Republic of Ireland and the Rest of the World will not have regular face-to-face meetings;

7.5.3. provide expenses to representatives where this is not covered by the OU (e.g. meetings with other student bodies/groups, attendance at HE events etc);

7.5.4. cover the costs associated with residential school, degree ceremony etc, where not covered by the OU;
7.5.5. provide funds for Students Association groups/supported student activity within their area;

7.5.6. cover administrative expenses for services not provided or already covered centrally.

7.6. The main grant funds will be determined by the CEC according to an agreed formula which will take into account membership numbers and geographical factors. However no geographical grant will be paid to Northern Europe, Southern Europe or the Republic of Ireland. The Rest of the World will not receive a main grant but may apply to the Vice President Administration for one-off grants.

7.7. Additional grants may be paid to National or Regional Assemblies where they cover areas subject to a devolved system of higher education funding and require additional funding as a consequence. The levels of such funding will be agreed by the Board of Trustees taking into account, amongst other factors, whether the main grant was fully utilised in previous years.

7.8. Assemblies will control their own funds but will be expected to operate to guidelines and to exercise proper responsibility for the funds and resources within their control.

7.9. All accounts for Assemblies will be managed through the Central Units Banking Scheme (CUBS) operated by Students Association staff.

7.10. The Assembly for the Rest of the World and the students covered by it have full rights to participate in the Students Association to the extent that such rights can be exercised remotely.

7.11. Assemblies will be managed by an Executive consisting of a maximum of the following.

7.11.1. in England, Northern Europe, Southern Europe and the Rest of the World 10 students plus the Student Association Representative for the Region or in the case of the Rest of the World the Co-Ordinator; Executives may co-opt from amongst members within their region to fill vacancies on that Executive. No member shall be co-opted for a second consecutive term.

7.11.2. in Scotland, Wales, Northern Ireland and the Republic of Ireland the Student Association Representative for the Nation plus 3 students.
in Nations with up to 5,000 members; 5 students up to 15,000 members; 6 students up to 25,000 members and 8 students over 25,000 members.

7.12. Membership of the Assemblies in England, Northern Europe, Southern Europe and the Rest of the World will consist of:

7.12.1 all members registered with the Open University in that region;

7.12.2 the Area Association Representative for the area (excludes Rest of the World);

7.12.3 the Association President;

7.12.4 Vice President Community;

7.12.5 Vice President Administration as a non-voting member;

7.12.6 Rest of the World Coordinator (RoW only).

7.13. Membership of the Assemblies in Scotland, Wales, Northern Ireland and the Republic of Ireland will consist of:

7.13.1. one elected student representative per 500 members or part thereof;

7.13.2. members of the Assembly Executive;

7.13.3. the Student Association Representative for the Nation;

7.13.4. the Association President;

7.13.5. Vice President Community;

7.13.6. Vice President Administration as a non-voting member;

7.13.7. Assembly appointed members to University Committees as observers;

7.13.8. Association Officers registered with the University in the Nation as observers;

7.13.9. Representatives on central University Committees registered in the Nation as observers. The names of such representatives shall be
supplied to the relevant Assemblies;

7.13.10. Assemblies may agree to the co-option of students to fill vacancies for student representatives on the basis of a simple vote for or against, provided that such co-opted members do not exceed five in number or 20% of the duly elected members of the Assembly whichever be the greater. No member shall be co-opted for a second consecutive term;

7.13.11. Assemblies may terminate such co-options on a simple vote, for or against;

7.13.12. Assemblies may co-opt, from amongst members of the Assembly registered with the OU within the Nation to vacancies on the Assembly Executive. No member shall be co-opted for a second consecutive term.

7.14. Only full members of the Association in attendance at a meeting of an Assembly shall be entitled to vote.

7.15. Any member registered with the University in the nation/region concerned shall have an automatic right to attend both the on-line and face-to-face elements of meetings of the Assembly as a visitor but will have no right to claim expenses from Students Association funds. It will not be necessary for members to give notice that they intend to attend or view the on-line element of the meeting. Members should however give reasonable notice of their intention to attend any face-to-face element in order to allow arrangements to be made.

7.16. Elected Assemblies may also choose to automatically treat members attending under 7.14 as observers.

7.17. Assemblies may also invite members not registered with the University in the nation/region concerned to attend as either observers or visitors.

7.18. Notwithstanding the above Assemblies may operate restricted access Forums for the discussion of confidential items (typically "green" papers issued by the OU). Such Forums must be set up under the auspices of the OU Students Association Controller and will be subject to the same controls and rules as any other Students Association Forum. It is not acceptable for official Students Association business to be conducted in a Forum, Facebook Group or Shared Activity set up and run by any
individual student. Forums must always comply with any relevant Association communications policy current at the time.

7.19. Executives and, where appropriate, Assemblies will be elected annually in November each year by centrally administered elections.

7.20. Executives and Assemblies may hold a casual vacancy election to fill vacant places. Such elections will be held as part of an annual mid-term cycle.

7.21. In the case of an Executive or Assembly encountering difficulties through a lack of Assembly members that Assembly may apply once in the course of any one year to the C E C for permission to hold an additional election. The decision of the C E C on any such application shall be final with no right of appeal.

7.22. All elections will be conducted by the Association’s designated Returning Officer.

7.23. The Students Association RoW Region will not have a Student Association Representative but instead, there will be a position of RoW Coordinator which will be elected by the same process and rules as Student Association Representatives and who will occupy a place on the Assembly Executive but not the Central Executive Committee. The RoW will be represented on the C E C by VP Representation and Research.

7.24. There will be no prescribed posts or positions within the Assembly/Assembly Executive such as Chair, Treasurer etc. Assemblies and their Executives will be free to organise themselves as they think best, including the use or non-use of Working Groups, and to use whatever role descriptions they feel suitable.

7.25. Centrally the Students Association will require the Assembly Executive Members, following election, to provide details of the student(s) who will take responsibility for certain key functions and contacts with the Association staff team e.g. finance, but generally the instruction/approval of any two members of the Assembly Executive will be regarded as appropriate authority to action items on behalf of the Assembly.

