



# **REGULATIONS OF**

# **THE UNIVERSITY OF SYDNEY UNION**

**AS OF 28 APRIL 2023**

For more information, please contact Andrew Mills at [info@usu.edu.au](mailto:info@usu.edu.au)

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## **1. THE BOARD**

### **1.1. Meetings of the Board**

- 1.1.1. The Board shall meet at least ten times in each calendar year.
- 1.1.2. Meetings of the Board and Committees shall be conducted in accordance with the Standing Orders, which form Appendix 3 to this document and have the force and effect of Regulations.
- 1.1.3. The standing orders shall be provided by the CEO to all Board Directors, Committee Members and Officers of the Union upon their induction.
- 1.1.4. Formal resolutions shall only be made in the course of a duly notified meeting of the Board, excepting that a formal resolution may be made where the proposed resolution is circulated to all Directors and at least two thirds of Directors express their assent to that proposed resolution, and is in accordance with the Circular Resolutions Policy.

### **1.2. The Board Agenda**

- 1.2.1. The business at meetings of the Board shall be determined by the Executive Committee. The Executive Committee shall make this determination and provide four clear days' notice of same. The agenda shall include, but need not be limited to:
  - (a) Apologies and leave of absence;
  - (b) Minutes of previous meetings, Business arising from the minutes;
  - (c) Starring of the agenda and adoption of unstarred items;
  - (d) Open question time;
  - (e) Motions of which due notice has been given;
  - (f) Confidential business;
  - (g) Reports of the President, Vice President, Honorary Secretary, Honorary Treasurer;
  - (h) Reports of the Officers of the Union;
  - (i) Other business.
- 1.2.2. The agenda must include any item of business referred to Executive Committee by another Committee or working party of the Board.
- 1.2.3. The agenda must include any item of business referred to the Executive Committee by a Director.
- 1.2.4. Substantive resolutions of all Committees shall be included with the agenda for Board Meetings as recommendations to the Board.

### 1.3. Intra-board disputes

- 1.3.1. In the event that there is a dispute between two or more Directors and informal means of resolution have been ineffectual, an External Arbitrator will be appointed by the Board to act as a Conciliator and Arbitrator upon the request of any Director.
- 1.3.2. The External Arbitrator will not be a director, trustee, employee or agent of the University of Sydney Union.
- 1.3.3. Disputes relating to the following matters may be referred by any Board Director to the External Arbitrator for conciliation:
  - (a) bullying;
  - (b) harassment;
  - (c) difficulties arising from allocation of workload;
  - (d) difficulties arising from allocation of responsibilities as a Board Director; and
  - (e) any other difficulties arising in the performance of Board Director duties.
- 1.3.4. Upon receipt of such dispute the External Arbitrator will first endeavor to conciliate the matter. Such conciliation will be undertaken on a confidential basis as between the External Arbitrator, the Directors who are party to the dispute and any material witnesses as determined by the External Arbitrator. Parties to the dispute will participate in conciliation in good faith with a view to resolving the dispute.
- 1.3.5. In the event conciliation is unsuccessful the External Arbitrator may arbitrate the dispute. Any arbitral award created by the External Arbitrator will be binding on the Board and Board Director who is party to the dispute or affected by the dispute.

## 2. **DIRECTORS AND EXECUTIVE OF THE BOARD**

- 2.1. All Board Directors shall act in accordance with the Duty Statements for Board Directors, which form Appendix 1 to this document and constitute Regulations made pursuant to the Constitution.
- 2.2. The Duty Statements for Board Directors, and this section, shall not be modified or rescinded except by Special Resolution of the Board.
- 2.3. The Board may reprimand a Director by a motion of censure, or other measure, carried by Special Resolution. Such a motion must be put on notice, excepting that such a motion may be moved during the course of a meeting of the board if it arises from conduct occurring during that meeting.
- 2.4. A motion of censure must be considered in circumstances where a Director believes on reasonable grounds that another Director:

- (a) is in breach of their fiduciary duty to the USU;
  - (b) is in breach of a duty of confidentiality to the USU;
  - (c) has failed to remedy a conflict of interest;
  - (d) has engaged in serious misconduct in the exercise of their functions under the Constitution and the Regulations made pursuant to it.
  - (e) has been censured on multiple occasions, being not less than two, on the grounds listed in 2.5.
- 2.5. A motion of censure may be considered in circumstances where a Director believes on reasonable grounds that another Director:
- (a) is in breach of the Duty Statements for Board Directors;
  - (b) has improperly used their position;
  - (c) has defied or obstructed a duly adopted resolution of the Board;
  - (d) has repeatedly breached the Standing Orders for meeting procedure.
  - (e) has otherwise engaged in conduct or omitted to act such that the conduct or omission requires reprimand.
- 2.6. A motion of censure is not a mechanism by which to silence dissent or vindicate a purely interpersonal dispute.
- 2.7. A motion of censure carried on any of the grounds listed in 2.4. may be followed by a further motion, carried by Special Resolution, imposing any of the following consequences:
- (a) the censured Director is removed from any office they hold, including Executive positions, Committee positions and portfolio positions;
  - (b) any remuneration, privileges or special benefits afforded to the censured Director are suspended for a defined period;
  - (c) the Board formally requests the censured Director's resignation;
  - (d) the Board considers a further motion pursuant to Article 9.2F of the Constitution, whereby the censured Director may be expelled from membership of the USU and consequently ceases to be a Director. In such a case, the censure motion carried by Special Resolution is followed by a motion, carried by Special Resolution, to consider an Article 9.2F motion at a subsequent Board meeting (which may be an extraordinary meeting). The passage of a censure motion and a subsequent motion to consider an Article 9.2F motion shall enliven Article 9.2G of the Constitution.
- 2.8. A motion of censure carried on any of the grounds listed in 2.5 may be followed by a further motion, carried by Special Resolution, imposing any of the following consequences:

