

**University of Canberra Students' Association  
Incorporated**



**Constitution**

**Amended 8 September 2000, 29 August 2001**

**UNIVERSITY OF CANBERRA STUDENTS' ASSOCIATION INCORPORATED**  
**CONSTITUTION**

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## Part 1 - Preliminary

### 1. NAME

- 1.1 The Name of the Association is the “University of Canberra Students' Association Incorporated”.

### 2. INTERPRETATION

- 2.1 In this Constitution, and Regulations made under this Constitution, unless a contrary intention appears:
- 2.1.1 "the Association" means the University of Canberra Students' Association Incorporated established by subrule 1.1;
  - 2.1.2 "the University" means the University of Canberra as defined in the *University of Canberra Act 1989*;
  - 2.1.3 "the Act" means the *Associations Incorporation Act 1991* (ACT);
  - 2.1.4 "student" means a person who is enrolled in a course of study at the University and includes a person who is enrolled in a course of study at an affiliate or a franchise partner of the University where the terms of the memorandum of understanding between the University and that affiliate or franchise partner defines the person as a student of the University;
  - 2.1.5 "member" means a student who:
    - is not a post-graduate student;
    - has paid the approved membership fee; and
    - has not made a specific request not to be considered a member;
  - 2.1.6 “indigenous member” means a member who is regarded by the University as an indigenous student;
  - 2.1.7 "overseas member" means a member who is regarded by the University as an international student;
  - 2.1.8 “residential member” means a member who is resident in the student residences managed by the University;
  - 2.1.9 "the Committee" means the Committee of the Association constituted by rule 10;
  - 2.1.10 “Committee member” means a member of the Committee constituted by rule 10;
  - 2.1.11 "the Executive" means the Executive of the Association constituted by rule 12;
  - 2.1.12 "office bearer" means a member of the Committee holding one of the offices constituted by rule 13;
  - 2.1.13 "the President" means the President of the Association, or a person acting in that office under subrule 10.5.2;
  - 2.1.14 "the General Secretary” means the General Secretary of the Association, or a person acting in that office under subrule 10.5.2;
  - 2.1.15 "staff member" means a person employed by the Association (other than a Committee member);

- 2.1.16 "Administrative officer" means the person holding that position in accordance with the Staff Regulations;
- 2.1.17 "majority" unless otherwise stated means a simple majority of 50 per cent plus one or more of the members present and voting;
- 2.1.18 "special resolution" means a resolution which:
- is passed at a general meeting of the Association, being a meeting of which at least 21 days notice, accompanied by notice of intention to propose the resolution as a special resolution, has been given to the members of the Association by the posting of a notice on the official notice board; and
  - is passed by at least three-quarters of the votes of those members of the Association who, being entitled to vote, vote at the meeting;
- 2.1.19 "academic day" means a day during the first or second semester, not being a Saturday, Sunday or University holiday, as prescribed in the University Handbook;
- 2.1.20 "official notice board" means the notice board and any other devices described in the Official Notice Board Regulations;
- 2.2 Interpretation of the Constitution, Regulations and Policy of the Association is the responsibility of the President, subject to resolution of a general meeting.

### **3. OBJECTS**

- 3.1 The general object of the Association is to represent and advance the interests of members of the Association.
- 3.2 The specific objects of the Association are to work for:
- 3.2.1 the right of all members to a quality education on an equal basis;
  - 3.2.2 the interests of members in the fields of social security, health, welfare, cultural activities and sport;
  - 3.2.3 scholarship, quality in education, access to education, academic freedom, freedom of thought, freedom of expression and freedom of association;
  - 3.2.4 the principles of student unionism; and
  - 3.2.5 quality services for students.
- 3.3 The Association must not support directly or indirectly any political or religious organisation, except to the extent necessary for furthering the objects of the Association.

### **4. AFFILIATED BODIES**

- 4.1 The Association may affiliate with any other body provided that:
- 4.1.1 the body has no political, ideological or religious convictions which may be inconsistent with, or directly opposed to, the objects of the Association; and
  - 4.1.2 a special resolution authorising such affiliation is passed at a general meeting.
- 4.2 The Association will disaffiliate from a body with which it is affiliated if:
- 4.2.1 the objectives of the body are inconsistent with, or directly opposed to, the objects of the Association; and
  - 4.2.2 a special resolution authorising such disaffiliation is passed at a general meeting.

- 4.3 The Association shall call into review the affiliation of any other body if a request to do so is made by members in the form of a requisition for a general meeting.

## **5. POWERS**

- 5.1 The Association has, both within and outside the Territory, the legal capacity of a natural person and, without limiting the generality of the foregoing has power:

- 5.1.1 to grant a floating charge on property of the Association;
- 5.1.2 to arrange for the Association to be registered or otherwise recognised as a corporate body in a place outside the Territory; and
- 5.1.3 to do any act that it is authorised to do by law, as is necessary, incidental or conducive to the attainment of the objects of the Association.

- 5.2 The Association may only:

- 5.2.1 exercise its powers; and
  - 5.2.2 use its income, assets and profit;
- for its objects.

## **6. INCOME AND PROPERTY**

- 6.1 The income and property of the Association, however derived, shall be applied solely towards the promotion of the objects of the Association and no portion thereof shall be paid or transferred, directly or indirectly, by dividend, bonus, or otherwise, to any member or staff member of the Association.

- 6.2 Subrule 6.1 does not prevent the payment in good faith to a member or staff member of the Association of;

- 6.2.1 remuneration in return for services actually rendered to the Association by the member or staff member, or for goods supplied to the Association by the member or staff member in the ordinary course of business; or
- 6.2.2 interest at current bank overdraft rate on money lent; or
- 6.2.3 a reasonable and proper sum by way of rent for premises let to the Association by the member or staff member.