8. Policy Reviews

8.1. The Central Executive Committee shall be able to initiate policy reviews. It will also be open to individual members or groups of members to initiate a policy review on topics of their choosing subject to the support of a
minimum of 50 members in order to justify the use of Students Association resources e.g. Central Executive Committee Members and staff time.

8.2. The policy review shall have a timetable and staff support to ensure that a formal report is produced.

8.3. There shall be consultation with the membership on policy reviews. Such consultation shall be widely publicised, include invitations to comment and discuss and where appropriate employ available technologies for such purposes as surveys, polls and referendums. The results of consultations shall be published and considered as part of the policy review.

8.4. The Central Executive Committee will be obliged to find time in their work programme for its consideration.

8.5. The Central Executive Committee will publish its conclusions in a coherent form as an Association Policy Statement.

8.6. Policy Statements will be placed on the Agenda for the Association’s next Conference for formal affirmation.

9. **Students Association Groups**

9.1. Students Association Groups may be established for the following purposes:

9.1.1. to facilitate social interaction between students;

9.1.2. to facilitate informal networking and support between students;

9.1.3. to provide for special-interest groups.

9.2. Groups may also be asked to provide feedback or information to either their local Assembly or the CEC. They may also be invited to form temporary networks of several Groups for this purpose.

9.3. Such Groups shall be called Local Students Association Groups or just Students Association Groups if they are going to be wider than a single Nation or Region. Any such Group may choose to call itself a Network rather than a Group but for our purposes this shall be synonymous with the term Group.
9.4. Membership of each group will be determined by the Groups own membership, with the expectation that they will abide by certain fundamental principles e.g. being open to all students with that interest/in that area etc.

9.5. The Association will not support discriminatory practices or find itself providing resources and support to a closed group of friends.

9.6. Restricted membership may be acceptable in certain circumstances, e.g. to exclude those fundamentally opposed to the aims and beliefs of the Group but will require the approval of the Central Executive Committee.

9.7. Individual groups will decide how to run themselves. However, in order to get access to Association resources e.g. the ability to send out newsletters/messages through centrally issued emails, they will need to be registered as a Students Association Group.

9.8. A central register of all Groups will be maintained by the Association staff team.

9.9. The elected Association representatives within Nations/Regions will approve or remove the access of Local Groups to Students Association facilities and keep the Register of Groups for their area up to date. The Association Central Executive Committee will perform the same function for Central Groups.

9.10. Officially registered Groups will be able to:

9.10.1. Send out an initial recruitment advert to all potential Group/Network members with annual reminders;

9.10.2. use the Association's branding and logo;

9.10.3. have a centrally provided online forum;

9.10.4. advertise in regional newsletters etc;

9.10.5. apply for funds.

9.11. Officially registered Groups will be required to:

9.11.1. be open to all students who meet their membership criteria;
9.11.2. support the Association’s principles of equality, openness, diversity and be non-discriminatory;

9.11.3. operate within our legally defined objectives;

9.11.4. not bring the Association or the University into disrepute.

9.12. The entitlement to use Association funds will be related to the purpose the funds are being requested for and not the type of Group.


9.14. The Central Executive Committee will decide what funds to allocate to individual Central Groups.

9.15. As a guide Groups may be funded for the following, although any decision may depend on the nature of a given event and the funds available:

9.15.1. room hire

9.15.2. equipment hire

9.15.3. speaker fees

9.15.4. travel expenses for the organisers of an event

9.15.5. refreshments at a special event

10. Equality and Diversity

10.1. This Association is open to all members without discrimination by means of race, gender, physical or mental disability, age, sexual orientation or any other characteristic and therefore the Association should make continued effort to ensure that wherever practically possible:

10.2. Communication

10.2.1. all written communications from the Association to members shall be in accessible formats when requested with, for example, alternatives for tables and written descriptions of pictures.

10.2.2. all websites used by the Association shall be presented so that the format can easily be adapted by screen readers and those with visual limitations including sub titles for video recordings.
10.2.3 individual forums within the Association’s suite of on-line forums shall all include Guidelines for Accessibility. Moderators shall be directed to help participants be made aware of and adhere to these Guidelines.

10.2.4 any other on-line groups or forums set up in the name of the Association, for example Facebook groups, should be encouraged to adhere to these Guidelines for Accessibility.

10.3 Meetings and events

10.3.1 any meeting or event organised and potentially fundable by this Association shall be held in an accessible venue. Consideration shall be given, amongst others, to mobility, access, noise and light levels, dietary requirements, public transport access, time and day of venue. All reasonable efforts should be made to accommodate an individual member’s requirements provided adequate notice is given.

10.3.2 there will be a Facilitation Panel to consider facilitation requests that require very specialised resources or very large costs for assistance at centrally organised Students Association events. All requests will remain confidential. The chair will be appointed by the President.

10.3.3 remote attendance of meetings, for instance via phone or Skype, shall be considered whenever requested and shall be supported if beneficial.

10.3.4 a hearing loop shall be provided if requested.

10.3.5 meeting papers shall be provided in an alternative format if requested.

10.3.6 members shall be entitled to register for attendance at the Biennial Conference which will take place either face to face or on-line. Participation in elections, voting and debates shall be equally accessible at both elements of Conference.

10.4 General

The Association will strive to adopt best practice in matters of equality and diversity and seek to proactively deal with issues addressed by national and international legislation.

10.5 Equality and Diversity within the OU
This Association will continue to raise awareness of equality and diversity issues with the University whenever and wherever relevant.

11. Election of Officer Trustees, Association Officers, Student Trustees, Student Association Representatives and National/Regional Assembly/Executive Members

11.1. The Association’s General Manager will act as Returning Officer for all elections under this Bye-law. He or she will be responsible for the drafting and implementation of elections rules, in consultation with Vice President Representation and Research. Decisions regarding the election rules and regulations are made at the Returning Officer’s discretion. The Returning Officer will appoint Deputy Returning Officers from among the Association’s senior staff where appropriate and delegate to them responsibility for elections as appropriate.