- (a) the censured Director is removed from any office they hold, including Executive positions, Committee positions and portfolio positions;
  - (b) any remuneration, privileges or special benefits afforded to the censured Director are suspended for a defined period;
  - (c) the Board formally requests the censured Director's formal apology and/or an undertaking to remedy the grounds upon which the censure was carried.
- 2.9. The powers and responsibilities of a Director pursuant to the Constitution and the Regulations made pursuant to it are unaffected by a censure motion, except as provided by 2.7 and 2.8.
- 2.10. No Board vote conducted pursuant to this Part may be conducted in camera, though relevant deliberations may be conducted in camera.
- 2.11. Where a position on the Board is vacated, the person entitled to fill that vacancy pursuant to the Constitution shall be notified in writing by the Chief Executive Officer and must reply to the Chief Executive Officer by letter posted not more than two (2) weeks after the original notification.

### **3. CONFLICTS OF INTEREST**

- 3.1. In meetings of the Board and its Committees
- 3.1.1. Directors and Officers of the Union must avoid material conflicts of interest or duty in the conduct of their functions under the Constitution and the Regulations made pursuant to it.
  - 3.1.2. Directors or Officers of the Union may avoid material conflicts of interest or duty by removing themselves from consideration of the business to which the conflict relates.
  - 3.1.3. The Board may, by special resolution, declare that a Director or Officer of the Union is encumbered by a material conflict of interest or duty and recuse them from consideration of the business to which the conflict relates.
  - 3.1.4. The Board shall maintain a public conflict register to be publicly available to all members. All members of the Board must list any real or perceived conflict that may exist or is likely to arise in the course of their duties on Board.
- 3.2. On Selection Panels
- 3.2.1. A member of a Selection Panel will have a conflict of interest where the business of the Selection Panel relates in any way to a person with whom that member has a marital, de facto, close personal, familial or business relationship.
  - 3.2.2. A member of a selection panel who has a conflict of interest must remove themselves from consideration of the relevant business of the selection panel. Failure to do so will constitute a breach of these regulations.

- 3.2.3. In the case of an Officer of the Union or a staff member, disciplinary action shall be governed by the relevant policies.



#### **4. BOARD COMMITTEES**

- 4.1. The Board may create a Committee by ordinary resolution by adopting Terms of Reference. The Terms of Reference of any Committee presently existing shall form Appendix 2 of this document. These terms of reference shall set out:
  - (a) The purpose and duration of the Committee.
  - (b) The composition of the Committee
  - (c) Any special procedures of the Committee, including matters pertaining to its decision-making procedures, recruitment/appointment procedures and any other matter considered necessary.
  - (d) The responsibilities and powers of the Committee
- 4.2. In any Committee, women, or gender diverse people shall comprise no less than half the membership of a committee. In the case of a committee with an uneven number of members, women, or gender diverse people shall comprise not fewer than the number of members produced by dividing the number of committee members by two and subtracting one half. If this condition cannot be satisfied, the matter must be considered by the Board, which may alter the composition of the Committee in order to satisfy the requirement or choose to allow a temporary exemption to the requirement in respect of that Committee.
- 4.3. Every Committee shall have a Committee Chair appointed by Board. The Committee Chair shall be responsible for conducting the business of the Committee in pursuance of its Terms of Reference. The Committee chair shall also be responsible for ensuring minutes of the Committee's deliberations are produced and tabled at the next Ordinary Meeting of the Board following those deliberations.
- 4.4. A decision of a Committee in pursuance of its Terms of Reference takes immediate effect provided only that the decision may be rescinded by the Board, said rescission taking only prospective effect.
- 4.5. A decision of a Committee that is determined by Board to be beyond the power conferred by its Terms of Reference is invalid and of no prospective effect

#### **5. STANDING COMMITTEES**

- 5.1. The Committees constituted by this section are regarded as essential to the proper governance of the USU.
- 5.2. There shall be a Committee known as Executive Committee. It shall comprise the Board Executive and the CEO. It shall meet at least one week before each Board meeting or as otherwise required for the purposes of:
  - (a) Authorising expenditure of less than \$5,000.
  - (b) Authorising expenditure on emergency capital replacements of less than \$10,000.

- (c) Considering day-to-day matters which are not necessary to bring to Board.
- (d) Reviewing the agenda for the next Board meeting and starring all items of importance, provided that any Director may at the start of the Board meeting request the starring of an item which has not been starred by the Executive.

5.3. There shall be a committee known as Finance Committee. It shall comprise:

- (a) the President (ex-officio)
- (b) the Honorary Treasurer.
- (c) up to four external persons appointed by the Board, one of whom is appointed as Chair
- (d) one non-Executive Director, Deputy Chair
- (e) one University appointee
- (f) the Chief Executive Officer (ex officio)

The function of the Committee shall be to review the financial, audit, legal and risk management portfolios of the organisation and advise the Board in respect of these matters. The committee shall convene at least four times per year.

5.4. There shall be a People and Culture Committee comprising:

- (a) the President, Deputy Chair
- (b) the Vice President
- (c) the Honorary Treasurer
- (d) one non-Executive director
- (e) up to three external persons, one of whom will be appointed Chair
- (f) at least one Senate Appointed Board Director
- (g) the Immediate Past President of the Board of Directors
- (h) the Chief Executive Officer (ex officio)
- (i) the Human Resources Director (ex officio)

The committee shall advise the Board on all long term and short-term remuneration issues, including the target wages growth, and key processes and systems around remuneration for all staff and in particular non award staff and policies for the remuneration of senior staff. The committee shall advise the Board on all Human Resources policies, including management systems, performance review systems, all major Industrial Relations instruments, and recruitment processes and strategies. The Committee shall advise the Board on the management structure of the USU, seeking best practice management structures for the USU.