## **Part 2 - Membership**

### **7. MEMBERSHIP AND MEMBERSHIP FEES**

- 7.1 The membership of a member of the Association shall be for the period covered by the Amenities and Services Fee determined by the University.
- 7.2 The membership fee shall be at least \$1.00 and shall be an amount determined by the Committee.

- 7.3 The Committee shall not recommend any increase in any fee levied by the University for the purposes of students at the University (other than the Amenities and Services Fee) without the approval of a General Meeting.

## **8. RIGHTS OF MEMBERS**

- 8.1 Subject to this Constitution and the Regulations, the rights of members of the Association include:
- 8.1.1 All members of the Association have the right to attend and vote at all General Meetings of the Association.
  - 8.1.2 All members of the Association have the right to attend and be allowed speaking rights at all meetings of the Association, with the exception of those meetings held in camera.
  - 8.1.3 All members have the right to converse with all elected representatives of the Association.
  - 8.1.4 The Constitution, Regulations, Register of Members, minute books, accounts and assets register of the Association shall be available for inspection by any member on his or her reasonable request.
  - 8.1.5 Information concerned with the personal or academic affairs of an individual student provided to an office bearer, Committee member or staff member of the Association, whether elected or otherwise, must be held in confidence by that officer bearer, Committee member or staff member on behalf of the student unless otherwise authorised by that student.
  - 8.1.6 Members have the right to ensure that the objects of the Association, set out in rule 3, are adhered to.
- 8.2 A right, privilege or obligation which a person has by reason of being a member of the Association:
- 8.2.1 is not capable of being transferred or transmitted to another person; and
  - 8.2.2 terminates upon cessation of the person's membership.
- 8.3 A member can not vote by proxy at any meeting of the Association.
- 8.4 Other than as provided for within the University, or in law, the Association shall take no disciplinary action against a member.

## **9. REGISTER OF MEMBERS**

- 9.1 The Association shall maintain a Register of Members of the Association which records:
- 9.1.1 the name and address of each member of the Association; and
  - 9.1.2 the date of admission to, and cessation of, membership of each member.

## **Part 3 - Committee**

## **10. THE COMMITTEE**

- 10.1 There shall be a Committee of the Association which shall be the governing body of the Association and which shall consist of the following members:
- 10.1.1 President;

- 10.1.2 14 other members elected in accordance with the procedure for elections set out in this Constitution and the Election Regulations.
- 10.1.3 Women's Officer; and
- 10.1.4 Overseas Students' Officer;
- 10.1.5 Indigenous Students' Officer;
- 10.1.6 President, Residential Students' Organisation;
- 10.2 Subject to rule 14, the members of Committee shall take office at the declaration of the poll by the Returning Officer at the Annual General Meeting following the elections and shall hold office until the declaration of the poll at the Annual General Meeting in the following year.
- 10.3 Subject to rule 14, office bearers of the Association who are elected from and by the Committee shall take office at the declaration of the poll by the Returning Officer appointed for that ballot.
- 10.4 ***Functions of General Committee Members***
  - General Committee members shall:
    - 10.4.1 ensure that the office bearers of the Association act in accordance with the Constitution of the Association;
    - 10.4.2 canvas student opinion and provide information to the Committee about academic and student welfare issues;
    - 10.4.3 undertake tasks which facilitate the effective operation of the Association;
    - 10.4.4 wherever possible, represent the Association on Committees of the University, or other relevant organisations concerned with student welfare;
    - 10.4.5 attend general meetings, Committee meetings and such sub-committee meetings as may from time to time be convened.
- 10.5 ***Leave of Absence***
  - 10.5.1 The Committee may grant leave of absence to any member of the Committee for a period not exceeding three months.
  - 10.5.2 Where an office bearer is absent in accordance with leave of absence approved by the Committee, the Committee may appoint another member of the Committee to act in that office until the period of leave of absence has expired.

## **11 POWERS OF THE COMMITTEE**

- 11.1 The Committee shall control and manage the business and affairs of the Association.
- 11.2 The Committee shall not act contrary to any resolution passed by a general meeting of the Association, or contrary to a resolution passed by a referendum of all members of the Association.
- 11.3 The Committee shall, in accordance with this Constitution and the Regulations:
  - 11.3.1 actively support and reaffirm the objects outlined in rule 3 of this Constitution;
  - 11.3.2 make policy in so far as is not inconsistent with policy established by a general meeting;

- 11.3.3 perform all such acts and do all such things as appear to the Committee to be necessary or desirable for the proper management of the affairs of the Association;
- 11.3.4 supervise the administration of the Association and the work of the office bearers and staff members of the Association;
- 11.3.5 be empowered to exercise all such functions as may be exercised by the Association other than those functions that are required by this Constitution to be exercised by the Association in general meeting; and
- 11.3.6 be empowered to establish sub-committees, with such powers of co-option as the Committee sees fit, to advise the Committee on particular matters;
- 11.3.7 be empowered to submit a question to members by referendum;

#### 11.4 *Delegation of Powers of the Committee*

- 11.4.1 The Committee may, by resolution in writing, delegate to one or more sub-committees (consisting of such member or members of the Association as the Committee thinks fit) the exercise of such of the functions of the Committee as are specified in the resolution, other than:
  - 11.4.1.1 this power of delegation; and
  - 11.4.1.2 a function which is a function imposed on the Committee by any law of the Territory, or by resolution of the Association in general meeting.
- 11.4.2 Notwithstanding any delegation under this rule, the Committee may continue to exercise any function delegated.
- 11.4.3 Any act or thing done or suffered by a sub-committee acting in the exercise of a delegation under this rule has the same force and effect as it would have if it had been done or suffered by the Committee.
- 11.4.4 The Committee may, by resolution in writing, revoke wholly or in part any delegation under this rule.
- 11.4.5 A sub-committee formed under this rule may meet and adjourn as it sees fit, provided that two days notice of the time and place of the meeting and any subsequent adjournment (where the adjournment is to another day) is given to all members of the sub-committee and a notice containing details of the time and place of the meeting is posted on the official notice board.
- 11.4.6 Where the Executive or a sub-committee makes a policy or financial decision, minutes of such decision must be included in the agenda of the next committee meeting.
  - 11.4.6.1 For the purposes of 11.4.6, a reference to the making of a decision includes failing to pass a resolution which has been moved.

