

MEMORANDUM OF AGREEMENT BETWEEN GLYNDŴR UNIVERSITY AND GLYNDŴR UNIVERSITY STUDENTS' GUILD

Effective from 1 January 2008-31 December 2013

1. PREAMBLE

1.1 Glyndŵr University's Articles of Government (Article 20(1) refers to "a student's union" and its obligation to conduct its affairs and report on its use of funds in accordance with a Constitution approved by the Board of Governors.

1.2 At Glyndŵr University the former "NEWI Student Union" has changed its name to "Glyndŵr University Guild of Students" with effect from 1 September 2007 and has drawn up a revised Constitution which was agreed by the student body through procedures determined by the President and Vice President under the guidance of NUS Wales This Memorandum of Agreement has therefore been drawn up between Glyndŵr University (formerly NEWI) , and Glyndŵr University Guild of Students herein after called "The Guild".

1.3 For the benefit of current and future members, the objectives of the Guild are:

[i] to represent the students of the University

[ii] to promote the general education and welfare of the students of the University

[iii] to develop and encourage recreation and social activities [iv] to promote equality of opportunity for the students of the University operation between the members and the local community

[v] to represent students on University Committees.

1.4 The purpose of this memorandum is to set clearly the nature of the relationship between the University and the Guild and the obligations and responsibilities which arise therefrom

1.5 The operation of this agreement is subject to the Articles of the University and relevant legislation, particularly the Education Act 1994

- 1.6 The Guild can only set up associated companies with the prior written approval of Glyndŵr University's Board of Governors. Such associated companies will be regarded as separate legal entities but are covered by the principles of this document.

2. FINANCE

The Guild is authorised by Glyndŵr University through formal approval of the Guild's Constitution and Schedules to manage its own internal affairs, including the administration of its finances.

1. Each year the Finance and General Purposes Committee of the Board of Governors may determine the funds that are to be made available to support the work of the Guild Executive Committee shall also ensure that appropriate funds are available to the Commercial Services Department of Glyndŵr University or its successor, which has responsibility for the provision of services to the Guild including entertainment, bar facilities and retail outlet(s)
2. The funding available shall be determined in advance of the financial year to which it applies and will be included in Glyndŵr University's financial forecasts.

The financial year of the Guild and its affiliated Clubs and Societies shall end on 31 July.

The monthly management accounts in the form of a business centre manager report will be made available for the Students' Guild. These shall be presented at least quarterly to the Finance and General Purposes Committee of the Board of Governors.

The Guild is required to exercise due diligence and care in the conduct of its financial affairs and to display proper regard for all legal obligations.

A more detailed statement of ways in which the University expects the Guild to manage its finances is attached as Appendix I to this agreement.

In the event of dereliction of duty in meeting these requirements, or in case an Auditor's report shall allege mismanagement, fraud or failure to keep proper accounts the University is entitled to assume budgetary responsibility for the management of the Guild's finances in a manner to be determined by the University.

The financial administration and controls of the Guild are subject to the scrutiny of the the University's Audit Committee and can therefore be audited at any time by the University's internal Auditor.

3. CODE OF PRACTICE

- 3.1 Glyndŵr University's Board of Governors is required by the Education Act 1994 to issue a Code of Practice as to the manner in which the Act's requirements relating to the Student's Guild will operate at Glyndŵr University.
- 3.2 A copy of the current Code of Practice forms Appendix III to this agreement.

4. PREMISES

- 4.1 The University acknowledges that it has a responsibility to use its best offices to provide premises for the use of the Guild.
- 4.2 The Guild may not make any changes or alterations to the space it is provided with by the University nor undertake any works on the University's premises whether of a permanent or temporary nature without the prior express consent of the University being obtained in writing from the Director of Finance.

5. PERSONNEL

- 5.1 Staff whose work involves the provision of services to the Guild as specified in 2.2.1 above are responsible to the Head of Commercial Services and ultimately to the Director of HE Strategy and FE Development for the performance of their duties. As such all staff shall be subject to the usual staffing policies and procedures that apply to University staff.
- 5.2 The Sabbatical Officers of the Guild, because of their elected status, are not employees of the Students' Guild. Instead they will be issued annually normally at the start of their term of office with a formal letter by Glyndŵr University which recognises their position as enrolled students of the University.

6. OTHER SERVICES

- 6.1 This agreement does not preclude Glyndŵr University from providing other services for the Guild should these be requested by the Guild or offered by the University.
- 6.2
 - 1 The terms on which any such services might be provided would have to be agreed in advance between Glyndŵr University and the Guild.
 - 2 Any such agreement must be formalised in writing such that it can become a further Appendix to this document.