11.2. The elections for the Central Executive Committee and Board of Trustees will take place in the lead-up to the biennial Conference. Elections will be held online with provision for accessible alternatives where practicable. Election results will be announced at Conference and published on the Association website as soon as possible afterwards. Should positions remain unfilled, then a bye-election will take place by the following August.

11.3. The National/Regional Assembly and Executive elections will take place in November each year.

11.4. Elections for National/Regional Assemblies, Executives and Student Association Representative posts will be open to all students registered with the University in the relevant nation/regions.

11.5. There is a general requirement in relation to all elections in the Students Association that those standing are required to provide certain, prescribed information about their study profile and general location so that the electorate can be aware of such issues in exercising their votes. The nomination form will include a section covering these details which must be completed.

11.6. The Returning Officer will publish information about all aspects of the elections and the requirements for candidates and voters, prior to opening the call for nominations.
11.7. All candidates for all elections are able to self-nominate and must supply the nomination form and a manifesto of up to 500 words to the Returning Officer before the close of nominations. They may also choose to supply a photograph and/or video.

11.8. Each candidate for Area Association Representative must be registered with the University within the Nation or one of the Regions for which they are nominated.

11.9. Each candidate for Faculty Association Representative must either be enrolled for a module or registered for a qualification within the appropriate Faculty or in the case of the Open Programme Representative be studying for an Open Degree.

11.10. Each candidate for National/Regional Assembly or Executive is able to self nominate and must be registered with the Open University within that geographical Nation/Region.

11.11. Candidates for National/Regional Assemblies must supply the nomination form to the Returning Officer before the close of nominations. They may also choose to supply a manifesto of up to 500 words and/or a photograph.

11.12. Upon submitting the completed nomination form the candidates are bound by the terms and conditions of the election rules and regulations as noted in the elections rules, the Association Constitution, and Bye laws. The Returning Officer’s decision is final.

11.13. The Returning Officer will not reveal details of any nominations prior to the close of nominations.

11.14. The Returning Officer will publicise the opening times and locations for questions at least 14 days prior to the event.

11.15. If a Hustings (questions to Candidates) procedure takes place, it will be chaired by the Returning Officer or their Deputy. Questions will be taken from full members of the Association and the Chair will regulate the number and length of time taken over questions.

12. Expenses and Payments
12.1 This section sets out the basis for claims for reimbursement of expenses incurred while on official Students Association business. The Board of Trustees have ultimate responsibility for determining the budget and ensuring compliance by all parties with any measures in force to safeguard those resources.

12.2 When incurring expenses on behalf of the Association you are asked to have regard for the nature of the organisation and for ensuring that all expenditure is reasonable. You should also ensure before incurring expenses that the Association has an agreed budget for covering such activities. If in doubt about any action which will give rise to a claim to the Association for reimbursement of expenses, check with the relevant staff in the Association’s Resources team before incurring the expenditure.

12.3 When attending centrally organised Association events and meetings the accommodation and catering charges are usually paid directly by the Association. If you choose to order newspapers, use the phone or put bar orders on your room, you will be required to settle such charges personally and they will not be reclaimable as expense.

12.4 When an Officer has been invited to attend an event/meeting by a Region or Nation a claim can be submitted for expenses from the appropriate Assembly using the relevant CUBS claim form which should be provided by the Assembly.

12.5 When using your car to attend Association events, mileage can be claimed at the current rate per mile. Where passengers (whose fare would otherwise be paid by the Association) are carried, an allowance per mile for the first passenger and a lower allowance per mile for further passengers may be claimed. Details of any passengers must be entered on the claim form, in the space provided.

12.6 All claims must be submitted on the appropriate form together with all receipts and received by the staff team within six weeks of the event. If you fail to submit a claim within this time frame you must provide the staff team with a written explanation for the delay. If there is an issue with your explanation it will be referred to Vice President Administration for a decision regarding payment.

12.7 The cost of car hire and fuel NOT mileage will only be reimbursed if it is at least as cost effective as public transport (e.g. several people travelling together to the same event/meeting). Prior approval is required from the staff team if this is not the case or if there is a special need.
12.8 All claim forms are available either for e. completion or manual submission and will be made readily available online or on request from the office. Claim forms are also available at all Association meetings/events.

12.9 If you require an advance to attend Association meetings/events you must complete an advance claim form stating details of the meeting/event, mode of transport and the amount you require. Advances must be received by the staff team at a minimum of 10 working days prior to the event.

12.10 Having received an advance from the Association you are required to submit a claim supported by receipts within six weeks of the event. An advance is a debt owing to the Association and as such it is an audit requirement for a claim to be submitted, together with receipts where appropriate, detailing the expenditure of the advance received. If you have nothing further to claim you are still required to submit a claim to cover any advance.

12.11 Payment of expenses and advances will be by cheque or BACS (direct to your bank account). If you wish for your expenses to be paid directly into your bank account complete the section on the claim form requesting your bank account details. Once a BACS payment has been set up you will receive a unique four digit BACS code for all future claims and you need only provide your bank details again if they change.

12.12 The Association’s financial year runs from the 1 August to 31 July. Please ensure that any claims up to and including 31 July are sent to the staff team no later than 14 August each year.

12.13 The General Manager has delegated responsibility for authorising all claims and will only refer an individual claim to the Office-holder formally identified in the ‘Authorisation’ column below in the case of a query about the appropriateness of a claim.

