

Students' Union Trustee Board

Values & Behaviours

Background

The 2025 Charity Governance Code includes within it a renewed focus on board behaviours and Trustee culture. For many governance practitioners this is a welcome emphasis to try and ensure that the board isn't just ticking boxes but also thinking wider about their actions and discussions.

Students' unions have a strong tradition of being values led, and one of the reasons they are fascinating places to work and be a trustee of is combining those values with operational practice in a way that is appropriate for them. Much of what we do in students' unions would not be considered "best practice" elsewhere (electing trustees and paying some of them, delegating large areas of responsibility to inexperienced volunteers, choosing to publicly criticise our major funder) but are appropriate for a students' union context with a little consideration.

My experience is that the reason most disputes occur on any board, but especially students' unions, is that this interaction has not been properly discussed and laid out between members and so conflict occurs. One of the recommendations from the 2025 Code is that Trustees have a set of clearly defined values and an agreed dispute resolution mechanism and this document outlines an example template for these.

How to use this document (and how not to)

- This document is free for any students' union to use though I would appreciate it if I was acknowledged as the original author when discussing with the board and colleagues.
- It combines recommended behaviours from the charity governance code with discussions specific to **common students' union values**. You may want to use colour copies to better show where each originates.
- Trustees should discuss if the areas below are useful and appropriate for them with staff input. Some may be taken "off the peg" but you should discuss and argue (!) with the document to find out what is right for you. The footnotes explain why I have suggested an alteration or addition.
- You should review this at least annually when new elected officers join the board following the elections and also make it clear to candidates for election who will become trustees or anyone who applies for appointment to the board what is expected of them.
- Once agreed it should be used as part of any decision making matrix of list of considerations such a financial or risk appetite and legal requirements.
- It should not be used by any organisation or consultant that is not a students' union without permission.

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Questions to help guide Trustees

When considering the board behaviours below, it may be useful for Trustees to discuss the following questions.

- 1) Are there any areas recommended here that we do not believe apply to our board?
- 2) Are there any behaviours missing that we feel should be added?
- 3) What does application of these areas look like practically for our union? For example, under the first behaviour does supporting new trustees mean sharing contact details? Offering to have a coffee with a new starter?
- 4) What are the areas of possible conflict here and what might need to be in place to discuss them?

For example, if you exercise confidentiality as appropriate and are also transparent wherever you can be, does the board need to agree what sorts of items are confidential? Is everything else transparent as standard unless a trustee requests otherwise?

For example, the union has to consider its income streams and upsetting its major funder is a risk, but if they never challenge the university how can they reflect student views? Equally opposing everything on principle is also an unhelpful approach.

- 5) What areas in particular need communicating with students? Students' unions are legally required to be democratic but also have to operate within other laws – they won't release personal data as a result of a student council vote.
- 6) If a Trustee doesn't meet the required behaviours how will it be resolved? What is the process - will the chair or vice-chair discuss it with them? Are there some behaviours where a breach is more serious than others?
- 7) What is the role in staff members to support board members in developing good behaviours and challenging bad behaviour when they see it?
- 8) How will the board as a whole review these behaviours? This should probably be at least annual and when new officers join as part of the election cycle.

Trustee Board Values and Behaviours

The Trustee Board has reviewed the followings statements and its members agreed to follow the behaviours.

Foundational Principles

- 1) Trustees dedicate time to their own induction and to supporting new trustees
- 2) Trustees are curious and keen to learn **and encourage others to ask questions**¹
- 3) Trustees invest time in staying up to date with regulatory changes and advice
- 4) Trustees share their experience and expertise
- 5) Trustees maintain confidentiality as appropriate **and transparent wherever they can be**²
- 6) Trustees recognise and are open about any conflicts between their personal interests and those of the charity
- 7) Trustees recognise that they have both individual and shared responsibilities

Organisational Purpose

- 8) The board is focused on issues that are of most importance to **the Education of Students at the Institution**³
- 9) The board balances evidence from a range of stakeholder perspectives, not just the loudest or the most persistent **using democratic structures as well as research and insight**⁴
- 10) The board considers both current and future stakeholders in its decision making
- 11) The board is forward-thinking and outward-looking, and uses insights from diverse sources
- 12) The board assesses the charity's performance considering both the charity's long-term aims and the current context
- 13) The board is open to new ideas, approaches or partnerships where these support the charity's purpose
- 14) In considering new activities, the board reviews their compatibility with the charitable purposes **including giving opportunities for the personal development of students**⁵

Leadership

- 15) Trustees actively champion the charity's values, modelling expected behaviours and leading by example
- 16) Trustees respect defined roles and delegations **including those of elected officers**⁶
- 17) **The board are mindful where they hold multiple responsibilities, for example being an officer and a trustee.**⁷

¹ An emphasis here on the team nature of boards

² As a member organisation there's a heightened need for transparency, and boards that don't communicate decisions and processes can be regarded negatively by students.