The Committee shall review annually, or as necessary, the remuneration of the CEO and advise the Board. The Committee shall convene at least four times a year.

- 5.5. There shall be an Electoral Committee comprising:
- (a) the President (ex-officio), Chair
  - (b) the Honorary Secretary (ex-officio), Deputy Chair
  - (c) the Immediate Past President (ex-officio)
  - (d) one non-Executive Director
  - (e) the Immediate Past Returning Officer
  - (f) the Chief Executive Officer, or their appointee (ex officio)
  - (g) the Director of Student Programs (ex officio)
  - (h) the Sales, marketing, and Infrastructure Director (ex officio)

The Committee shall consider matters pertaining to the conduct of the USU's Annual Elections, and specifically any recommendations made in the report of the Immediate Past Returning Officer. The Committee shall meet within the two months prior to the opening of nominations for Board, and again within the two months following the date of the election conducted each year, and at such other times as the Committee deems fit. The Committee shall review the regulations pertaining to the USU's Elections and shall make recommendations to the Board accordingly. The Electoral Committee shall not meet in the period after nominations open and before the declaration of results.

## **6. CONDUCT OF MEETINGS**

- 6.1. Meetings of the Board and Committees shall be conducted in accordance with the Standing Orders, which shall form Appendix 3 of this document
- 6.2. Minutes shall be kept of meetings of the Board, its Committees and all General Meetings of the USU, and the Board Secretary shall keep a register of these minutes.
- 6.3. Quorum for Board meetings shall be seven (7) Directors. If any meeting of the USU has not gained quorum within thirty minutes of the scheduled starting time, the Chair shall declare the meeting lapsed for the reason of lack of quorum.

## **7. APPOINTMENT OF STUDENT LEADERS & COORDINATORS**

- 7.1. The Board may appoint people to the following roles:
  - (a) Two (2) Welcome Week Event Coordinators
  - (b) Two (2) PopFest Creative Directors.
  - (c) One (1) Director of Debates.
  - (d) At least three Pulp editors, of which at least one must be multi-lingual.

- (e)<sup>1</sup>
  - (f) Four (4) Campus Activity Coordinators.
  - (g) Up to one (1) Senior Pulp Editor or Editor-in-Chief.
- 7.2. In each case, the Selection Panel shall comprise:
- (a) At least one Executive Director
  - (b) At least one non-executive Director
  - (c) The relevant staff director (as determined by the CEO), or their appointee
  - (d) The Director of Human Resources Management or their appointee
- 7.3. The Board may, at its complete discretion from time to time choose to create additional student leadership and coordination roles.
- 7.4. The Board may from time to time and upon the recommendation of the Human Resources Department appoint additional people to the interview panels.
- 7.5. Student leadership/coordination roles may be remunerated with any such remuneration to be reviewed annually by Board. Student leadership/coordination roles may be assigned a position description, which may be reviewed annually by Board. Any changes to the level of remuneration or honoraria or the content of a role description will take effect in the following year, or as determined by Board.

## **8. ELECTIONS**

### **8.1. Election Officials**

#### **8.1.1. Electoral Officer**

There shall be an Electoral Officer who is appointed by the Chief Executive Officer from amongst the employees of the USU. The Electoral Officer shall hold office until the Declaration of Final Results is issued for the Annual Elections.

8.1.2. The Electoral Officer is responsible for the administration of the Annual Elections and any referenda under the Constitution and Regulations. The Chief Executive Officer may appoint such deputy and assistant Electoral Officers as may be deemed necessary. The deputy Electoral Officer shall assume the powers and duties of the Electoral Officer if the Electoral Officer becomes incapacitated or is otherwise unable to fulfil their role.

#### **8.1.3. Returning Officer**

There shall be a Returning Officer who is appointed by the Board of Directors pursuant to a recommendation made by the Electoral Committee. However, if the Electoral Committee does not make a recommendation at least one month prior to the opening of nominations,

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<sup>1</sup> Board Secretary Note: section 7.1(e) was repealed on 18 December 2020.

the Board of Directors must then appoint a Returning Officer. The Returning Officer shall hold office until the Declaration of Final Results is issued for the Special Meeting of the Incoming Board.

- 8.1.4. The Board of Directors may appoint a Reserve Returning Officer who shall assume the office of the Returning Officer if the Returning Officer becomes incapacitated or is otherwise unable to fulfil their role. If a Reserve Returning Officer has not been appointed or if the Reserve Returning Officer becomes incapacitated or is otherwise unable to fulfil their role, the Chief Executive Officer shall be the Acting Returning Officer until the Returning Officer or Reserve Returning Officer can resume their role.
- 8.1.5. The Returning Officer is responsible for the execution and conduct of the Annual Elections, any referenda and the Special Meeting of the Incoming Board under the Constitution and Regulations. The Returning Officer may, in consultation with the Chief Executive Officer, appoint assistant officers as may be deemed necessary.
- 8.1.6. The Returning Officer (and any assistant and Reserve Returning Officers) must not be a candidate, nominator, current Board Director, USU employee or a person closely associated with any election candidate as determined by the Board of Directors.
- 8.1.7. The Returning Officer shall be paid such remuneration as the Board of Directors may from time to time prescribe.
- 8.1.8. Electoral Arbiter  