<table>
<thead>
<tr>
<th>Expense Claims from:</th>
<th>Authorisation</th>
</tr>
</thead>
<tbody>
<tr>
<td>President</td>
<td>V P Administration</td>
</tr>
<tr>
<td>All other Association Officers,</td>
<td>President</td>
</tr>
<tr>
<td>Trustees &amp; General Manager</td>
<td></td>
</tr>
</tbody>
</table>
13. Grievance and Complaint Procedures

N.B The Central Executive Committee and Board of Trustees have a commitment to undertake a thorough review of all Association procedures relating to the handling of matters of complaint and discipline. It has not been possible to undertake that review during the transitional year from the old to the new Constitutions because of the amount of other work that has had to take precedence. Pending the review being completed the Central Executive Committee and the Board of Trustees have determined that the Students Association Disciplinary and Complaints Procedure and the Association Harassment Policy and Associated Procedure (published respectively as Appendix 5 and 6 of the 2011 Register of Decisions and included at the end of the document for ease of reference) and the Comprehensive Guide to the Association Conferencing Service 2011 and General Complaints Procedures, as published on the Resources page of the Association website, will all remain in force subject to the following amendments to the Association Disciplinary and Complaints Procedure:

a. Part I - Complaints against Members

1. Anybody can make a complaint to the President that a member’s conduct is injurious to the character of the Association or its members and staff, or likely to bring the Association into disrepute. This does not mean that members should be prevented from criticising the Association or the performance of post holders. Such criticism may perform a valuable function, especially if it is justified and carried out in a responsible manner. On the other hand, attacking the collective character and/or motives of post-holders or staff may potentially fall under bringing the Association into disrepute.

2. Due regard should also be paid to the circumstances in which the alleged misconduct occurred. Controversial statements of a general nature not issued in an official capacity or within an O U or Association context, should not be the subject of a complaint under this procedure. However, behaviour occurring in an official capacity or in such a context or occurring elsewhere, but pertaining directly to the Association, may be subject to disciplinary action. Official contexts include, but are not confined to, official O U and Association meetings, forums and Facebook groups or pages – whether open or restricted.

3. Thus, as an example, should a member privately advocate violent revolution without any reference at all to the Association/O U, it would not be a disciplinary matter. If that member did so in an official capacity, then this might be seen as likely to bring the Association into disrepute, thus rendering that member liable for disciplinary action. Should a member advocate violent revolution within the Association, then that would be a suitable matter for
complaint regardless of any position held or where the alleged offence took place.

4. Should the President accept that there is a case to answer, the matter shall be dealt with under this Disciplinary Procedure. If the President regards it as necessary the member complained of shall, without prejudice to the outcome, be suspended from membership until the proceedings, including any appeal, have been concluded.

5. The conduct of students involved in University events and activities will normally be a matter for the University to deal with under its rules and procedures. However, should the conduct of a student who acts in any representative capacity on behalf of the Association be called into question, even though the student is not at the time carrying out his/her role, the Association reserves the right to consider action under this Disciplinary Procedure.

6. The President will appoint a panel of not less than 3 members, being either members of the Central Executive Committee or, where the Central Executive Committee believes that the interests of justice will be better served, other members, who will conduct such investigation as they feel appropriate, ensuring that the subject of the complaint has a full opportunity to put their case. The panel will be empowered to make a decision. The panel shall decide whether the offence of which the member is accused is, in their opinion, injurious to the character of the Association or its members and staff, or likely to bring the Association into disrepute. If in the opinion of the panel the offence is proven then they may award the following penalties: suspension from post or representative role or from all posts/representative roles for a specified period; suspension from membership for a specified period; a recommendation of expulsion from membership which will be subject to endorsement by the Board of Trustees once they have satisfied themselves that the appropriate procedures have been followed. Expulsion shall remain in force where a student ceases to study but subsequently returns to study and otherwise would have become entitled to membership. A full report shall be given by the panel to the member concerned of the reasons for its decision(s).

7. Members who have been the subject of the disciplinary process described above shall have the right to appeal to the Appeals Panel of the Central Executive Committee. This panel shall be chaired by the President, Student Member of Council, Deputy President or a Vice President. The panel shall consist, in addition, of 4 further members who shall have had no role in the original panel. Appeals will only be heard on two grounds – that the evidence provided to the first panel was insufficient to allow them to reach the decision that they did or that the penalty awarded was not commensurate with the offence. This panel shall receive the report of the first panel and shall invite rebuttal by the member who is appealing against that decision.

8. If a member is either temporarily suspended or expelled from the Association the University will be notified of that fact, and if the member holds a
representative position within the University, the Association will make a formal request to be allowed to appoint a replacement to that post. We reserve the right to notify the University of the reasons for such suspension or expulsion where it believes that the student may be a threat to other students or the University.

9. Should the President decide it appropriate, a complaint can be referred to the University under the OU complaints and disciplinary procedures, if that is the more appropriate route.

b. **Part III Process for elected posts** - the introduction to that section will be replaced as follows:

“If a complaint is made, in writing, by any full voting member of the constituency to the appropriate responsible person(s) and the complaint is supported by 5% of the registered full voting members of the same constituency or three further full voting members, whichever be the larger number then the appropriate responsible person(s) will then make arrangements to ensure that a motion of no confidence is put to the constituency in full consideration of the following principles:"

14. **Representatives Appointments to Open University Central Committees**

14.1 **Central Representatives**

14.1.1 The Association appoints representatives as student members of OU Academic Governance Committees in accordance with the Terms of Reference for those committees (as approved by Senate). These are known as Central Representatives.

14.1.2 Central Representatives must be full members of the Association as defined by the constitution at the time of appointment.

14.2 **Appointments Committee**

14.2.1 There shall be an Appointments Committee with responsibility for considering applications from potential Central Representatives.

14.2.2 The Appointments Committee will make recommendations to the Board of Trustees regarding the appointment of Central Representatives.

14.2.3 The Board of Trustees will accept, amend or reject recommendations made by the Appointments Committee.

14.2.4 The Appointments Committee shall consist of:

The President (Chair)
The Vice President Education

A member of the Board of Trustees (elected by the BoT)

A member of the CEC (elected by the CEC)

Two existing Central Representatives (chosen by the President)

The General Manager of the Association or his/her nominee (Secretary, non-voting)

14.2.5 In the absence of the President, VP Education will take the Chair

14.2.6 Four voting members shall constitute a quorum

14.2.7 A decision relating to the appointment of a Central Representative shall require a majority of those participating in the vote. If the vote is split, the Chair will have a casting vote.

14.2.8 The Board of Trustees shall approve the Principles of Appointment and role description against which applications shall be considered.