## 12. **THE EXECUTIVE**

- 12.1 There shall be an Executive of the Association which shall consist of the:
  - 12.1.1 President;
  - 12.1.2 Education Vice President;
  - 12.1.3 Welfare Officer;
  - 12.1.4 General Secretary.

- 12.1.5 Media Officer; and
- 12.1.6 Women's Officer;
- 12.2 No person shall be elected to the same office in the Executive for more than two consecutive full terms.
- 12.3 ***Powers of the Executive***
  - 12.3.1 The Executive is empowered to act, by resolution of an Executive meeting, on behalf of the Committee in matters of urgency, for which decisions need to be made before the next Committee meeting.
  - 12.3.2 The Executive shall not act, nor make any new policy, inconsistent with the wishes of the Committee as expressed either by resolution or policy, or inconsistent with resolutions passed at general meetings of the Association.
  - 12.3.3 Decisions of the Executive shall have the same effect as decisions of the Committee, provided that such decisions are made in accordance with this Constitution and the Regulations.
- 12.4 ***Meetings of the Executive***
  - 12.4.1 Any member of the Executive may request the General Secretary to call an Executive Meeting and may submit any matter to the meeting for consideration.
  - 12.4.2 The General Secretary shall give at least two days' notice by the posting of a notice on the official notice board and a copy given to all members of the Executive of the time and place fixed for an Executive Meeting.
  - 12.4.3 Three members of the Executive present in person shall constitute a quorum at a meeting of the Executive.

### **13. OFFICE BEARERS OF THE ASSOCIATION**

#### **13.1 *President***

The President of the Association shall be elected from and by the members and shall:

- 13.1.1 be the spokesperson of the Association on matters of concern to the Association and the members;
- 13.1.2 cause to be made available a public statement on any policy or business of the Association at the request of Committee;
- 13.1.3 maintain liaison and contact with the University administration and academic and other staff;
- 13.1.4 preside at all meetings of the Association, except as otherwise provided for in this Constitution and the Regulations;
- 13.1.5 prepare a report of the activities of the Association for the preceding year for presentation at the Annual General Meeting; and
- 13.1.6 act in accordance with the directives of Committee.

#### **13.2 *Education Vice President***

The Education Vice President shall be elected from and by the Committee not later than three weeks after the Committee takes office, and shall:

- 13.2.1 act as President if there is a vacancy in the position of President, or the President is overseas or otherwise unable to act;
- 13.2.2 maintain liaison and contact with University bodies concerned with the academic matters, including the co-ordination of student representatives on university academic bodies;
- 13.2.3 report on education matters to the Committee;
- 13.2.4 research matters of education welfare which may concern the University;
- 13.2.5 advise Committee of possible solutions to academic problems concerning members; and
- 13.2.6 act in accordance with the directives of Committee.

### 13.3 ***Media Officer***

The Media Officer shall be elected from and by the Committee not later than three weeks after the Committee takes office and shall:

- 13.3.1 publish each issue of the Association's newspaper;
- 13.3.2 be responsible for the day-to-day administration of the Association's media office and staff;
- 13.3.3 ensure that the objects clause of this Constitution and the Association's Media Policy is adhered to in relation to all publications released by the Association; and
- 13.3.4 act in accordance with the directives of Committee.

### 13.4 ***General Secretary***

The General Secretary shall be elected from and by the Committee not later than three weeks after the Committee takes office and shall:

- 13.4.1 convene, in accordance with this Constitution, general meetings and meetings of the Committee and the Executive;
- 13.4.2 act as Secretary to all committees and sub-committees of the Association, except where other provision for this responsibility is made in, or in accordance with, this Constitution or the Regulations.
- 13.4.3 conduct and keep records of all correspondence on behalf of the Association;
- 13.4.4 update all Association policy documents, and ensure that a copy of new policy is sent to the relevant committee members;
- 13.4.5 collect, receive and take charge of all monies belonging to the Association;
- 13.4.6 ensure that all payments are authorised in accordance with this Constitution;
- 13.4.7 ensure that correct accounts and books are kept showing the financial affairs of the Association with full details of all receipts and expenditure connected with the activities of the Association;
- 13.4.8 furnish to Committee for presentation to the Annual General Meeting a full report of the assets and liabilities and a balance sheet of the finances of the Association for the preceding year. The General Secretary's report shall be available to all members not less than fourteen days prior to the Annual General Meeting;
- 13.4.9 furnish to the Committee a statement of the financial status of the Association in their monthly reports and on request by a member of the Executive or Committee;

- 13.4.10 carry out such other duties as this Constitution, Regulations or Committee resolutions may from time to time determine;
- 13.4.11 with the permission of the Committee, delegate the powers and duties listed in rules 13.4.2 – 7 to a staff member or to any other member of the Committee; and
- 13.4.12 act in accordance with the directives of Committee.

### 13.5 *Welfare Officer*

The Welfare Officer shall be elected from and by the Committee not later than three weeks after the Committee takes office and shall:

- 13.5.1 be responsible for implementing all policy that deals with the welfare of students;
- 13.5.2 liaise with Territorial and National welfare and community sector groups and peak bodies;
- 13.5.3 co-ordinate the provision of information on welfare to members, and the University;
- 13.5.4 conduct welfare campaigns;
- 13.5.5 liaise with all other office bearers to ensure that a welfare component is included, where appropriate, in all campaigns of the Association;
- 13.5.6 in consultation with the Women's Officer, Indigenous Students' Officer and Overseas Students' Officer report on welfare matters to the Executive and the Committee;
- 13.5.7 research matters of welfare which may concern the University;
- 13.5.8 ensure that the objects clause of this Constitution and the Association's Welfare Policy is adhered to in relation to all areas of the Association;
- 13.5.9 co-ordinate and promote work on the affairs of part-time and mature age students; and
- 13.5.10 act in accordance with the directives of Committee.