There shall be an Electoral Arbiter who is appointed by the Board of Directors pursuant to a recommendation made by the Electoral Committee. However, if the Electoral Committee does not make a recommendation at least one month prior to the opening of nominations, the Board of Directors must then appoint an Electoral Arbiter. The Electoral Arbiter shall hold office until the Declaration of Final Results is issued for the Special Meeting of the Incoming Board.
- 8.1.9. The Board of Directors may appoint a Reserve Electoral Arbiter who shall assume the office of the Electoral Arbiter if the Electoral Arbiter becomes incapacitated or is otherwise unable to fulfil their role. If a Reserve Electoral Arbiter has not been appointed or if the Reserve Electoral Arbiter becomes incapacitated or is otherwise unable to fulfil their role, the Chief Executive Officer shall appoint a person who is eligible for appointment as Electoral Arbiter to be the Acting Electoral Arbiter until the Electoral Arbiter or Reserve Electoral Arbiter can resume their role.
- 8.1.10. The Electoral Arbiter (and any Reserve and Acting Electoral Arbiter) must be a barrister or solicitor of the Supreme Court of New South Wales, academic of the Sydney Law School, or judicial officer. The Electoral Arbiter (and any Reserve and Acting Electoral Arbiter) must not be a candidate, nominator, current Board Director, USU employee or a person

closely associated with any election candidate as determined by the Board of Directors.

8.1.11. The Electoral Arbiter shall have jurisdiction to deal with any matter under the Constitution and Regulations for the Annual Elections, any referenda and the Special Meeting of the Incoming Board.

8.1.12. Powers of Deputy, Reserve and Acting Election Officials

A deputy Electoral Officer, Reserve or Acting Returning Officer, or Reserve or Acting Electoral Arbiter shall have the same powers and duties as the Electoral Officer, Returning Officer and Electoral Arbiter, respectively.

8.1.13. Independence of Election Officials as a Limitation on the Board's Power to Appoint and Dismiss

The Returning Officer and Electoral Arbiter:

- (a) Must be appointed before the opening of nominations; and
- (b) Between the opening of nominations and the Declaration of Final Results for the Special Meeting of the Incoming Board – must not be removed except by Special Resolution of the Board of Directors.

8.2. Administration

8.2.1. Election Dates

At least two weeks before the day that nominations open, the Chief Executive Officer shall determine the dates and times that voting opens and closes, provided that there must be at least 48 hours of voting.

8.2.2. Nominations

At least two weeks before the day that nominations open, the Electoral Committee shall determine the dates and times that nominations open and close, provided that:

- (a) Nominations must open at least five weeks before the first day of voting; and
- (b) Nominations must close at least four weeks before the first day of voting and not less than seven days after nominations open.

8.2.3. Campaigning

At least two weeks before the day that nominations open, the Electoral Committee shall determine the date and time that campaigning may commence.

8.2.4. Notice of Elections

At least two weeks before the day that nominations open, the Chief Executive Officer must publish a Notice of Elections by:

- (a) Emailing all Members;
- (b) Uploading on the website;
- (c) Posting on notice boards in the Holme, Manning and Wentworth buildings, and at any USU outlets; or
- (d) Publishing by other possible means;

Stating the days and times that:

- (e) Nominations open and close;
- (f) Campaigning may commence; and
- (g) Voting opens and closes.

#### 8.2.5. Candidate Handbook

The Electoral Officer shall be responsible for creating a Candidate Handbook, which must be made available on the website before nominations open.

#### 8.2.6. Notice of Ballot

Before the commencement of campaigning, the Chief Executive Officer must publish a Notice of Ballot by:

- (a) Emailing all Members;
- (b) Uploading on the website;
- (c) Posting on notice boards in the Holme, Manning, and Wentworth buildings, and at any USU outlets; or
- (d) Publishing by other possible means;

Stating:

- (e) The days and times that voting opens and closes;
- (f) How votes may be cast;
- (g) Where a person may find the policy statements of all candidates;
- (h) Where a person may find details of any referenda (if applicable);
- (i) How a person may become a member of the USU;
- (j) That a person needs to be a member of the USU to vote;
- (k) How a member may submit a complaint; and
- (l) Any other information which the Chief Executive Officer or Returning Officer considers to be appropriate.

### 8.3. Nominations

#### 8.3.1. Eligibility

A person is eligible to be a candidate if, at the close of nominations, the person:

- (a) Is a member of the USU pursuant to Membership under articles 5.1(f), (g)(i) or (h) of the Constitution or a Life Member; and
- (b) Has resigned from any paid employment at the USU and/or stood down their membership of a USU committee, with resignation from Committee positions pending successful election (if relevant). For the avoidance of doubt, this does not include the Board of Directors or any ex-officio membership of a USU Committee by virtue of being a member of the Executive of the Board.

#### 8.3.2 Nomination Procedure

A person who is eligible to be a candidate may nominate for election to be a Board Director. To validly nominate for election, a nomination must:

- (a) Be in the form prescribed by the Electoral Officer, which must include, but not limited to:
  - (i) A declaration of all actual, potential, or perceived conflicts of interest; and
  - (ii) A signed statement of willingness;
- (b) Be accompanied by any other information required by the Electoral Officer or Returning Officer, including, but not limited to:
  - (i) Any positions that a candidate has held at the USU, University of Sydney or in the community and the period which it was held; or
  - (ii) A recent photograph;
- (c) Submit a statutory declaration affirming that:
  - (i) They will attend compulsory training sessions as prescribed by the Electoral Officer or Board of Directors from time to time;
  - (ii) They have read and will comply with the Constitution, Regulations and Candidate Handbook
  - (iii) They have read and will comply with the Duty Statements for Board Directors in the event that they are elected to the Board of Directors;