14.2.9 The Appointments Committee will convene when needed, either face to face or online.

14.3 Central Representatives Seminar

To provide training, information and guidance to Central Representatives and to aid the Appointments Committee in making their decisions, a Central Representatives Seminar shall be held annually – usually in either June or July. This will be organised by Vice President Education with support from the Appointments Committee, existing Central Representatives and Association staff.

14.4 Term of Appointment

The term of appointment for Central Representatives will ordinarily last two years, beginning on 1st September and ending on 31st August to coincide with the University’s committee timetable. At the conclusion of this term, the Central Representative must reapply if they wish to continue.

14.5 Applications as part of the main appointment period

14.5.1 Applications shall be sought from continuing and potential Central Representatives between February and April in years which a new term of appointment will begin.

14.5.2 These applications will be considered by the Appointments Committee at a meeting held in May and applicants will either be approved in principle and invited to the Central Representatives Seminar or rejected.
14.5.3 Following the Seminar the Appointments Committee will make an initial recommendation as to which applicants should be approved and to which committees they should be appointed.

14.5.4 That recommendation will be presented to the CEC and BoT for consideration and to allow individual comments to be submitted to the Appointments Committees (though the Chair) before the final recommendations are made to the BoT

14.6 Applications made outside the main appointment period

14.6.1 Applications will be accepted and processed at any point during the year.

14.6.2 For applications received outside the standard application period (as defined in 14.5.1), the Appointments Committee may:

Recommend to the Board of Trustees (after consideration by the CEC and BoT as in 14.5.4) that the application is approved and the new Central Representative appointed to a suitable vacancy;

Invite the applicant to attend the next seminar for consideration at that time; or

Reject the application

14.7 Removal of Central Representatives

14.7.1 A Central Representative may be removed by the Board of Trustees, on recommendation from the Appointments Committee, from any committee to which they have been appointed if:

They have failed to attend two or more meetings within one committee year without prior agreement;

They have failed to submit two or more reports within one committee year; or

Their conduct while acting as a Central Representative has been investigated and deemed to be unacceptable

14.7.2 Any investigation necessary under 14.7.1 will be conducted in accordance with the process outlined for appointed posts in Part III of the Association Disciplinary and Complaints Procedure

14.8 Senate Reference Group

14.8.1 The membership of the Association’s Senate Reference Group shall be as laid out in the constitution of that group and approved by the Senate.
14.8.2 Where that constitution includes regional/national representatives, these are to be selected by the appropriate Association regional/national assemblies.

14.8.3 The term of appointment for these regional/national representatives is the same as outlined in 14.4 for Central Representatives.

15. Disabled Students Group

15.1 There shall be a Disabled Students Group (DSG) for the purpose of presenting disability issues to the Central Executive Committee which, where appropriate, will raise the issues with the University.

15.2 The DSG shall be recognised as the Association's consultative group on disability issues and shall therefore be represented by those Vice Presidents within whose remit equal opportunities and student support fall.

15.3 Whilst the group will be run autonomously in accordance with its operational guidelines, it shall comply with the Association’s Constitution and be accountable to the Central Executive Committee.

16. Societies

16.1 A group of members combining together to form a society may apply to the Central Executive Committee for the status of an affiliated society of the Association. The Central Executive Committee shall be responsible for granting, maintaining affiliation status in accordance with rules approved by the Central Executive Committee and Board of Trustees.

16.2 The Central Executive Committee shall appoint a member of that Committee who will be responsible for liaising with and advising the society at all stages of its application for affiliation. The Chair of the Societies Standing committee will be kept informed of developments.

Procedures for Affiliation

16.3 The Society's formal request to affiliate must be accompanied by a copy of its constitution.

16.4 The constitution will be reviewed by the Vice President Administration to ensure that it does not contain any clause in conflict with the criteria set out below.
16.5 Where a Society constitution is amended the revised version must conform to the criteria and must be forwarded to the Association General Manager within four weeks of its approval by the society.

16.6 The Societies Standing Committee (or its Chair acting on behalf of the Committee) will be asked to comment on any overlap of aims between the applicant society and societies which are already affiliated.

16.7 If the application is straightforward the Vice President Administration will advise the CEC that the officers of the society should be invited to sign an agreement accepting the terms of the affiliation and acknowledging the grounds for disaffiliation.

16.8 If there are problems which cannot be resolved by the Vice President Administration following liaison with the nominated contact of the proposed society the application will be submitted for consideration by CEC.

16.9 A society which has been refused affiliation shall, within 28 working days of the decision of CEC being reached, be furnished with written notice setting out the reasons for such refusal.

16.10 A society which has been refused affiliation by CEC may, within 28 working days of the notice being received, request that the decision be reconsidered by the Board of Trustees.

Criteria for Affiliation

16.11 The aims of the society stated in its constitution must not be inconsistent with any of the objectives of the Association and must adequately define the scope of the society’s activities.

16.12 Membership of a society must normally be open to all members of the Association, although provision may be made in its constitution for the exclusion of those who are overtly unsympathetic to its aims.

16.13 A society must have a minimum of 10 members in order to commence affiliation and must achieve and maintain at least 25 members within a year of affiliation and 40 members within two years of affiliation in order to remain affiliated.
16.14 At least 50% of the full or voting membership of the society must be made up of the following categories: full members of the Association; past full members of the Association; members of staff of the University.

16.15 In order to remain affiliated a society must supply a signed statement with its audited or examined accounts certifying that the society fulfils the membership requirements as contained elsewhere in these Bye-Laws.

16.16 Neither the OU nor the Association’s branding may be used in any way by affiliated societies.

16.17 The Society's constitution must specify that Office and Committee Members will be elected. The method of such election must be made clear to the society’s membership.

16.18 The society must inform the Association's General Manager or nominee of the names of the elected officers.

16.19 The opportunity to represent the society on the Societies Committee must be open to all of the society's members. All Society members who are also members of the Association must also be given the opportunity to represent their society at the Association Conference. The methods of appointment, which must be acceptable to the General Manager and the Vice President Administration, must be made known to the membership of the society.

Financial Arrangements and Annual Report

16.20 The annual accounts or financial statements must be examined by two persons who were not officers or committee members during the year in question or by a professionally qualified accountant. Auditors acceptable to the Association General Manager and the Vice President Administration must be used if the society's turnover exceeds £5,000 in any year.

