

## DEMOCRACY REFORM RESOLUTION

This resolution amending the Articles of Association of the University of Southampton Students' Union was passed as a special resolution at the Annual General Meeting of the members of the Students' Union on 11<sup>th</sup> May 2016

Part 2 of the Education Act 1994 makes provision as to the relationship between a Students' Union and the University for which it operates, and imposes upon the governing body of the University certain duties and obligations in respect of the Students' Union. In particular, section 22(1)(b) provides that "the provisions of the constitution should be subject to the approval of the governing body"

In the case of the University of Southampton, the governing body is the Council of the University, and the provision is given effect by virtue of article 35 2 of the Articles of the Students' Union. The approval of the Council of the University was granted by Chair's Action on 31<sup>st</sup> May 2016, and will be reported to and minuted by the Council at their next meeting in September

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### Special resolution on the Articles of Association

*As required by Article 35 1 of the Articles of Association of the Union, this is a "special resolution" for the purposes of section 283 of the Companies Act 2006. Special resolutions require 75% of the votes to be cast in favour of the resolution, and this resolution was passed with 111 votes to 22, being 83% of the votes cast*

Resolved

To make the following amendments to the Articles of Association of the University of Southampton Students' Union

#### Mass votes

#### 1. Mass votes

##### 1 1 For article 15 (Referenda), substitute

#### "15. MASS VOTES

##### 15 1 A mass vote may take the form of

15 1 1 an All-Student Vote, in which every Full Member may vote, or

15 1 2 a Student Vote, in which a sub-section of Full Members may vote (a "relevant electorate")

15 2 An All-Student Vote may be called to decide a specified question, either by a general meeting of the members, the Senate, the Trustees or at the written request of 250 Full Members. The Rules may make further provision for other democratic bodies to call a Student Vote to decide a specified question

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- 15 3 The Rules may make further provision for the conduct, timing and the electoral system to be used in a mass vote
- 15 4 A question asked by a mass vote may only be decided if:
  - 15 4 1 in the case of an All-Student Vote, at least 10% of the Full Members vote in the mass vote, or
  - 15 4 2 in the case of a Student Vote, at least 10% of the relevant electorate vote in the mass vote
- 15 5 The Full Members may set Policy by All-Student Vote Policy set by All-Student Vote may overturn Policy set by the Senate but not Policy set by the members in general meeting
- 15 5 This article is subject to article 22 (Powers of Trustees) "

## 2. Substitutions of "All-Student Vote" for "Referendum"

- 2 1 In article 22 3, for the word "referendum", substitute "All-Student Vote"
- 2 2 In article 36 1, for the phrase "referendum of the members", substitute "All-Student Vote"

### *Senate*

## 3. Union Senate

- 3 1 For article 16 (Council), substitute

### "16. SENATE

- 16 1 Subject to Article 22, the Senate may set Policy Policy set by Senate may be overturned by All-Student Vote and by the members in general meeting
- 16 2 A resolution may only be passed by Senate if at least two-thirds of the members of Senate are present at the meeting and a majority of the votes cast are in favour of the resolution
- 16 3 The Rules shall contain provisions on the role of the Senate and its conduct of Senate meetings
- 16 4 The membership of Senate shall be as follows
  - 6 4 1 the Chair of Senate,
  - 16 4 2 all Sabbatical officers,
  - 16 4 3 one representative of each Zone Committee, selected in accordance with the Rules,
  - 16 4 4 such number of Union Senators as is equal to the number of number of places for representatives of Zone Committees, elected in accordance with the Rules
- 16 5 Ordinary meetings of the Senate must be called at least three times per year (and at least one time per term) Other meetings may be called by motion at a Senate meeting, the Trustees or a petition of at least one-third of the members of Senate
- 16 6 An annual meeting of the Senate shall be called each year to which all members of the Union shall be invited to attend The purpose of this meeting shall be to facilitate the discussion of Policy between members The meeting may set Policy All Full Members shall be entitled to vote at the meeting Policy set at such a meeting may be overturned by All-Student Vote and by the members in general meeting
- 16 7 Unless otherwise specified in the Rules, the term of office for all members of Senate (whether elected by ballot or not) is one year, with the post holder being eligible for re-election "

## 4. Substitutions of "Senate" for "Council"

- 4 1 In every place where it occurs (except in section 35 2 (Changes to the Articles), which refers to the Council of the University), for the word "Council", substitute "Senate"

### *Zones*

**5. Zones**

5 1 After article 16, insert a new article 16A

**"16A. ZONES**

16A 1 The work of the Union shall be divided into such Zones as may be set out in the Rules, which may also provide that areas of work are reserved to the Senate