³ Supporting the education of students at the university is the purpose of most (if not all) students' unions

⁴ A students' unions are required by law to be democratic, one of the challenges for boards will be to include inputs from democratic structures in their decision making

⁵ The board will have to consider if and how students are developed by activity and how that balances with risk and support. For example, the use of student leadership when putting on events or running societies against the centralisation of processes.

⁶ This is to emphasis the elected officers will have some powers (for example deciding campaigning work) that are delegated to them

⁷ There will be other areas but this is likely to be the most common

- 18) Trustees are respectful and courteous, and are aware of how their behaviours are perceived by others, especially if they have very different backgrounds and experiences
- 19) Trustees contribute by questioning and challenging ideas openly and constructively
- 20) Trustees are willing to take on an ambassadorial role as required **without representing students unless they are an officer**⁸
- 21) The chair identifies where individual trustees might be best placed to take more of a leadership role and helps the board work together as a team
- 22) The board seeks and values the perspectives of staff
- 23) Trustees balance support for and challenge to the executive team
- 24) The chair invests time in developing the relationship with the most senior member of staff
- 25) The board draws on the expertise of any employed governance professional to help organise its work and improve its effectiveness

Ethics and Culture

- 26) Trustees lead by example, upholding high ethical standards in their conduct and decision making
- 27) The chair **and vice-chair**⁹ address trustee behaviours, in and outside meetings, when these fall short of the agreed expectations
- 28) Trustees actively bring considerations of the charity's values and ethics into their decision making, and recognise that these may be different from their personal values
- 29) Trustees consider how the charity's purpose and values link directly with any other moral, social or environmental responsibilities
- 30) Trustees foster a culture where everyone feels safe and respected
- 31) Trustees actively listen and show respect in meetings
- 32) Trustees speak up when they have concerns about the charity's governance or operations
- 33) Trustees take time to reflect and learn from mistakes and unintended consequences
- 34) **Trustees consider where democracy should guide the work of the charity**¹⁰

Decision making

- 35) Trustees respect delegated roles and responsibilities **including those of elected officers**¹¹
- 36) Trustees are open to ideas, question information and check accuracy when needed
- 37) Trustees recognise the limits of their knowledge/experience and take appropriate advice, without relinquishing responsibility for understanding the issues and making decisions
- 38) **Trustees share information and knowledge to improve the understanding of all**¹²
- 39) Trustees engage in constructive challenge and debate

⁸ Only Officer Trustees should be representing students to the university and wider world (and possibly student trustees where they have another role on issues that are relevant to it).

⁹ Most SU boards will have an officer & a lay member in these roles to increase support when dealing with poor behaviour of a trustee

¹⁰ Again this references the requirements for the SU to be democratic which should be more than just the election of some officers

¹¹ There will be other delegations but the delegation of representation to officers is particularly common

¹² This applies to all trustee boards, but useful to reiterate where there are mixed entry points for SUs (e.g. lay members, students and officers)

- 40) Trustees are helpful in progressing debates to reach solutions
- 41) Trustees share collective responsibility and accountability, even when they disagree with a decision
- 42) All committee chairs work with the board chair to ensure an integrated approach to the work of the board
- 43) Committee chairs ensure effective communications from committees to support board decision making

Managing Resources and Risk

- 44) All trustees embrace their responsibility to understand the charity's finances and resources
- 45) Trustees are open and willing to speak up and ask questions about data or analyses they do not understand
- 46) Trustees use information and data to help them make decisions
- 47) Trustees look to make best use of the charity's assets in a responsible way
- 48) Trustees are proactive in identifying and addressing risks and opportunities
- 49) When appropriate, the board supports the charity's right to speak out about its mission, even if unpopular, *including with the institution*¹³

Equity, Diversity & Inclusion

- 50) Trustees seek to understand the discrimination and inequality that exists in society and how it manifests in their own charity
- 51) Trustees demonstrate that they seek out and value diverse opinion
- 52) In their discussions and debates, trustees consider the range of voices that may be absent from the boardroom and how these are best heard
- 53) Trustees consider how the charity's ways of working or language might unintentionally reinforce exclusion
- 54) Trustees understand that offering and receiving feedback on experience, feelings and behaviour around EDI can feel challenging and work respectfully in a spirit of learning
- 55) Trustees help create and maintain inclusive cultures, practices and behaviours in the work of the board and the charity.
- 56) The chair and individual trustees act swiftly to identify and stop inappropriate behaviour

Board effectiveness

- 57) Trustees engage with the organisation outside meetings in an effort to learn about its activities and to build relationships *including attendance at key events*¹⁴
- 58) Trustees respect agreed board procedures, including term limits
- 59) Trustees make a positive contribution to team dynamics
- 60) Trustees are willing to give, receive and act on feedback
- 61) The chair seeks to understand the motivations, strengths and areas for development of trustees and supports them to address their development needs
- 62) The chair offers feedback and encouragement to trustees
- 63) Trustees offer feedback and encouragement to the chair
- 64) The board takes steps to reflect, learn and improve

¹³ Challenging (and possibly upsetting) the university is a role of the students' union rather than something that is always avoided.

¹⁴ A suggested addition to be clear on expectations especially for lay trustees who should be at annual members meetings and maybe areas like Varsity and election nights.