### 13.6 *Women's Officer*

The Women's Officer shall be elected from and by the female members of the Association and shall:

- 13.6.1 provide a contact in the Association for women on campus;
- 13.6.2 co-ordinate communications between campus women's groups, other Women's Officers and the Women's Movement;
- 13.6.3 compile and disseminate information on a wide variety of issues with relevance to women's changing status;
- 13.6.4 organise and facilitate the formation of women's groups on campus;
- 13.6.5 ensure that the Women's Room, and materials and literature held in it, are maintained;
- 13.6.6 co-ordinate campaigns and conferences on matters of concern to women; and
- 13.6.7 act in accordance with the directives of Committee.

### 13.7 *Overseas Students' Officer*

The Overseas Students' Officer shall be elected from and by overseas members of the Association and shall:

- 13.7.1 be responsible for promoting the concerns of overseas students within the University and represent these students on Committee;
- 13.7.2 co-ordinate and provide support to overseas student groups on campus;
- 13.7.3 co-ordinate communications between campuses, overseas student groups and other overseas student officers;
- 13.7.4 compile and disseminate information on education, immigration and welfare and a wide variety of other issues relating to overseas students;
- 13.7.5 co-ordinate campaigns and conferences on matters of concern to overseas students;
- 13.7.6 coordinate the activities of the University of Canberra Overseas Students' Organisation; and
- 13.7.7 act in accordance with the directives of Committee.

### 13.8 *Indigenous Students' Officer*

The Indigenous Students' Officer shall be the nominee of the University of Canberra Aboriginal and Torres Strait Islander Students' Association and shall:

- 13.8.1 co-ordinate communications between campuses, indigenous student groups, and other indigenous student officers;
- 13.8.2 compile and disseminate information on a wide variety of issues relating to indigenous students;
- 13.8.3 co-ordinate campaigns and conferences on matters of concern to indigenous students; and
- 13.8.4 act in accordance with the directives of Committee.

### 13.9 *President, Residential Students' Organisation*

The President, Residential Students' Organisation shall be elected from and by the residential members of the Association and shall:

- 13.9.1 be responsible for promoting the concerns of residential members within the University and represent these members on the Committee.
- 13.9.2 compile and disseminate information on a wide variety of issues relating to matters affecting residential members.
- 13.9.3 coordinate the activities of the University of Canberra Residential Students' Organisation; and
- 13.9.4 act in accordance with the directives of Committee.

### 13.10 *Sexuality Officer*

The Sexuality Officer shall be Gay or Lesbian or Bisexual or Transgender or Queer identifying, and shall be elected from and by the Committee not later than three weeks after the Committee takes office, and shall:

- 13.10.1 provide a contact on campus for Gay, Lesbian, Bisexual and Transgender students on campus providing support, advocacy, information and referral as required;
- 13.10.2 coordinate the provision of information on Gay, Lesbian, Bisexual and Transgender issues to the Committee, members and the broader University community;

- 13.10.3 formulate and evaluate Gay, Lesbian, Bisexual and Transgender policy for the Students' Association Committee;
- 13.10.4 develop Gay, Lesbian, Bisexual and Transgender group/s on campus;
- 13.10.5 conduct sexuality campaigns;
- 13.10.6 liaise with Territory and National Gay, Lesbian, Bisexual and Transgender groups;
- 13.10.7 liaise with office bearers to ensure that the Gay, Lesbian, Bisexual and Transgender component is included where appropriate in all campaigns of the Association;
- 13.10.8 report on Gay, Lesbian, Bisexual and Transgender matters to the Committee; and
- 13.10.9 act in accordance with the directives of Committee.

### 13.11 *Environment Officer*

The Environment Officer shall be elected from and by the Committee not later than three weeks after the Committee takes office and shall:

- 13.11.1 encourage good environmental practices within the Association, the University and the broader community;
- 13.11.2 collect and provide relevant environmental information for use by the Association and University community in all forms with particular regard to electronic and student generated media;
- 13.11.3 have a principal role in the development and implementation of environmental policies and practices within the Association and University community;
- 13.11.4 encourage students and staff to positively improve the Association's and the University's environment from policy making to active involvement;
- 13.11.5 liaise with external organisations or persons on behalf of the Association on environmental matters;
- 13.11.6 suggest and support any curriculum developments that promote involvement and awareness of the University environment;
- 13.11.7 encourage debate and discussion on relevant issues and inform the Committee and the University community about current developments and issues; and
- 13.11.8 act in accordance with the directives of Committee.

13.12 An office bearer shall hold only one office of the Association, except for the offices of Sexuality Officer and Environment Officer which may be held jointly with another office of the Association.

~~13.13 Where no member of the Committee accepts appointment to the office of Sexuality Officer, the Welfare Officer shall undertake the duties of this office.~~

13.14 Office bearers of the Association must furnish monthly reports detailing their activities for examination by Committee.

