LHSU By-Law (2) 

Trustee Board Effectiveness

# Working as an Effective Team

* 1. The board will meet as often as it needs to be effective. Subject to this, the Board will meet a minimum of four times in calendar year. (Also, see Clause 18 - ‘Meetings and Proceedings of Charity Trustees’ - of the Constitution).
	2. The chair, working with board members and the General Manager, will plan the board’s programme and its meetings, making sure trustees have the necessary information, time and space to explore key issues and reach well-considered decisions, so that board time is well-used.
	3. The board may decide to appoint a vice-chair who provides a sounding board for the chair and serves as an intermediary for the other trustees if needed. Such an appointment will be made from existing student and external trustees.
	4. The board will regularly review its effectiveness and its ability to work together as a team. Trustees should take time to understand each other’s motivations to build trust within the board and the chair should ask for feedback on how to create an environment where trustees can constructively challenge each other.
	5. Where significant differences of opinion arise, trustees will take time to consider the range of perspectives and explore alternative outcomes, respecting alternative views and the value of compromise in board discussions. Where appropriate, the Board will consider utilising an external facilitator.
	6. The board should seek specialist in-house or external governance advice and support as needed. The board can also access independent professional advice, such as legal or financial advice, at the charity’s expense if needed for the board to discharge its duties.

# Reviewing the Board’s Composition

2.1. The board will have, and regularly consider, the mix of skills, knowledge and experience it needs to govern, lead and deliver the charity’s purposes effectively. It reflects this mix in its trustee appointments, balancing the need for continuity with the need to refresh the board.

2.2. The board will be big enough that the charity’s work can be carried out and changes to the board’s composition can be managed without too much disruption. The Board must have a minimum of six but no more than twelve trustees. (Also, see Clause 11 - ‘Charity Trustees’ - of the Constitution).

# Overseeing Appointments

* 1. There will be a formal, rigorous and transparent operational procedure to appoint new trustees to the board, which includes advertising vacancies widely.

The search for new student or external trustees will be carried out, and appointments are made, on merit against objective criteria based on skills, knowledge, experience and characteristics, and taking into account the current composition and diversity of the Trustee Board. Regular skills audits inform the search process. In recognition of the likelihood of professional inexperience among the student body, aptitude will be a particular consideration in the case of student trustee selection.

* 1. When a vacancy occurs for student trustee, the Board will instruct the Executive Council (EC) to form a nominations sub-committee consisting of the Union President, the EC Chair (who is an existing student trustee or part time officer), and a third member of the EC. This sub-committee to lead the appointment process and to make recommendations to the Executive Council, the appointing body.
	2. When a vacancy occurs for an external trustee, the Board will appoint a nominations sub-committee consisting of the Chair, Vice Chair and General Manager. This sub-committee to lead the appointment process and to make recommendations to the Executive Council, the appointing body.
	3. Trustees are appointed for an agreed length of time, subject to any applicable constitutional or statutory provisions relating to election and re-election. (Also, see Clause 12 ‘Appointment of Charity Trustees’ of the Constitution).
	4. The Board will support the members to play an informed role in sabbatical elections.

# Developing the Board

* 1. Trustees will receive an appropriately resourced induction when they join the board. This includes meetings with the Chair and General Manager and covers all areas of the charity’s work. Trustees are given the opportunity to have ongoing learning and development. (Also, see Clause 13 ‘Information for New Trustees’ of the Constitution).
	2. The board reviews its own performance and that of individual trustees, including the chair. This happens every year. Such evaluation typically considers the board’s balance of skills, experience and knowledge, its diversity in the widest sense, how the board works together and other factors relevant to its effectiveness.
	3. The board explains how the charity reviews or evaluates the board in the governance statement in the trustees’ annual report to the AGM.

# Rules

* 1. After consultation with the Board, only the Executive Council can approve, review or amend these By-laws. Such changes must not be inconsistent with any provision of the LHSU Constitution.
	2. Copies of these By-Laws must be made available to any member of the Union on request.