- 6.3 The University reserves the right to charge for the cost of providing the Guild with any managerial and administrative services although it is acknowledged that this will not be done without prior consultation with the Guild.

7. MANAGEMENT LIAISON MEETINGS

- 7.1 1 The Registrar, Director of Finance and the Head of Commercial Services , together with any other Senior Officers of the University who might be appropriate, will meet formally with the President, and such other appropriate officers and staff of the Guild as the President shall request not less than three times a year.
- 7.1 2 A record of each meeting will be kept and minutes circulated to all attendees for agreement. A report of the meeting may as appropriate be presented to the Chair of the Student Affairs Committee/Students' Union Executive Committee. The Senior Executive of Glyndŵr University shall also be kept informed as appropriate.
- 7.1 3 Additional meetings may be arranged as required at the request of either side. Also, where appropriate and with the agreement of the Vice Chancellor and Chief Executive, meetings may take place between the Students' Guild Executive Committee and the Senior Executive of the University. As above, formal records of such meetings will be kept and minutes circulated to all present.
- 7.2 1 The meetings are intended to provide a forum for detailed discussion of any matters relating to the management of the Union, particularly in regard to financial and staffing matters.
- 7.2 2 Neither side is precluded from taking matters discussed at management meetings to the Student Affairs Committee/Students' Guild Executive Committee for further consideration and feedback.
- 7.3 It is recognised that Guild Officers are free to consult University Officers informally on any relevant matter outside the formal framework of management and committee meetings.

8. LEGAL CONSIDERATION

- 8.1 Section 20 of the Education Act 1994 defines a "student's union" as a body representing or promoting the general interests of students at the establishment.
- 8.2 1 The Guild benefits in the same way from the charitable status of the University and is therefore subject to the law relating to charities which it is acknowledged has changed and is due to come into force in Spring 2009
- 8.2 2 It is recognised that at the time of writing (November 2007) this

'indirect' charitable status imposes the same obligations upon the Guild as are imposed on the University with respect to political activities and campaigning as on any mainstream charity.

- 8.2 3 It is recognised that the law requires that all expenditure incurred by the Guild is consistent with the furtherance of its objectives and that no 'ultra vires' payments are made. It is further recognised that once the new Charity law legislation comes into force, the Guild may have to register as an independent Charity. At such point the Guild shall inform the Board of Governors in writing of the detailed steps it has taken to comply with the legislation

9. REPORTING ARRANGEMENTS

- 9.1 The Student Affairs Committee of the Board of Governors and the meetings with Officers as noted above provide the main forum for discussion between the Guild and Glyndŵr University. However, from time to time reports for other University Committees may be required e.g. Finance and General Purposes Committee. In addition to this, as the Student Guild President is a member of the Board of Governors of Glyndŵr University, he/she shall be required to provide a report on Student Guild matters from time to time as may be appropriate.
- 9.2 It is acknowledged that the University's Board of Governors has asked its sub-Committee, The Student Affairs Committee to act on its behalf on matters relating to the governance and day to day running of the Guild, but it is recognised that the Board retains the ultimate responsibility. To this end the Board will require full reports from its sub-committee on matters relating to the Guild as they arise and shall also require its sub-committee the Finance and General Purposes Committee to act on its behalf in terms of monitoring on-going financial related changes or updates to the Student Guild Constitution or its schedules and shall also receive copies of the Student Guild audited accounts at least annually together with the Annual Report of the Student Guild President
- 9.3 1 It is in order to comply with the requirements of the Education Act 1994, that the University's Board of Governors must make appropriate arrangements for it to approve the funding made available to the Guild each year, the budget that the Guild established to utilise such monies are made available for the Executive Committee to determine the allocation of and for the Board to undertake regular monitoring of its expenditure.
- 2 The arrangements currently being operated by the Board are detailed in Appendix II to this agreement.