## 14. VACATION OF OFFICE

- 14.1 For the purposes of this Constitution, the position of a member of the Committee (including all office bearers) becomes vacant if the member -
- 14.1.1 dies;
  - 14.1.2 ceases to be a member of the Association;
  - 14.1.3 resigns from their position as a Committee member by notice in writing to the Committee;
  - 14.1.4 is removed from their position as a Committee member under subrule 14.3;
  - 14.1.6 is absent without leave of the Committee from three consecutive Committee meetings;
  - 14.1.8 is liable for disqualification under section 63 of the Act (relating to insolvency or conviction of certain offences); or
  - 14.1.9 is for any other reason unable to perform the duties of the office.
  - 14.1.10 in the position of Overseas Students' Officer is no longer considered by the University to be an International Student;
  - 14.1.11 in the position of President, Residential Students' Organisation is no longer a residential member;
  - 14.1.12 in the position of Sexuality Officer is no longer Gay or Lesbian or Bisexual or Transgender or Queer identifying.
- 14.2 If a member of the Executive (other than the President and the Women's Officer) is absent, without leave of the Executive, from three consecutive Executive meetings, their position as an office bearer of the Association becomes vacant, however they continue to be a member of the Committee.
- 14.3 ***Removal from Office***
- 14.3.1 The President may be removed from that office and membership of the Committee by a resolution passed by two-thirds of the members present and voting at a General Meeting of the Association called for that purpose.
  - 14.3.2 The Women's Officer may be removed from that office and membership of the Committee by a resolution passed by two-thirds of the female members present and voting at a General Meeting of the Association called for that purpose, provided that at least thirty female members are present in person.
  - 14.3.3 The Overseas Students' Officer may be removed from that office and membership of the Committee by a resolution passed by two-thirds of the overseas members present and voting at a General Meeting of the Association called for that purpose, provided that at least thirty overseas members are present.
  - 14.3.4 The Indigenous Students' Officer may be removed from that office and membership of the Committee by a resolution passed by two-thirds of the indigenous members present and voting at a General Meeting of the Association called for that purpose, provided that at least thirty indigenous members are present.
  - 14.3.5 The President, Residential Students' Organisation may be removed from that office and membership of the Committee by a resolution passed by two-thirds of the residential members present and voting at a General Meeting called for that purpose, provided that at least thirty residential members are present.

- 14.3.6 A member of Committee, other than the office bearers specified in the preceding subrules, may be removed from their position as an office bearer of the Association or from membership of the Committee (or both) by a resolution passed by two-thirds of the members present and voting at a General Meeting of the Association called for that purpose.
- 14.3.7 An officer bearer elected by and from the Committee may be removed from their position as an office bearer of the Association by a resolution passed by two-thirds of the Committee members present and voting at a Committee meeting called for that purpose.

#### 14.4 *Filling Vacancies*

- 14.4.1 Where a vacancy occurs in the position of President, a new President shall be elected from and by the members of the Association and the by-election shall be called within ~~four~~ two semester weeks of the vacation of office, unless the vacancy occurs after the last day of the class-free period in semester one but before the Annual General Meeting in the same year, when the Committee shall fill the position from among its members.
- 14.4.2 Where a vacancy occurs in the position of an office bearer (other than the President), the vacant position shall be filled in a by-election, and the by-election shall be called within two semester weeks of the vacation of office, unless the vacancy occurs after the last day of the class-free period in semester one but before the Annual General Meeting in the same year, when the Committee shall fill the position from among its members ensuring that:
- 14.4.2.1 where the vacancy is a vacancy in the position of Women’s Officer that only a female member of the Committee is elected;
- 14.4.2.2 where the vacancy is a vacancy in the position of Overseas Students’ Officer that only an international member of the Committee is elected;
- 14.4.2.3 where the vacancy is a vacancy in the position of Residential Students’ Officer that only a residential member of the Committee is elected;
- 14.4.2.4 where the vacancy is a vacancy in the position of Sexuality Officer that only a Gay or Lesbian or Bisexual or Transgender or Queer identifying member of the Committee is elected.
- ~~14.4.3 Where a vacancy occurs in the position of the Women’s Officer, Overseas Students’ Officer, Indigenous Students’ Officer or President, Residential Students’ Organisation, the Committee shall arrange for the position to be filled, consistently with clause 13, in a by-election by the relevant constituency.~~
- 14.4.3 Where a vacancy occurs in the position of a member of the General Committee (other than vacancies dealt with in rules 14.4.1 to 14.4.2), the vacant position shall be filled in a by-election, unless the vacancy occurs after the last day of the class-free period in semester one but before the Annual General Meeting in the same year, when the position will remain vacant until filled by the Returning Officer’s declaration of the poll at the Annual General Meeting.,

~~14.4.4 Where a vacancy occurs in the position of an office bearer appointed from and by the Committee under sub rules 13.2, 13.3, 13.4, 13.5, 13.10 or 13.11, the Committee shall fill the position from among its members.~~

#### 14.5 *Exercising of Powers*

14.5.1 The exercising of powers or the performance of the functions of the Committee, the Executive, or a sub-committee appointed by the Committee, shall not be affected by reason of there being a vacancy or vacancies on the Committee, Executive or sub-committee.

14.5.2 Any act or thing done or suffered, or purporting to have been done or suffered by the Committee, or by the Executive, or by a sub-committee appointed by the Committee, is valid and effectual notwithstanding any defect that may afterwards be discovered in the appointment or qualification of any member of the Committee, Executive or sub-committee, provided that decisions of the Committee, Executive or sub-committee would not have been affected by such defect.

### 15. MEETINGS OF THE COMMITTEE

15.1 Meetings of the Committee shall be held at least three times each semester at such a time and place as the President directs, or at the written request of three members of the Committee.

15.2 The General Secretary shall call meetings of the Committee and shall give at least three days notice by the posting of a notice on the official notice board and a copy given to all members of the Committee of the time and place fixed for a meeting of the Committee.

15.3 The first meeting of the Committee after an Annual General Meeting shall be held no later than three weeks after the Annual General Meeting.

15.4 Unless otherwise directed by a two-thirds majority of the Committee members present, a matter may not be discussed at a Committee meeting unless it has been submitted to the General Secretary not later than ~~twenty four~~ forty-eight hours before the notified time of the commencement of the meeting.

15.5 If, at the expiration of half an hour after the time fixed for the holding of any Committee meeting, a quorum has not been present the meeting shall stand adjourned to a date and time to be fixed by the President.

