

Special General Meeting

MINUTES

Date: 20 March 2026

Time: 11am

Location: Manning, Level 2 and online via Zoom

Present:

Phan	Vu	Chair and President
James	Dwyer	Honorary Treasurer
Shirley	Zhang	Honorary Secretary
Archie	Wolifson	Director
Layla	Wang	Director
Noah	Rancan	Director
Sally	Liu	Director
Bryson	Constable	Immediate Past President
Tiffany	Donnelly	Senate Appointed Director
Michael	Bromley	Senate Appointed Director

Adam	Spencer	Member	Lisa	Broermann	Member
Alessio	Specie	Member	Lulu	Gelonesi	Member
Alessio	Narduzzi	Member	Mamo	Yamazaki	Member
Alexander	Poirier	Member	Manav	Nagpal	Member
Andrew	Mills	Member	Mansh	Saxena	Member
Annie	Zhou	Member	Marc Harry	Panasa	Member
Anthia	Balis	Member	Marco	Sgaravizzi	Member
Ayesha	Shaikh	Member	Marlow	Hurst	Member
Barbara	Oliveira	Member	Matthew	Haywood	Member
Ben	Wu	Member	Matthew	King	Member
Benjamin	Hines	Member	Michael	Spiro	Member
Bruce	Paterson	Member	Michell	Patton	Member
Chris	Lowndes	Member	Mitch	King	Member
Chunyu	Zheng	Member	Mollika	Nedozhagin	Member
Cristopher	Artuz	Member	Monique	McPheeter	Member
Cynthia	Hu	Member	Natalie	Moussa	Member
David	Zhu	Member	Neel	Erande	Member
Davis	Nguyen	Member	Ngoc Nam Phuong	Pham	Member
Duc Minh	Nguyen	Member	Nguyen Phouc	Truong	Member
Quang			Dhai		
Elena	Kosnikas	Member	Nicholas	Comino	Member
Emily	Scarlis	Member	Nick	Horgan	Member
Eve	Jarvie	Member	Patrick	Oriel	Member
Fiona	Garnham	Member	Ray Chen Xi	Huang	Member
Flora	Feng	Member	Reeyaa	Agrawal	Member

Ha Phuong	Nguyen	Member	Richard	Morgan	Member
Hana	Arita	Member	Rinzie	Nguyen	Member
Harry	Beer	Member	Ryan	Unger	Member
Harsha					
Abhiram	Pilla	Member	Samantha	Trodden	Member
Naidu					
Helen	Tzovaras	Member	Sanaaya	Nanda	Member
Hien Anh	Nguyen	Member	Scarlett	Jiang	Member
Jackson	Raftery	Member	Scott	Meehan	Member
James	Green	Member	Selina	Groll	Member
Jane	Coles	Member	Sophia	Costa	Member
Jimmy	Turnbull	Member	Stacey	Chen	Member
John	Moore	Member	Steven	Moore	Member
Justin	Isip	Member	Taylah	Hunter	Member
Kailoh	Ramcharan	Member	Tran	Howlett	Member
Kate	Saap	Member	Violette	Ranc	Member
Kaushik					
Kewalram	Khobragade	Member	Wayne	Cai	Member
Kelian	Landry	Member	William	Johnston	Member
Kevin	Wong	Member	YiQuan	Ding	Member
Le Chau					
Hung	Nguyen	Member	Yuxuan	Wu	Member
Leo	Moore	Member	Zack	Alloggia	Member
Lilly	Aggio	Member	Zayed	Tabish	Member

1. Opening and Quorum

The Special General Meeting was opened by the Chair, Phan Vu, at 11:09am. Quorum was met, with 104 Members present (in person and online).

2. Acknowledgement of Country

An Acknowledgement of Country was delivered by the Chair.

3. Purpose of Meeting

The Chair outlined the purpose of the meeting, being to consider a motion relating to moving USU from an unincorporated association to an incorporated legal entity.

The Chair invited Life Member Adam Spencer and USU Ltd President, Benjamin Hines, to speak to the motions proposed at the meeting.

4. Member Questions

Members were provided the opportunity to ask questions. There were no questions.

5. Motion

The Chair proposed that voting be conducted by a show of hands, seconded by Shirley

Zhang.

A member then requested that the vote be conducted by ballot, with the request supported by at least other 14 members.

Pursuant to Clause 15.4(d) of the Constitution, the Chair confirmed that the vote would proceed by ballot.

The voting method was confirmed prior to the presentation of the motions.

The following motion was proposed en bloc:

That the membership of the USU:

1. Approves the transfer of all assets and liabilities associated with the University of Sydney Union (ABN 73 818 179 759) (USU) to Usyd Student Union Ltd (ABN 52 688 637 818) (USU Ltd) (the Transfer), consistent with article 19 of the USU Constitution 'Transfer of Assets'.
2. Confirms, for the purposes of articles 19.1 and 19/2 of the USU Constitution, and for the avoidance of doubt, that USU Ltd is the institution to which all property of the USU is to be transferred, and that USU Ltd has objects identical or substantially similar to those of the USU.
3. Resolves that, subject to completion of the Transfer, the unincorporated entity USU will be wound up, with the timing and implementation of the winding up to be determined by the USU Board following completion of the Transfer, once the Board is satisfied that all residual matters have been resolved or adequately provided for; and that any surplus assets (after payment of all debts and liabilities and subject to any trust or restricted funds) be transferred to the incorporated entity USU Ltd in accordance with article 19 of the USU Constitution.
4. Resolves:
 - a) to begin the process of transferring the formal entity name from the unincorporated entity to the incorporated entity by approving the change of the formal legal name of the unincorporated USU from 'University of Sydney Union' to 'Holme Annexe';
 - b) that the effective date of the unincorporated association's new name is the earlier of:
 - i. the date the unincorporated association first uses the name publicly; and
 - ii. any earlier date determined by the Board as necessary to ensure an orderly transition and to enable USU Ltd to adopt the name 'University of Sydney Union', and
 - c) to authorise the Board to do all things necessary or desirable to give effect to this resolution, including approving the final form of the "Holme Annexe" name if any registration issues arise, updating the association's public-facing materials and records, and taking any administrative steps required to facilitate USU Ltd adopting the name "University of Sydney Union".
5. Authorises the Board of USU and the company secretary of USU to do all things necessary, ancillary, incidental, or desirable in connection with, or to give effect to, these resolutions, and any other documents, transactions, or business contemplated by these resolutions.

Moved: Phan Vu

Seconded: Benjamin Hines

6. Voting and Outcome

Voting was conducted by:

- Online poll for Members attending via Zoom; and
- Paper ballots for Members attending in person.

Voting closed at 11:35 am.

Votes were counted and recorded.

A majority of Members voted in favour of the motion, with 89 votes in support, 14 votes against, and 3 abstentions.

Outcome: The motion was carried, with 86% of Members present and voting in favour, exceeding the required two-thirds majority.

7. Meeting Close

The Chair thanked Members for their attendance and declared the meeting closed at 11:37am (AEDT).