10. COMPLIANCE

- 10.1 1 Glyndŵr University through its senior officers and the Clerk to the Board of Governors shall discuss jointly with the Executive members of the Students' Guild any problems which arise in the interpretation or implementation of this agreement.
- 10.1 2 If it is not possible to reach agreement the Vice Chancellor and Chief Executive or a person designated by him/her shall act as arbitrator.
- 10.1 3 In all cases the arbitrator's decision shall be final and binding upon both the University and the Guild.
- 10.2 1 The Board of Governors reserves the right to apply sanctions in the event of breaches of this agreement by the Guild.
- 10.2 2 The sanctions which may be applied by the Board of Governors or its designated sub committees include the levying of a fine, and/or the withholding of all or part of any funds and /or services allocated to the Guild by the University.
- 10.3 In the event of the Guild failing to comply with any reasonable requirement of the Board or its sub-committees concerning the operation of the Code of Practice which forms Appendix II to this agreement, or any other legal obligation concerning the Guild which is placed upon the University, the Board has the right to suspend the Guild constitution and to assume responsibility for all aspects of the Guild affairs.
- 10.4 The Board also reserves the right to suspend the Guild's constitution and to assume responsibility for the affairs of the Guild in the event of the Guild failing to operate within the terms of its constitution.
- 10.5 The Board also retains the right to require the University to assume the management of the Guild's finances in the event of the Board being satisfied that the financial viability of the Guild has been placed at risk by mismanagement, fraud or a failure to keep proper accounts or by allegations that these matters are at risk. Where allegations are made, an investigation shall be authorised by the Board and shall be concluded as swiftly as possible. The Guild shall be required to comply fully with such an investigation and to provide all required information to those undertaking the investigation.

11. REVIEW

The operation of this agreement shall be reviewed jointly by the Guild and the University at intervals of not more than 5 years and the Clerk to the Board shall provide the Board of Governors with a report of the review together with any recommendations for revision.

Appendix 1
Glyndŵr University

Financing the Students' Guild

- 1.1 Subject to the Guild complying with this Memorandum of Agreement and at the University's discretion, Glyndŵr University will approve the allocation of funds annually to support the work of the Students' Guild and to provide services to it as may from time to time be agreed. The funds allocated are as a contribution towards running expenses relating to the support of all enrolled students of the University including those studying at outreach or franchise partner colleges or centres.
- 1.2 The funding shall be determined by the Finance and General Purposes Committee following consultation where required with the Student Affairs Committee.
- 2.1 It is recognised that the University and / or its subsidiary companies may also need to invoice the Students' Guild for any other additional services and facilities which are provided from time to time and the Guild undertakes to pay such invoices within 30 days of their presentation unless alternative arrangements have been agreed with the Finance Department.
- 2.2 Glyndŵr University agrees that any invoices (that have written prior agreement from the University) submitted by the Guild for other services and facilities which are provided will be paid within 30 days of their presentation unless alternative arrangements have been agreed with the Finance Department.
- 2.3 Guild and the University will use their best endeavours to ensure that disputed invoices are not used as an excuse to delay payment unduly.
- 3.1 The Finance Department will supply the Guild by 31 July each year with an indication of the sum which, subject to the approval of the Finance and General Purposes Committee, the Guild can expect to receive to be allocated towards the costs in the forthcoming academic year.
- 4.1 The Officer of the Guild ultimately responsible to Glyndŵr University's Board of Governors for the financial performance of the Guild shall be the President, but he/she may delegate duties relating to the detailed management of the finances to an appropriate officer subject to the decision of the Students' Guild Executive Committee.
- 5.1 The Students' Guild is at all times required to:
 - (a) Maintain accounts and accounting records in accordance with normal professional accounting systems established in the UK.
 - (b) Maintain a sound system of internal financial management and control.

- (c) Plan and conduct its financial affairs so as to ensure that its total income is at least sufficient, taking one year with another to meet its total expenditure and that its financial solvency is maintained.
- (d) Obtain the prior written consent of the Finance and General Purposes Committee of the Board of Governors before entering into any loan or other borrowing arrangements.
- (e) Not give any guarantees or indemnities incurring contingent liabilities other than in the course of normal business.
- (f) Maintain adequate insurance cover for Students' Guild assets and public and employee liabilities.

Appendix 2

Glyndŵr University

Budgetary Procedures for the Students Guild

- 1.1 The Students' Guild is responsible for preparing the budget for the Guild for the year in which it holds office and to do so, must follow the processes laid down in the approved Constitution and Schedules.
- 1.2 As noted in the Constitution and Schedules, the proposed Students' Guild budget shall be presented to the Director of Finance and Clerk to the Board of Governors for consideration and (if appropriate) approval of the Finance and General Purposes Committee and the Board of Governors.
- 1.3 In the event that a proposed budget is not approved, by the Guild Council, the President of the Guild shall inform the Registrar who will, in consultation with the Director of Finance consider whether any action is required on the part of the University to resolve any issues raised.
- 1.4 Once the Guild budget is set and approved, the Students' Guild Executive Committee shall monitor performance against budget at all times.
- 1.5 Management accounts shall be considered by the Students' Guild Executive Committee at each meeting. The Director of Finance will use these reports to advise the Finance and General Purposes Committee as appropriate.