15.6 Seven members shall constitute a quorum at a Committee meeting.

### 16. CONFLICTS OF INTEREST

16.1 Where a Committee member has any direct or indirect pecuniary interest in a contract or proposed contract to which the Association is or may be a party, the Committee member shall:

16.1.1 as soon as the interest becomes apparent to him or her - disclose the nature and extent of the interest to the Committee; and

16.1.2 disclose the nature and extent of the interest at the next General Meeting of the Association.

- 16.2 Subrule 16.1 does not apply in relation to a Committee member in respect of an interest in a contract or proposed contract that arises only because the Committee member is an employee of the Association.
- 16.3 A disclosure under subrule 16.1 must be recorded in the minutes of the meeting of the Committee and the member must not, unless the Committee otherwise determines:
- 16.3.1 be present during any deliberation of the Committee with respect to that matter; or
- 16.3.2 take part in any decision of the Committee with respect to that matter.
- 16.4 For the purposes of making a determination under subsection 16.2, a member of the Committee who has a direct or indirect pecuniary interest in the matter concerned must not:
- 16.4.1 be present during any deliberation of the Committee for the purpose of making the determination; or
- 16.4.2 take part in making the determination.
- 17. STAFF OF THE ASSOCIATION**
- 17.1 The Committee shall appoint, or shall arrange to be appointed, such staff members as are required by the Association from time to time.
- 17.2 Staff members of the Association shall be employed according to terms and conditions determined by the Committee.
- 17.3 The employment of a staff member of the Association shall not be terminated except by a resolution passed by a two-thirds majority of the Committee members present and voting at a Committee Meeting called for that purpose.

## **Part 4 - General Meetings**

### **18. GENERAL MEETINGS**

- 18.1 The Committee may, by resolution at a Committee meeting, or by notice in writing signed by any ten Committee members, require a General Meeting of the Association to be called.
- 18.2 Upon receipt of a resolution or notice under subrule 18.1, the General Secretary shall, within three days and in consultation with the President, call a General Meeting at a suitable time and place.
- 18.3 *Requisition of General Meeting*
- 18.3.1 The President, Education Vice President, General Secretary, Welfare Officer, Media Officer, Women's Officer, or a petition of thirty members, may give notice to the General Secretary requiring the calling of a General Meeting of the Association to discuss a matter or matters outlined in the notice.
- 18.3.2 The General Secretary, in liaison with the member or members requisitioning the General Meeting, shall, within ten days from the date of such a notice, fix a time, date and place for the requisitioned general meeting.
- 18.3.3 A General Meeting called by requisition shall consider only the matter or matters notified under subrule 18.3.1.

18.3.4 If a quorum is not present within thirty (30) minutes after the time and at the place specified under subrule 18.3.2, the requisitioned General Meeting shall lapse.

#### 18.4 *Notice and Place of General Meeting*

18.4.1 The General Secretary shall give members of the Association at least twenty-one (21) days notice of the time and place of a General Meeting by posting a notice on the official notice board at the Registered Office of the Association.

18.4.2 General Meetings must be held at the Bruce campus of the University on an academic day and the starting time of such a meeting shall not be later than 7.30 pm or earlier than 8.30 am.

18.4.3 Subject to subrule 18.3.4, if, at the expiration of half an hour after the time fixed for the holding of a General Meeting, a quorum is not present, the meeting shall stand adjourned to a date and time to be fixed by the General Secretary in consultation with the Committee.

#### 18.5 *Matters for Discussion at a General Meeting*

18.5.1 Subject to this Constitution, the Committee may direct the General Secretary to include in the Agenda for the General Meeting such matters as it determines.

18.5.2 Subject to subrule 18.3.3, a member of the Association may by notice in writing to the Secretary give notice of any matter to be placed before a General Meeting provided that such notice is received at least ten (10) days prior to the meeting.

#### 18.6 *Purposes of General Meetings*

The purposes of General Meetings are to:

18.6.1 provide a forum for members to discuss relevant matters concerning the objects of the Association

18.6.2 give direction to the Committee

18.6.3 deliberate on decisions made by the Committee prior to the General Meeting provided they are included in the Agenda.

### **19 PROCEDURE AT GENERAL MEETINGS AND OTHER MEETINGS OF THE ASSOCIATION**

19.1 All meetings of the Association shall be held in accordance with the Standing Orders.

#### 19.2 *Presiding officer*

19.2.1 The President, or in the absence of the President, the Education Vice President, shall preside at all meetings of the Association.

19.2.2 In the absence of the President and the Education Vice President at a meeting, the members present shall elect one of their number to preside at the meeting.

### 19.3 *Quorum of a General Meeting*

19.3.1 Thirty members present in person shall constitute a quorum at a General Meeting of the Association.

### 19.4 *Adjournment*

19.4.1 The presiding officer of a general meeting at which quorum is present may, with the approval of the meeting, adjourn the meeting from time to time and place to place, but no business shall be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.

19.4.2 Where a general meeting is adjourned for 21 days or more, the General Secretary shall give notice by the posting of a notice on the official notice board of the adjourned meeting stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.

19.4.3 Except as provided in 19.4.2, notice of an adjournment of a general meeting or of the business to be transacted at an adjourned meeting is not required to be given.

### 19.5 *Agenda*

19.5.1 The General Secretary shall prepare an Agenda for any General Meeting containing matters communicated to him or her in accordance with subrule 18.5.2 and shall give members notice by the posting of a notice on the official notice board of the Agenda of such a meeting at least seven days before the General Meeting.

### 19.6 *Late Motions*

19.6.1 A General Meeting shall consider only the business specified in this Constitution and matters on the Agenda but may, subject to rule 18.3.3 and with the consent of a majority of members present and voting, consider a motion moved and seconded by members present on any matter. A matter so considered shall be:

19.6.1.1 binding on Committee if passed by three-quarters of the members present and voting;

19.6.1.2 considered a recommendation to the Committee if passed by a majority of members present.

### 19.7 *Speaking Rights*

19.7.1 At any General Meeting, speaking rights may be granted to any person by resolution passed by a two-thirds majority of eligible members present and voting.