16.21 A copy of the annual report summarising the activities of the society, the annual accounts or financial statements and minutes of the meeting which approved them must be submitted to the Association’s staff team.

16.22 The Association staff team must be informed in advance of, and be sent a copy of, the budget of any enterprise proposed by a society which involves a budgeted cash turnover in excess of £1,500 and for which the society's funds are insufficient to cover a total loss of the society's commitment in that enterprise.
**Voluntary Disaffiliation from the Association**

16.23 A society may disaffiliate by the notification to the Association General Manager of a resolution to disaffiliate that has been carried by a properly constituted General Meeting of the society.

16.24 An Affiliated Society that has been wound up or dissolved by a properly constituted General Meeting, or if a quorum for such a meeting cannot be obtained by any other procedure approved by the Board of Trustees, shall be deemed to be disaffiliated.

**Disaffiliation by the Association**

16.25 An Affiliated Society may be disaffiliated on the following grounds:

16.25.1 failure to continue to meet one or more of the criteria for affiliation;

16.25.2 failure of the society to conform to the requirements and limitations of its own constitution;

16.25.3 serious mismanagement affecting either the financial or general operation of the society;

16.25.4 conduct of activities which, in the opinion of the Central Executive Committee or Board of Trustees, are likely to bring the Association into disrepute.

**Procedure for Disaffiliation by the Association**

16.26 If a society's actions (or failure to act) are alleged by a member or members of the Central Executive Committee to give cause for disaffiliation, the allegations will be investigated by the Board of Trustees. The Board of Trustees will normally be chaired by the President and include two other members of the Board of Trustees with the Association General Manager in attendance. The Board of Trustees must take such statements from and/or interview such officers or members of the society and other witnesses as are necessary to determine the truth of the allegations. The Board of Trustees report must include:

16.26.1 a statement of the allegations and the committee's findings as to their truth;

16.26.2 a statement of whether or not there has been a cause for disaffiliation;
16.27 If cause for disaffiliation has been found a recommended penalty, to be enforced by the Executive Committee, must be one of the following;

16.27.1 the society be reprimanded;

16.27.2 the society be given a fixed time (not exceeding six months) to put its affairs in order and failing that be disaffiliated;

16.27.3 the society be immediately disaffiliated.

16.28 A copy of the committee’s report must be sent to the officers of the society and to all members of the Central Executive Committee, and Board of Trustees.

16.29 If cause for disaffiliation was not found by the committee, the matter shall be considered closed.

16.30 If the committee has found cause for disaffiliation then the CEC must review the findings and decide whether to confirm that disaffiliation or substitute a lighter penalty. The society shall have the right to send up to two of its members to the relevant Central Executive Committee meeting in order to put its case against disaffiliation. The decision of the CEC shall be final.

Societies Committee

16.31 Relationships with affiliated societies will be managed by a sub-committee of the Board of Trustees called the Societies Committee.

Membership

16.32 The Societies Committee Chair

16.33 The President

16.34 Vice President Administration and Vice President Community.

16.35 One delegate from each affiliated society, appointed in accordance with the rules for affiliation as approved by the Central Executive Committee.

Observers
16.36 An affiliated society may, at its own expense, send observers to meetings of the Societies Committee. Such observers shall be entitled to speak with the permission of the Societies Committee but shall not be entitled to vote.

Meetings and Business

16.37 The Societies Committee shall hold an Annual General Meeting in June/July of each year which shall include an online element.

16.38 The Societies Committee shall meet on such other occasions as it shall determine in its absolute discretion.

16.39 Meetings of the Societies Committee shall be conducted in accordance with Standing Orders.

16.40 The Societies Committee shall receive an Annual grant from the Association. Such grant shall be determined by the Board of Trustees. The grant shall be allocated in such manner as the Societies Committee shall determine, subject to the approval of the Board of Trustees, to finance the Societies Committee's operation and to assist the affiliated societies in their operations.

16.41 The Societies Committee shall undertake such actions as it shall determine to assist the affiliated societies in their operations subject to the approval of the Board of Trustees for any actions that include contact with individuals or organisations outside the Association. It will also act as a conduit for the representation of Society views to the Association.

16.42 The Societies Committee shall elect its own Chair.

16.43 The Election of the Societies Committee Chair shall be conducted by the voting members at the Committee's Annual General Meeting.

16.44 In the event of an emergency occurring between meetings of the Societies Committee, the Chair of the Committee, the President and the Association General Manager shall consult together and act on behalf, and in place, of the Societies Committee.
**Definitions and Interpretations**

In these Bye-laws, the following terms shall have the following meanings:

<table>
<thead>
<tr>
<th>Term</th>
<th>Meaning</th>
</tr>
</thead>
<tbody>
<tr>
<td>“Academic Year”</td>
<td>The period between 1st August in one Year to 31st July in the next Year.</td>
</tr>
<tr>
<td>“Appointments Committee”</td>
<td>The committee set up in accordance with the Bye-Laws.</td>
</tr>
<tr>
<td>“Board of Trustees” or “Board”</td>
<td>The Board of Trustees of the Association.</td>
</tr>
<tr>
<td>“Bye-Laws”</td>
<td>The Bye-Laws setting out the working practices of the Association made from time to time in accordance with the Association Constitution.</td>
</tr>
<tr>
<td>“Chair”</td>
<td>The chair of the Board of Trustees. Similarly, the chair of any committee relevant to the described section of the Constitution or Bye Laws.</td>
</tr>
<tr>
<td>“General Manager”</td>
<td>The General Manager of the Association who is appointed by the Board of Trustees as the senior manager of the organisation.</td>
</tr>
<tr>
<td>“Clear Days”</td>
<td>In relation to the period of a notice, that period excluding the day when the notice is given or deemed to be given and the day for which it is given or on which it is to take effect.</td>
</tr>
<tr>
<td>“Code of Practice”</td>
<td>The code of practice relating to the Open Universities obligations under Section 22 of the Education Act.</td>
</tr>
<tr>
<td>“Connected Person”</td>
<td>Any person falling within one of the following categories and where payment to that person might result in the relevant Trustee obtaining benefit: (a) any spouse, civil partner, parent, child, brother, sister, grandparent or grandchild of a Trustee; or (b) the spouse or civil partner of any person in (a); or (c) any other person in a relationship with a Trustee which may reasonably be regarded as equivalent to such a relationship; or (d) any company or LLP or firm of which a Trustee is a paid director, member, partner or employee, or shareholder holding more than 1% of the capital.</td>
</tr>
<tr>
<td>“Constitution”</td>
<td>The Association Constitution.</td>
</tr>
<tr>
<td>Term</td>
<td>Definition</td>
</tr>
<tr>
<td>-------------------------------</td>
<td>------------------------------------------------------------------------------------------------------</td>
</tr>
<tr>
<td>“Returning Officer”</td>
<td>The member of the Association staff responsible for the administration of the Association elections.</td>
</tr>
<tr>
<td>“External Trustee”</td>
<td>A Trustee who for the avoidance of doubt shall not be deemed to be either an Association office holder or a Central Executive Committee Member for the purposes of section 22 of the Education Act.</td>
</tr>
<tr>
<td>“In Writing”</td>
<td>Written, printed or transmitted writing including by electronic communication.</td>
</tr>
<tr>
<td>“Members”</td>
<td>Members of the Association being Students at the Open University.</td>
</tr>
<tr>
<td>“Observer”</td>
<td>Person entitled to attend and speak at a meeting but not vote.</td>
</tr>
<tr>
<td>“Personal Interest”</td>
<td>A financial interest or an interest that does not arise in the ordinary course of being a Member or a Trustee (for example, being a member of a club or society).</td>
</tr>
<tr>
<td>“Policy”</td>
<td>Representative and campaigning policy set by Referenda or the General Meeting.</td>
</tr>
<tr>
<td>“President”</td>
<td>The president of the Association, as elected by the Members in accordance with the Bye-Laws.</td>
</tr>
<tr>
<td>“Secure Petition”</td>
<td>A written request to the Association which shall be held securely online.</td>
</tr>
<tr>
<td>“Student”</td>
<td>Any individual who is formally registered for an approved programme of study provided by the Open University. For the avoidance of doubt, the Open University shall determine whether or not an individual has student status.</td>
</tr>
<tr>
<td>“Central Executive Committee”</td>
<td>The body of Students constituted in accordance with this Constitution and the Bye-Laws of the Association.</td>
</tr>
<tr>
<td>“Student Trustee”</td>
<td>A Trustee elected who is a Student</td>
</tr>
<tr>
<td>“Subsidiary Company”</td>
<td>Any company in which the Association holds more than 50% of the shares, controls more than 50% of the voting rights attached to the shares or has the right to appoint a majority of the board of the company.</td>
</tr>
<tr>
<td>“Trustee” and “Trustees”</td>
<td>The Officer Trustees, the Student Trustees and the External Trustees.</td>
</tr>
<tr>
<td><strong>&quot;visitor&quot;</strong></td>
<td>Person entitled to attend a meeting but not speak except by permission of the Chair. A visitor may not vote at that meeting</td>
</tr>
<tr>
<td><strong>“the Association”</strong></td>
<td>The Open University Student Association</td>
</tr>
<tr>
<td><strong>“Open University”</strong></td>
<td>The Open University</td>
</tr>
<tr>
<td><strong>Northern Europe</strong></td>
<td>Students registered with the Open University resident in Belgium, Netherlands, Luxembourg, Germany, Lithuania, Denmark, Latvia, Finland, Czech Republic, Slovakia, Sweden, Estonia, Iceland, Norway and Poland.</td>
</tr>
<tr>
<td><strong>Southern Europe</strong></td>
<td>Students registered with the Open University resident in Switzerland, France, Spain, Greece, Italy, Portugal, Austria, Slovenia, Hungary, Malta, Cyprus, Croatia, Bulgaria, Swiss Zurich and Romania.</td>
</tr>
<tr>
<td><strong>Rest of the World</strong></td>
<td>Students Registered with the Open University, but resident outside the European Union or Switzerland</td>
</tr>
</tbody>
</table>

Words importing the singular shall include the plural and vice versa and words importing the masculine shall include the feminine and vice versa.

Any reference to a statute, statutory provision or subordinate legislation ("legislation") shall (except where the context otherwise requires) be construed as referring to such legislation as amended and in force from time to time and to any legislation which (either with or without modification) re-enacts, consolidates or enacts in rewritten form any such legislation.
Appendix 5. As referred to at Section 13 of the Bye-Laws

THE ASSOCIATION’S DISCIPLINARY and COMPLAINTS PROCEDURE

2007/60 The Association’s Disciplinary and Complaints Procedure

Part I – Complaints against members

From August 2013 this section is replaced by the version included at Section 13 of the Bye-Laws.

Part II - Administration of the Association’s Affairs

If at any time it is brought to the General Manager's attention that Association Officers are being negligent in their responsibilities and/or the business affairs of the Association are not being properly attended to, then the General Manager has the right to suspend those elected officials concerned and appoint new officials in their place and/or take control of running the business affairs of the Association concerned, for such period as the General Manager deems necessary pending an inquiry into the matter.

If the General Manager is required to act in such a manner, the General Manager will inform the Executive Committee who will appoint two of their number to perform an inquiry into this matter. These people will report to the Executive Committee on the results of their inquiry and the Executive Committee will act on their findings.

Part III – Complaints Against Representatives

Procedures for removing specified Executive Committee Members, Officers of Branches, Regional Forums, Disabled Students Group, Societies Standing Committee or Post holders or Representatives, whether elected or appointed.

Process for elected posts

A complaint is made by any full voting member of the constituency in writing to the Secretary, Chair, Returning Officer or equivalent of the unit or electoral panel concerned. This complaint shall be supported by no fewer than two further full voting members of that same constituency.