- (iv) They understand that they are responsible for the conduct of people who campaign for them and may be penalised accordingly; and
    - (v) All information contained in the nomination form and any other information submitted is correct and true; and
  - (d) Be supported by two nominators who:
    - (i) Are Members of the USU; and
    - (ii) Are not a USU Board Director or employee.
- 8.3.3. The nominations material specified in sections 8.3.2 must be submitted before the close of nominations. However, the Returning Officer may grant extensions to the close of nominations (either in general or on a case-by-case basis) if it is fair and reasonable to do so.
- 8.3.4. The Returning Officer shall consider all nominations received before the close of nominations. The Returning Officer must accept all valid nominations that satisfy the requirements of the Regulations.
- 8.4. Campaigning
  - 8.4.1. A person may campaign only after the date and time for commencement of campaigning pursuant to section 8.2.3.
  - 8.4.2. All materials, including flyers, shirts, digital posts, digital stories, photos and videos, that comment on the election must be authorised by a member of the USU and contain the name and USU membership number of the member.
  - 8.4.3. A person must not campaign verbally, distribute physical material (including, but not limited to, flyers or stickers), intentionally wear a campaign shirt for campaigning purposes, or display campaign material (including, but not limited to, posters or A-frames) in a campaign exclusion zone. In the Regulations, a campaign exclusion zone is any of the following areas and spaces:
    - (a) A library, study area, food court, food, or drink outlet, or USU building on any campus of the University of Sydney;
    - (b) A residential college or student accommodation facility;
    - (c) An area of at least three metres around the perimeter of a polling place or USU space (including temporary spaces, such as a membership pop-up), which shall be marked by the Electoral Officer or Returning Officer; and
    - (d) Any area or space (whether indoors or outdoors) designated under the Rules pursuant to section 8.4.5.

8.4.4. Within 24 hours of creating:

- (a) A social media application:
  - (i) Group or group chat with more than 20 users;
  - (ii) Page; or
  - (iii) Account; or
- (b) A website;

for the purposes of the election (other than a purely administrative platform for organising supporters), a person must provide the Returning Officer with a link to the group, page, account, or website.

8.4.5. The Returning Officer may prescribe Rules, not inconsistent with the Regulations, that give such directions as to campaigning that the Returning Officer considers fair and reasonable. This includes, but is not limited to:

- (a) Prohibiting physical campaigning in designated areas or in designated days and times; and
- (b) Directions to ensure the health, safety and wellbeing of candidates, their supporters, and other individuals.

8.4.6. Any Rules or changes to the Rules must be communicated to all candidates as soon as practicable after it is made.

8.4.7. Each candidate must (and, by being a candidate, agrees and is under an obligation to) inform their supporters:

- (a) About the requirements of the Regulations, Candidate Handbook, Rules and directions of any election official; and
- (b) The necessity to observe these requirements at all times.

8.4.8. During the course of the election, candidates and their supporters must conduct themselves in a manner that does not compromise the fairness and integrity of the election process, including the conduct of a secret ballot.

## 8.5. Expenditure

### 8.5.1. Expenditure Limits

The Electoral Committee shall determine the maximum expenditure that a candidate may incur or cause to be incurred. The Electoral Officer must communicate this determination to all candidates as soon as practicable.

8.5.2. A candidate must declare the cost of all electoral expenses. This includes, but is not limited to:

- (a) All items bought for the candidate's electoral use;

- (b) All items hired or borrowed for the candidate's electoral use;
- (c) All items donated, gifted, or given to the candidate for electoral use; and
- (d) All services bought for the candidate's electoral use.

However, this excludes:

- (e) Any item that an ordinary person would usually own;
- (f) Any item that an ordinary person would easily be able to borrow; and
- (g) Any service donated or given to the candidate.

8.5.3. Subject to section 8.5.4, an item or service requiring costing must be costed at their market value. The market value shall be purchase price stated in receipts produced by the candidate unless the Returning Officer determines that the purchase price is unreasonable.

8.5.4. The Returning Officer or Electoral Committee may deem the cost of any item or service if it is fair and efficient to do so. If the cost is deemed:

- (a) The Returning Officer must communicate the deemed price to candidates as soon as practicable, which must be before the commencement of campaigning pursuant to section 8.2.3; and
- (b) A candidate must cost the item or service at the deemed cost irrespective of the actual purchase price.

8.5.5. First Audit

All candidates must submit, at least 48 hours before the opening of voting, to the Returning Officer:

- (a) A declaration of costings incurred up to the time of submission;
- (b) A copy of all receipts for costings in subsection (a);
- (c) A declaration of proposed costs to be incurred; and
- (d) A statutory declaration confirming the submission (and any attachments) are true and correct.

8.5.6. Final Audit

All candidates must submit, within 24 hours after the closing of voting, to the Returning Officer:

- (a) A declaration of costings incurred in the Annual Elections;
- (b) A copy of all receipts for costings in subsection (a); and
- (c) A statutory declaration confirming the submission (and any attachments) are true and correct.

- 8.5.7. For the avoidance of doubt, all costings must include Goods and Services Tax (if charged) but may, if the Returning Officer deems it fair and reasonable, exclude delivery costs for an item or service.

## 8.6. Voting

- 8.6.1. The Electoral Roll shall consist of all Members that are eligible to vote, in accordance with article 5 of the Constitution, as of 4:00pm on the third day before the first day of voting.
- 8.6.2. Only persons on the Electoral Roll may vote.
- 8.6.3. No person may vote more than once in each election or referendum.
- 8.6.4. Votes shall be cast using an electronic voting system organised by the Electoral Officer from the opening of voting to the closing of voting.
- 8.6.5. Notwithstanding section 8.2.1, the Chief Executive Officer, with the approval of the Returning Officer, may extend the closing of voting by no more than 48 hours if there are extraordinary circumstances and it is fair and expedient to do so. A decision of the Chief Executive Officer and Returning Officer under this section is final and shall not be appealed to any higher authority.
- 8.6.6. The position of candidates on all ballots shall be randomised.