19.7.2 Subject to subrule 19.7.1, speaking rights are restricted to those members eligible to vote at a meeting.

## 20 **ANNUAL GENERAL MEETING**

20.1 The Association shall, once in each calendar year, hold an Annual General Meeting.

20.2 The Annual General Meeting shall be in addition to any other general meetings that may be held in the same year, and shall be specified as such in the notice convening it.

20.3 The Annual General Meeting of the Association shall be held in the months of August, September or October within three semester weeks of the close of voting in the annual elections, at a time and place determined by the outgoing President.

- 20.4 Except as otherwise provided in this rule, the Annual General meeting shall be conducted according to the provisions for General Meetings in rules 18 and 19.
- 20.5 The Annual General meeting shall be conducted according to the following order of business:
- Confirmation of minutes of previous AGM
  - Statutory Reports
  - Committee and Staff Reports
  - Election of Auditor
  - Returning Officer's Declaration of Poll
  - Special Business of which notice has been given.
- 20.7 The Statutory Reports, to be presented in accordance with section 73(1) of the Act at the Annual General Meeting, are:
- 20.7.1 the audited statement of the Association's accounts in respect of the most recently ended financial year of the Association;
  - 20.7.2 the Auditor's Report on the Association's accounts;
  - 20.7.3 Statutory Report by the Committee (section 73(1)(c)).
- 20.8 The Committee and Staff Reports to be presented at the Annual General Meeting are:
- 20.8.1 the President's report of the proceedings of the Association subsequent to the previous Annual General Meeting;
  - 20.8.2 the Education Vice President's report of education issues
  - 20.8.3 the General Secretary's report on the finances of the Association;
  - 20.8.4 the Public Officer's report of
    - all Conflicts of Interest of Committee Members as defined in rule 16;
    - all uses of the Common Seal;
    - a list of the meeting dates for all General Meetings, Committee Meetings, Executive Meetings and Sub-Committee Meetings;
 subsequent to the previous Annual General Meeting.
  - 20.8.5 a general report on the functions of the Association presented by staff members
- 20.9 Upon deliberation, the voting members shall approve the Statutory Reports, and may by two-thirds majority approve any or all of the Committee and Staff Reports.
- 20.10 Where the Annual General Meeting approves the reports and accounts referred to in subrule 20.9, the President shall furnish them to the Council of the University as soon as practicable.
- 20.11 If, at the expiration of half an hour after the time fixed for the holding of the Annual General Meeting, a quorum has not been present, the meeting shall stand adjourned to a date and time, within three semester weeks, to be fixed by the out-going President.
- 20.12 If, at the adjourned meeting, a quorum is not present within half an hour after the time appointed for the commencement of the meeting, the members present (being not less than 3) shall constitute a quorum and only the business listed in rule 20.5 shall be dealt with.

## **21. ELECTIONS**

- 21.1 All elections of the Association shall be conducted in accordance with Election Regulations made by the Committee under rule 30.



## **Part 5 - Finance and Audit**

### **22. ACCOUNTS AND FINANCES**

#### **22.1 *Accounts***

22.1.1 All monies received by the Association shall be deposited as soon as practicable and without deduction to the credit of an account of the Association current with a bank or financial institution operating under Commonwealth prudential supervision.

22.1.2 The authorised signatories of the Association's bank and investment accounts shall be the members of the Executive and the Administrative Officer.

22.1.3 Monies shall not be drawn from an account of the Association except by cheques or orders signed by two of the authorised signatories.

22.1.4 Unless it is for an amount which is properly payable out of petty cash, no account shall be paid unless the General Secretary is satisfied that the payment is correctly made and properly authorised. In the absence of appropriate documentary evidence, the amount may be paid on the written authority of the General Secretary and one other member of the Executive or of three members of the Executive.

22.1.5 Notwithstanding subrules 22.1.2, 22.1.3 and 22.1.4, the Committee may authorise the opening of a bank account for the purposes of facilitating the financial transactions involved in any specific activity of the Association. The authorised signatories of such accounts may be other than those provided in clause 22.1.2. The Committee shall report to the Annual General Meeting the establishment and operation of such accounts.

22.1.6 Subject to any resolution passed by the Association in general meeting, the funds of the Association shall be used in pursuance of the objects of the Association in such manner as the Committee determines.

#### **22.2 *Financial Year***

22.2.1 The financial year of the Association shall commence on the first day of July in a year and shall terminate on the last day of June in the following year.

### **23. AUDIT**

23.1 The books and accounts of the Association shall be subject to an independent yearly audit.

#### **23.4 *Auditor***

23.4.1 An auditor shall be appointed at each Annual General Meeting as Auditor of the Association and shall carry out audits of the books and accounts of the Association as required by this Constitution, the Act and the University of Canberra Act.

- 23.4.2 The Auditor shall be:
- 23.4.2.1 a member of the Institute of Chartered Accountants in Australia, the National Institute of Accountants, or the Australian Society of Certified Practising Accountants; or
  - 23.4.2.2 a registered companies auditor under the Corporations Law.
- 23.4.3 The Auditor shall not be:
- 23.4.3.1 a Committee member of the Association;
  - 23.4.3.2 a partner, employer or employee of a Committee member of the Association; or
  - 23.4.3.3 a partner or employee of an employee of a Committee member of the Association.
- 23.4.4 Where the Auditor is unable to perform his or her duties the Committee shall appoint another qualified person to act as Auditor in his or her place until the end of the next ensuing Annual General Meeting.
- 23.4.5 the Committee may at such times as it thinks fair direct the Auditor to audit the books and accounts of the Association and the Auditor shall furnish to the Committee a report on that audit.
- 23.4.6 The Auditor may at his or her discretion carry out such an inspection of the books and accounts of the Association as he or she deems necessary.
- 23.4.7 The Auditor of the Association shall hold office until the end of the next Annual General Meeting after his or her election to office and shall be eligible for re-election.