The appropriate responsible person(s) will then make arrangements to ensure that a motion of no confidence is put to the constituency* in full consideration of the following principles:

The person(s) complained of must:

Be provided with full details of the criticism or complaint;

Be afforded full opportunity to respond to the allegations;
Have a right to reasonable notice to present a defence or rebuttal;

The process and the decisions taken must be recorded accurately and a report provided to all parties, with a copy to the Association General Manager.

This process may be face to face, virtual or by post, as is appropriate and in consideration of any accessibility problems that may exist.

Full details of the complaint shall be provided, in writing, to the members considering this matter, especially including the member complained of. The member complained of shall have the opportunity to put his or her case before taking a vote on the substantive motion.

The outcome of the vote shall be recorded and the General Manager informed; there is no appeal against a vote of no confidence.

Process for appointed posts

An appointing body may de-select a post-holder at any time, following review of performance or having received complaint. The body must give notice of its intention and reasons and provide the member concerned with the opportunity to put his or her case to the appointing body before any decision is made. In the case of any representative to the University who is de-selected, the University shall be notified that the Association has had occasion to review that person’s position and formally request that the Association be allowed to appoint a replacement to that post.

<table>
<thead>
<tr>
<th>Unit / Electoral Panel / Appointing Body</th>
<th>Office / Post</th>
</tr>
</thead>
<tbody>
<tr>
<td>Branch</td>
<td>Any Officer, postholder, representative or delegate</td>
</tr>
<tr>
<td>Regional Forum</td>
<td>Any Officer, postholder, representative or delegate</td>
</tr>
<tr>
<td>Disabled Students Group Committee (On behalf of the Group)</td>
<td>Any Officer, postholder, representative or delegate</td>
</tr>
<tr>
<td>Societies Standing Committee</td>
<td>Chair or Societies rep to the Executive Committee</td>
</tr>
<tr>
<td>Regional Student Panel to Regional Committee / Regional Consultative Committee</td>
<td>Rep to Central Consultative Committee</td>
</tr>
<tr>
<td>Regional Forum Appointments Sub-Committee</td>
<td>Any appointed representative</td>
</tr>
<tr>
<td>Regional Electoral Panel</td>
<td>Executive Committee Member for the Region / Sub-Region</td>
</tr>
<tr>
<td>Regional Student Academic Link electoral panel</td>
<td>Student Academic Links</td>
</tr>
<tr>
<td>Student Academic Links</td>
<td>Executive Committee Member for Student Academic Links</td>
</tr>
<tr>
<td>Executive Committee Appointments Sub-Committee</td>
<td>Any a Appointed Central Representative</td>
</tr>
<tr>
<td>Other Executive Committee panels</td>
<td>Any other type of representative</td>
</tr>
</tbody>
</table>
appointed to the Executive Committee.

*With the exception of the Disabled Students Group, where the motion of no confidence will be put to the committee in private meeting*
Appendix 6. As referred to at Section 13 of the Bye-Laws

HARASSMENT POLICY AND ASSOCIATED PROCEDURE

2009/99 Review of Policy
This Association recognises the need to review the existing harassment policy and associated procedure 2002/134 (R2007) and asks that it is strengthened to apply to online activities as well as face to face.

2002/134 (R2007) Harassment Policy and Associated Procedure

PROCEDURES

Policy Statement

1. The Association is committed to the pursuit of equal opportunities and to enabling, promoting and supporting the right of all students to participate in the Association. Central to such a commitment is the right of all those taking part in Association activities (whether or not they are Association members):
   i) to be treated with respect
   ii) not to be subjected to any form of demeaning, intimidating or discriminatory behaviour;
   iii) not to be made to feel afraid or threatened by the conduct of others.

2. This Policy is intended to cover all forms of harassment, whatever the basis. (Examples of some, but not all, of the forms that harassment may take are given in Appendix 6.1)

3. This Policy equably applies to social events and social time related to Association activities, and not just to formal meetings.

4. The primary objective of this Policy is to ensure that all members are clear about the standard of conduct required of them so that others do not have cause to raise complaints about them. All members taking part in Association activities should, therefore, have proper regard to their conduct, in terms of both the things that they say and the actions that they take, and should ensure that they do not infringe the right of others to participate in the Association.

5. To ensure its effectiveness, this Policy is supported by a set of procedures which provide, for those who do not feel that they have been treated in accordance with the Policy, the means for the Association to try to end any harassment.
Procedure

Wherever possible, the person who believes that they have been harassed must retain control over how formally any complaint is dealt with.

Any complaint should be dealt with at the lowest of the following levels (from Level 1 up to Level 4) which is both appropriate for the circumstances and acceptable to the person making the complaint. Where a resolution is not achieved at a particular level it should be referred to a level higher up. This Procedure does not, however, require a complaint to commence at Level 1 or for it to be progressed through each level in turn.

Level 1.

The person making the complaint expresses their concerns directly to the person responsible for the perceived harassment. If they require some support to do this, they could ask for assistance from someone in whom they have confidence. Such an approach may resolve the problem if the person complained about does not realise how their actions have been interpreted.

Level 2.

A formal complaint is made to the person responsible (on behalf of the Association) for the activity from which the complaint arose. That person should then, after taking advice from the General Manager, investigate the complaint and, if necessary, try to find some way by which it could be resolved.

Level 3.

A formal complaint is made to either the Student Support Link for the Region in which the activity from which the complaint arose was organised, or the Vice President Student Support, where the activity was not organised by or within a single Region. The Student Support Link or Vice President Student Support will then investigate the complaint and, if necessary, try to find some way by which it could be resolved.

Level 4.

A formal complaint is made to the General Manager who will investigate the complaint and, if necessary, try to find some way by which it could be resolved.

All formal complaints, and their outcomes, must be reported to the President so that the complaint and outcome can be recorded.

Where it is felt appropriate, the matter may also be dealt with under the Association’s Disciplinary Procedure (Appendix 5 of the Register of Decisions).
Appendix 6.1

EXAMPLES OF HARASSMENT

As examples, harassment can take the following forms:

unwanted sexual attention; bullying;

misuse of authority;

non acceptance of a person’s gender, sexuality, race or disability; misuse of a person’s social or economic disadvantage.

This list, however, is not exhaustive.