## 8.7. Results

### 8.7.1. Counting Votes

After voting has closed, the Returning Officer shall proceed to count the votes.

- 8.7.2. If, on any count at which a candidate must be excluded, 2 or more candidates have an equal number of votes, the Returning Officer must draw lots to determine, from among those candidates whose votes are equal, who shall be excluded.
- 8.7.3. If, in a referendum, the count for 'For' and 'Against' are equal, the Returning Officer must declare that the vote is resolved in the negative.

### 8.7.4. Declaration of Provisional Results

Once the vote has been counted the Returning Officer shall announce and publish the Declaration of Provisional Results by:

- (a) Emailing all Members;
- (b) Uploading it on the website;
- (c) Announcing it in a public space or online; or
- (d) Publishing by other possible means.

8.7.5. In lieu of scrutineering, the Returning Officer shall, before issuing the Declaration of Final Results, publish information to the candidates and Board of Directors to confirm the validity of the count and allow reasonable time for a candidate to question the conduct of the count.

8.7.6. Declaration of Final Results

The Returning Officer shall make the Declaration of Final Results when (whichever later):

- (a) 24 hours after the Declaration of the Provisional Results was published, provided that:
  - (i) The Returning Officer is satisfied that no breaches of the Constitution and Regulations has occurred, or any breaches have been remedied and resolved; and
  - (ii) The final audit, pursuant to section 8.5.6, has been completed; and
  - (iii) No further complaint or appeal has been lodged; or
- (b) After the conclusion of any investigation conducted by the Returning Officer or determination of any appeal by the Electoral Arbiter.

8.7.7. The Returning Officer shall publish the Declaration of Final Results by:

- (a) Emailing all Members;
- (b) Uploading it on the website;
- (c) Posting on notice boards in the Holme, Manning, and Wentworthbuildings; or
- (d) Publishing by other possible means.

8.7.8. The Declaration of Final Results shall be final and conclusive.

8.8. Prohibited Practices

8.8.1. A person must not campaign before the date and time designated for the commencement of campaigning.

Penalty guideline: Suspension of the candidate's campaign for (whichever is longer):

- (a) 24 hours; or
- (b) Twice the length of time of the breach.

8.8.2. A person must not campaign inside a campaign exclusion zone.

Penalty guideline:

- (a) For the first occurrence – suspension of the person from campaigning for 1 hour;
- (b) For the second and subsequent occurrence – suspension of the person from campaigning for 24 hours; or
- (c) However, notwithstanding subsections (a) and (b), for a widespread or significant breach – suspension of a candidate’s campaign for 24 hours.

8.8.3. A person must not contravene:

- (a) Any Rules made by the Returning Officer pursuant to section 8.4.5; or
- (b) A prohibited practice contained in the Candidate Handbook; or
- (c) The Student Charter of the University of Sydney.

ePenalty guideline:

- (d) Suspension of the person or a candidate’s campaign for 24 hours; or
- (e) For a widespread or significant breach – disqualification of a candidate.

8.8.4. A person must not vote when they are not entitled to do so.

Penalty guideline:

- (a) Without intent – suspension of the person from campaigning for 1 hour;
- (b) With intent – suspension of the person from campaigning for 24 hours; or
- (c) If connected or directed by a candidate – disqualification of a candidate.

8.8.5. A person must not distribute material that comments on the election without an authorisation.

Penalty guideline:

- (a) For the first occurrence – formal warning;
- (b) For the second and subsequent occurrence – suspension of the person from campaigning for 3 hours; or
- (c) However, notwithstanding subsections (a) and (b), for a widespread or significant breach – suspension of a candidate’s campaign for 6 hours.

8.8.6. A person must not distribute, publish, or authorise to publish any written material (whether digitally or not) which comments on the election in a

language other than English unless it is accompanied by an accurate English translation.

Penalty guideline: Suspension of candidate's campaign for 6 hours.

- 8.8.7. A person must not use any USU or club or society resource in the campaign of any candidate. This includes, but is not limited to, staple guns, photocopiers, paper, telephones, faxes, computers, membership lists, storage space, emails, USU or club or society social media pages, internal groups and digital platforms.

Penalty guideline:

- (a) For the first occurrence – suspension of the person from campaigning for 3 hours; or
- (b) For the second or subsequent occurrence, or widespread or significant breach – suspension of a candidate's campaign for 24 hours.

- 8.8.8. A person who holds an executive role of a club or society, or University student organisation or affiliated bodies, must not use the title, powers, or resources of their role to create the appearance of endorsing or supporting a candidate.

Penalty guideline:

- (a) Suspension of the person and/or the person who authorised a statement for 3 hours; or
- (b) However, notwithstanding subsection (a), for a widespread or significant breach – suspension of a candidate's campaign for 24 hours.

- 8.8.9. A candidate must not use a social media group or group chat that are created by or for a corporation or government entity for the purposes of campaigning.

Penalty guideline:

- (a) Suspension of the campaign for 3 hours; or
- (b) However, notwithstanding subsection (a), for a widespread or significant breach – suspension of a candidate's campaign for 24 hours.

- 8.8.10 A candidate must not engage in any dishonest practice in relation to an election. Penalties may be issued and remain the discretion of the Returning Officer and/or Electoral Arbiter.

8.8.11 People other than USU members, university staff and students enrolled at the University of Sydney may not campaign for and on behalf of candidates.