## **24. SOURCE OF FUNDS**

- 25.1 The Association may derive funds from member's subscriptions and contributions, contributions from the University, grants and donations, fees for services provided, charges for activities and any other lawful source.

## **25. INDEMNITY AND LIABILITY OF MEMBERS**

- 25.1 Every office bearer, Committee member and staff member shall be indemnified out of the funds of the Association against any liability incurred by him or her in the proper performance of his or her duties.

## **26. LIABILITY OF MEMBERS**

- 26.1 The liability of a member to contribute to towards the payment of the debts and liabilities of the Association or the costs, charges and expenses of the winding up of the Association is limited to the amount, if any, unpaid by the member in respect of membership of the Association.

## **Part 6 - Autonomous Bodies**

### **27. UNIVERSITY OF CANBERRA RESIDENTIAL STUDENTS' ORGANISATION**

- 27.1 There shall be an autonomous body of the Association known as the University of Canberra Residential Students' Organisation (RSO).
- 27.2 The objectives of the RSO shall be to promote generally the interests of the members of the Organisation within the University.
- 27.3 All accounts of the RSO shall be audited by the Association's auditor, with the Association paying all costs thereof.
- 27.4 The RSO shall be governed by its Constitution, provided that it does not act contrary to the Association's Constitution, Regulations, Standing Orders or Policy.

### **28. UNIVERSITY OF CANBERRA OVERSEAS STUDENTS' ORGANISATION**

- 28.1 There shall be an autonomous body of the Association known as the University of Canberra Overseas Students' Organisation (UCOSO).
- 28.2 The objectives of UCOSO shall be to promote, represent and further the interests of overseas students at the University.
- 28.3 All accounts of the UCOSO shall be audited by the Association's auditor, with the Association paying all costs thereof.
- 28.4 UCOSO shall be governed by its Constitution, provided that it does not act contrary to the Association's Constitution, Regulations, Standing Orders or Policy.

### **29. UNIVERSITY OF CANBERRA ABORIGINAL AND TORRES STRAIT ISLANDER STUDENTS' ASSOCIATION**

- 29.1 There shall be an autonomous body of the Association known as the University of Canberra Aboriginal and Torres Strait Islander Students' Association (ATSISA)
- 29.2 The objectives of ATSISA shall be to promote generally the interests of indigenous students at the University.
- 29.3 All accounts of ATSISA shall be audited by the Association's auditor, with the Association paying all costs thereof.
- 29.4 ATSISA shall be governed by its Constitution, provided that it does not act contrary to the Association's Constitution, Regulations, Standing Orders or Policy.

## **Part 7 - Miscellaneous**

### **30. REGULATIONS**

- 30.1 The Committee may, by a two-thirds majority vote of members present, make Regulations not inconsistent with this Constitution, regulating the operation of the Association or prescribing any matter permitted or required under this Constitution to be prescribed. Such Regulations shall continue in force until amended or rescinded by a two-thirds majority vote of members present at a Committee Meeting or by resolution of a General Meeting.

### **31. REGISTERED OFFICE AND CUSTODY OF RECORDS**

- 31.1 The Registered Office of the Association shall be at the Bruce campus of the University of Canberra in the Australian Capital Territory, or in any such other place as the Committee from time to time may determine.
- 31.2 The Constitution, Regulations, Register of Members, minute books, accounts and assets register of the Association, and other documents relating to the affairs of the Association, shall be kept in the custody of and under the control of the Public Officer of the Association at the Registered Office of the Association.

### **32. COMMON SEAL**

- 32.1 The common seal of the Association shall be kept in the custody of a person specified for that purpose by the Committee.
- 32.2 The common seal shall not be affixed to any instrument except by the authority of the Committee and the affixing of the common seal shall be attested by the signatures of the President and one other Committee member.
- 32.3 Where the President is unable to attest the affixing of the common seal, the affixing of the common seal shall be attested by the signatures of a member of the Executive and one other Committee member.

### **33. PUBLIC OFFICER**

- 33.1 The Committee of the Association shall, within fourteen days after the incorporation of the Association, appoint a resident of the Territory to be the Public Officer of the Association and, if the office becomes vacant, shall within fourteen days after it becomes vacant, appoint a person resident in the Territory to fill the vacancy. The Public Officer shall be at least 18 years of age.
- 33.2 The office of the Public Officer becomes vacant if the person holding that office:
- 33.2.1 dies;
  - 33.2.2 is removed as Public Officer by resolution of the Committee.
  - 33.2.3 resigns from the office by notice in writing to the Committee;
  - 33.2.4 becomes insolvent under administration within the meaning of the Corporations Law;

- 33.2.5 suffers from a mental or physical incapacity which renders him or her incapable of acting as Public Officer;
- 33.2.6 is convicted of an indictable offence in relation to the promotion, formation or management of a body corporate, or of an offence involving fraud or dishonesty punishable by imprisonment for a period of three months or more; or
- 33.2.7 ceases to reside in the Territory.

#### **34. ALTERATION OF CONSTITUTION**

- 34.1 This Constitution may be altered by special resolution at a General Meeting (including the Annual General Meeting).
- 34.2 The alterations shall take effect when the required notice of alteration of the Constitution is lodged with the Registrar-General, unless some later date is specified in the special resolution adopting the alterations.

#### **35. WINDING UP**

- 35.1 The members of the Association may, by special resolution, wind up the Association at a General Meeting convened for that purpose and attended by at least one tenth of the members of the Association.
- 35.2 If upon the winding up of the Association there remains, after satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid to or distributed among the members of the Association but shall be given or transferred to some other institution or institutions having objects similar to the objects of the Association and being approved by the Commissioner of Taxation as exempt from income tax under the *Income Tax Assessment Act 1997*, such institution or institutions to be determined by special resolution of the members of the Association at or before the time of winding up, or in default thereof by a Court of the Australian Capital Territory.