Appendix 3

Glyndŵr University

Code of Practice for the Students Guild as required under section 22 (3) of the Education Act 1994

1. Constitution

- (a) The Guild shall have a written Constitution which can only be changed in accordance with the terms of the Constitution. All amendments shall be reported to the Board of Governors via the Clerk to the Board who shall seek comments from the Students Affairs Committee and/or Finance and General Purposes Committee as appropriate. No amendments shall take effect until formal approval of the Board of Governors or relevant sub committee.
- (b) The Guild's Constitution shall specify:
- That membership of the Guild is voluntary, but that any student exercising the right not to join the Guild shall be bound by that decision for the balance of the academic year in question.
 - That any student who opts out from membership shall not be unfairly disadvantaged by reason of having exercised their right not to be a member of the Students' Guild. Appointment to all sabbatical Guild officers shall be by secret ballot in which all ordinary members are entitled to vote.
 - The returning officer shall not be a member of the Students' Guild or its staff. He/she must be appointed as set out in the schedules and Constitution.
 - In the event of any malpractice in the election process, the returning officers decision shall be final and may include declaring parts or all of the election null and void.
 - The period of office for all elected officers shall be one academic year and no person may hold office as a sabbatical officer for more than two academic years (which must be consecutive in all cases).
 - All sabbatical officers shall be deemed to be full time students of the Institution and shall be subject to the usual rules and regulations of the University and to all the usual rights and privileges as appropriate.
 - The financial affairs of the Guild shall be conducted in accordance with the requirements of paragraph 22(2) of the Education Act 1994 and in line with the Memorandum of Agreement and the details set out in the schedules and Constitution.
- (c) At least once in every five years the Guild is required to review its Constitution in its entirety and to re-present it to the Board of Governors in the manner described in the schedules and Constitution. The Board of Governors also may require changes to be made as specified in the schedules and Constitution.

2. Information to Students' Guild members

- (a) The Guild shall inform its members each year of the procedures used for allocating resources to Guild clubs and societies and how they can obtain formal recognition of a Club or Society.
- (b) The Guild shall ensure that all members are able freely to examine the Guild's financial reports.
- (c) The Guild shall ensure that all Minutes of General Meetings and Council meetings (including any Emergency meetings) shall be made freely available to members.
- (d) The Guild shall ensure that all members are aware of the procedures in place for considering complaints against the Guild.
- (e) All such information shall be made available for inspection by students at a specified location i.e. via the Guild's Offices and / or notice boards.

3. Notification Requirements for Students to "opt" out of membership of the Students' Guild

- (a) Glyndŵr University shall bring to the attention of all students at least once a year their right not to be a member of the Students' Guild and not to be unfairly disadvantaged by exercising their right to opt out.
- (b) Glyndŵr University shall also advise all students of the arrangements in place to provide services for students who are not members of the Students' Guild and shall draw to their attention this Code of Practice.
- (c) Information concerning any restrictions imposed upon the activities of the Students' Guild by the law relating to Charities shall also be made available by the University to all Students and their attention will also be drawn to the Students' Guild Constitution and Schedules together with any other relevant information as from time to time may be considered appropriate.

All of the above information shall be highlighted in the Glyndŵr University Student Guide which is available in printed copy at enrolment each year and on the Student Zone of the Glyndŵr University Web Pages.

4. External Affiliations

- (a) All decisions concerning affiliations by the Guild to external organisations shall be recorded formally in the Minutes of appropriate meetings as specified in the schedules and Constitution.
- (b) The Guild shall also include the above details of affiliations within their proposed budget that is presented to the Board of Governors for consideration and if appropriate, approval.
- (c) The Guild shall make provision for consideration of continued affiliation to particular organisations in accordance with the specific requirements of section 22(2)(1) of the Education Act 1994

5 Complaints Procedure

- (a) Any member of the Guild who has a complaint relating to the operation of the affairs of the union shall complain to the President of the Guild who shall arrange for the matter to be considered in accordance with the schedules and Constitution
- (b) Any students who are not members of the Guild who have a complaint to make about the Students. Guild, or who feel disadvantaged due to their non-membership of the Guild should write to the Registrar who will arrange for the matter to be investigated and may take such actions as may be necessary to resolve the complaint.

Approved by the Board of Governors 14th December 2007