Penalty guideline:

- (a) For the first occurrence – suspension of the person from campaigning for 3 hours; or
- (b) For the second or subsequent occurrence, or widespread or significant breach – suspension of a candidate’s campaign for 24 hours.

8.8.12 A candidate must not spend an amount that exceeds maximum expenditure pursuant to section 8.5.1.

Penalty guideline: Disqualification of the candidate.

8.8.13. A candidate must not falsify campaign-related expenditure. Candidates who are found to have falsified evidence of campaign-related expenditure must be automatically excluded and disqualified from the election.

8.8.14. A person must not:

- (a) Print, publish or distribute; or
- (b) Cause or authorise to be printed, published, or distributed;

Any matter or thing containing a statement in relation to a candidate, the USU, the election or any referenda that:

- (c) Is untrue or materially false; or
- (d) Is, or is likely to be, misleading or deceptive; or
- (e) Is discriminatory on the grounds of sex, sexuality, race, ethnicity, religion, or disability;

But it is a defence to an allegation of breach of this section if the person proves that they did not know and could not reasonably be expected to have known that the matter or thing contained a statement of the kind referred to in subsections (c) or (d).

Penalty guideline:

- (f) With intent – disqualification of candidate; or
- (g) Without intent – suspension of person or candidate’s campaign for 72 hours.

8.8.15. A person must not impersonate:

- (a) Any other person for the purpose of voting at any election;
- (b) An election official;



- (c) An employee or Board Director of the USU; or
- (d) The USU.

Penalty guideline:

- (e) Without intent – suspension of a candidate’s campaign for 3 hours;  
or
- (f) With intent – suspension of a candidate’s campaign for 24 hours.

8.8.16. A person must not engage in bribery, whether direct or indirect and whether before or after an election, by or on behalf of a candidate, or supporter of a candidate, of another candidate, voter(s) or election official. Bribery shall include the giving, procuring, promising, offering or endeavouring to give, procure, promise, or offer money, employment, position, or material resources in exchange for preferential treatment or to induce a voter to vote or to refrain from voting or to vote in a particular way and includes any threat or intimidation with a view to inducing preferential conduct and/or to induce a voter to vote or refrain from voting or to vote in a particular way.

Penalty guideline: Disqualification of a candidate.

8.8.17. A person must not engage or assist in engaging in conduct that compromises the fairness and integrity of the election process, including the conduct of a secret ballot.

Penalty guideline:

- (a) Without intent – suspension of a candidate’s campaign for 72 hours; or
- (b) With intent – disqualification of a candidate.

8.8.18. A person must not hinder or interfere with the free exercise, by any other person, of the person’s right to vote in an election.

Penalty guideline:

- (a) Without intent – suspension of a candidate’s campaign for 72 hours; or
- (b) With intent – disqualification of a candidate.

8.8.19. A person must not harass, intimidate, or coerce another person to vote for or against a candidate.

Penalty guideline: Disqualification of a candidate.

8.8.20. A person must not:

- (a) Provide another person with their voting link or password; or
- (b) Allow another person to vote on their behalf.

Penalty guideline: Warning.

8.8.21. A person must not:

- (a) Request another person for any confirmation or receipt of their vote, or a screenshot or evidence of any confirmation or receipt of their vote; or
- (b) Attempt to ascertain the way a person voted.

Penalty guideline:

- (c) Without intent – suspension of a candidate’s campaign for 3 hours; or
- (d) With intent – suspension of a candidate’s campaign for 24 hours.

8.8.22. Any person who becomes aware of how another person voted must not disclose that information to any other person.

Penalty guideline:

- (a) Without intent – suspension of the person from campaigning for 8 hours; or
- (b) With intent – suspension of a candidate’s campaign for 24 hours.

8.8.23. A person must not:

- (a) Request another person for their voting link or password;
- (b) Log in online with another person’s voting link or password; or
- (c) Use another person’s voting link or password to vote online on an electronic device.

Penalty guideline:

- (d) Without intent – suspension of a candidate’s campaign for 24 hours; or
- (e) With intent – disqualification of candidate.

8.8.24. A person must not cause damage or deface any public or private property inside or outside the University for the promotion of any candidate(s) in any election of USU. Damage and defacement includes, but is not limited to, stickers, posters, chalking and paint that cannot be removed with water, that is on the inside or outside of buildings, steps, handrails, footpaths, trees, poles, bins, signs or on any part of the University and/or the USU and its surrounds not specifically set aside for such purposes.

Penalty guideline: Disqualification of a candidate.

8.8.25. A person must not chalk on any part of any USU buildings or grounds, including, but not limited to, balconies, pathways, courtyards, walls and any other surfaces.

Penalty guideline:

- (a) If removable by water – suspension of a candidate’s campaign for 6 hours; or
- (b) If not removable by water – suspension of a candidate’s campaign for 24 hours.

8.8.26. A person must not contravene the policies of the University or USU on advertising on campus.

Penalty guideline: Suspension of a candidate’s campaign for 24 hours.

8.8.27. A person must not use any form of campaign material that contains an adhesive that is designed to secure the material to any surface unless the usage is:

- (a) Authorised by the Electoral Officer or Returning Officer; or
- (b) Allowed under the policies of the University or USU.

Penalty guideline: Suspension of a candidate’s campaign for 6 hours.

8.8.28. A person must not, without reasonable excuse, destroy or interfere with any computer program, data file or electronic device used, or intended to be used, by the Electoral Officer, Returning Officer, or electoral staff for or in connection with the election or referendum.

Penalty guideline: Disqualification of a candidate.

## 8.9. Complaints to the Returning Officer for Breaches of the Regulations

8.9.1. A member may make a complaint to the Returning Officer if they believe there is a breach of the Regulations pertaining to the Annual Elections or any referenda. Complaints must be lodged in writing before the closing of voting.