16A 2 Subject to Article 22, the Zones may set Policy relating to their areas of work Policy set by the Zones may be overturned by All-Student Vote, or by the members in general meeting

16A 3 The Rules shall further provide for the ability for the Senate to review and reverse decisions made by Zones "

**6. Addition of Zones**

6 1 In article 22 3 (Powers of Trustees), for the phrase "Policy decisions made by general meeting, council or referendum", substitute "Decisions made by a democratic body"

*Other amendments*

**7. Other minor amendments**

7 1 In article 1 1 (Interpretation), in the definition of "connected person", for the words "Paragraphs 2 to 4 of Schedule 5 to the Charities Act 1993", substitute "section 350 to 352 of the Charities Act 2011"

7 2 In article 1 1, in the definition of "the Trustees", for the words "section 97 of the Charities Act 1993", substitute "section 117 of the Charities Act 2011"

7 3 In article 4 1 10 (Powers), for the words "sections 36 and 37 of the Charities Act 1993, as amended by the Charities Act 2006", substitute "sections 117 to 123 of the Charities Act 2011"

7 4 In article 4 1 11 (Powers), for the words "sections 38 and 39 of the Charities Act 1993, as amended by the Charities Act 2006", substitute "sections 124 to 126 of the Charities Act 2011"

7 5 In articles 4 1 21 and 5 2 2 (Application of income and property), for the words "section 73F of the Charities Act 1993", substitute "section 189 of the Charities Act 2011"

7 6 In article 6 2 4 (Benefits and payments to Union trustees and connected persons), for the words "section 73A to 73C of the Charities Act 1993", substitute "sections 185 to 188 of the Charities Act 2011"

7 7 In article 9 2 5 (Membership), omit the word "standing"

7 8 In article 10 2 (General meetings), for the words "15 months", substitute "18 months"

7 9 In article 23 1 3 (Disqualification and removal of Trustees), for the words "section 72 of the Charities Act 1993", substitute "sections 178-180 of the Charities Act 2011"

7 10 In section 30 1 (Annual report and return and Register of Charities), for the words "Charities Act 1993", substitute "Charities Act 2011"

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Scott McCarthy  
Company Secretary  
19 July 2016



## MEMBERSHIP REFORM RESOLUTION

This resolution amending the Articles of Association of the University of Southampton Students' Union was passed as a special resolution at the Annual General Meeting of the members of the Students' Union on 11<sup>th</sup> May 2016

Part 2 of the Education Act 1994 makes provision as to the relationship between a Students' Union and the University for which it operates, and imposes upon the governing body of the University certain duties and obligations in respect of the Students' Union. In particular, section 22(1)(b) provides that "the provisions of the constitution should be subject to the approval of the governing body"

In the case of the University of Southampton, the governing body is the Council of the University, and the provision is given effect by virtue of article 35 2 of the Articles of the Students' Union. The approval of the Council of the University was granted by Chair's Action on 28<sup>th</sup> June 2016, and will be reported to and minuted by the Council at their next meeting in September

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### Special resolution on the Articles of Association

*As required by Article 35 1 of the Articles of Association of the Union, this is a "special resolution" for the purposes of section 283 of the Companies Act 2006. Special resolutions require 75% of the votes to be cast in favour of the resolution, and this resolution was passed with 109 votes to 17, being 87% of the votes cast*

Resolved

To make the following amendments to the Articles of Association of the University of Southampton Students' Union

1. In article 1 1, amend the definition of "Associate Members", to read

" "Associate Members"	Such persons as the Union may from time to time decide, subject to any provisions contained in the Rules and on payment of the appropriate membership fee "
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2. In article 1 1, amend the definition of "Full Members", to read

" "Full Members"	means
	(a) The Sabbatical Officers of the Union who are members for the whole of the term of office specified at the time of their election
	(b) The undergraduate and postgraduate students of the University, as defined in the Rules, but excluding those students who have exercised their right to opt out of membership "

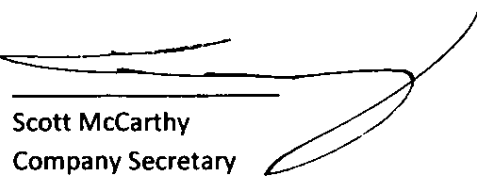
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**3 Insert a new article 9 8**

**"9 8 A member may be expelled from the Union by the Disciplinary Committee in accordance with the Rules But in the case of a Full Member, such an expulsion shall not have effect unless ratified by Union Council, which must be dealt with in a closed session "**

**4 This resolution will come into force on 1 July 2016**

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**Scott McCarthy**  
**Company Secretary**  
**19 July 2016**