8.9.2. The Returning Officer may investigate any aspect of the electoral process without having received a formal complaint.

8.9.3. The Returning Officer shall deal with all complaints in a timely manner which must be no later than 5 working days from the receipt of the complaint.

8.9.4. The onus of proof lies with the complainant and all supporting material concerning the complaint must also be lodged at the time that the complaint is made.

8.9.5. Where the Returning Officer is of the opinion that, on the balance of probabilities, a breach of the Regulations, by a candidate, or by a supporter of a candidate or by a person on behalf of a candidate has occurred, they may do all or any of the following:

- (a) Dismiss the breach;

- (b) Make directions to remedy the breach, including, but not limited to:
    - (i) Directing that a thing cease be removed or altered; or
    - (ii) If a cost is incurred, directing that the person shall be responsible for the costs incurred;
  - (c) Impose a penalty or penalties in the form of a formal warning, suspension of a person from campaigning, suspension of a candidate's campaign or disqualification, and/or repayment of issued or unspent grants.
- 8.9.6. The Returning Officer shall be responsible for communicating their decision regarding a breach of the Regulations. They may do so in a manner of their choosing. However, if the Returning Officer disqualifies a candidate, the decision must be communicated to all candidates.
- 8.10. Appeals to the Returning Officer for the Count
- 8.10.1. A candidate may appeal against the Declaration of Provisional Results by making a written submission, giving details of the grounds for the complaint, to the Returning Officer within 24 hours of the publication of the Declaration of the Provisional Results.
- 8.10.2. The onus of proof lies with the complainant and all supporting material concerning the complaint must also be lodged at the time that the appeal is lodged.
- 8.10.3. The Returning Officer shall deal with all complaints in a timely manner which must be no later than 5 working days from the receipt of the complaint.
- 8.10.4. Where the Returning Officer is of the opinion that, on the balance of probabilities, a breach of the Regulations, by a candidate, or by a supporter of a candidate or by a person on behalf of a candidate has occurred, they may do all or any of the following:
- (a) Dismiss the breach;
  - (b) Make directions to remedy the breach, including, but not limited to:
    - (i) Directing that a thing cease be removed or altered; or
    - (ii) If a cost is incurred, directing that the person shall be responsible for the costs incurred;
  - (c) Exclude a candidate from the ballot and disqualify a candidate from the election, provided that this may only be imposed if relevant provision in the Regulations explicitly provides that a disqualification may be imposed.

## 8.11. Appeals to the Electoral Arbiter

- 8.11.1. Subject to the Regulations, any candidate may appeal to the Electoral Arbiter against a decision made by the Returning Officer against that candidate.
- 8.11.2. Appeals to the Electoral Arbiter must be made in writing, directed to the Chief Executive Officer and must be lodged within 24 hours of the Returning Officer's decision.
- 8.11.3. The onus of proof lies with the complainant and all supporting material concerning the complaint must also be lodged at the time that the appeal is lodged.
- 8.11.4. The Electoral Arbiter shall have:
  - (a) Any powers conferred to the Electoral Arbiter; and
  - (b) The same powers as the Returning Officer.
- 8.11.5. The Electoral Arbiter shall act by way of a hearing according to their own discretion.
- 8.11.6. The Electoral Arbiter may allow or dismiss any appeal. If an appeal is dismissed, the decision of the Returning Officer shall stand. If an appeal is allowed, the Electoral Arbiter may, in their absolute discretion and as relevant:
  - (a) Remit the matter to the Returning Officer for review, management or a new decision;
  - (b) Quash the decision of the Returning Officer, and:
    - (i) Take no action; or
    - (ii) Substitute a new decision;
  - (c) Make any orders or directions that are fair and reasonable.
- 8.11.7. The Electoral Arbiter shall make a determination in a timely manner, which must be no longer than 14 calendar days from the date of the lodgement of the complaint with the Chief Executive Officer. If the appeal is lodged before the closing of voting, the Electoral Arbiter shall, where possible, rule within 48 hours.
- 8.11.8. The determination and orders of the Electoral Arbiter shall be final and conclusive.

## 8.12. Miscellaneous Provisions

- 8.12.1. A Returning Officer or Electoral Arbiter, on their own motion or on receipt of a complaint, may require any person to come before them to submit to questioning.

- 8.12.2. When imposing penalties, the Returning Officer and Electoral Arbiter shall have regard to whether or not a person (including a candidate) sought unfairly to influence the result of the ballot, or that candidates were unfairly prejudiced, or that voters were unfairly influenced by the prohibited practice found to have occurred.
- 8.12.3. Any change to Part 8 made after the opening of nominations in any year shall take effect only after the Declaration of Final Results have been published in that year.
- 8.12.4. After the 2021 Annual Elections, the Electoral Committee or Board of Directors shall conduct a comprehensive review of the election and this part of the Regulations.

## APPENDIX A – PENALTY GUIDELINES

OFFENCE	SUGGESTED PENALTY
Campaigning before the date designated commencement date and time	24 hours, or twice the length of time of the breach
Campaigning inside a campaign exclusion zone	Suspension of campaigning for 24 hours, unless in the case of a significant breach
Contravention of rules made by a Returning Officer, a prohibited practice in the Candidate Handbook, or the Student Charter of the University of Sydney	Suspensions for 24 hours, or in the case of a widespread or significant breach, disqualification
Voting when not entitled to do so	Suspension from 1 hour, to disqualification, depending on the severity of the breach
Distributing election material without an authorisation	Formal warning through to suspension for 6 hours, depending on the severity and frequency
Distributing election material in a foreign language without an accurate English translation	Suspension for 6 hours
Use of a USU, club, or society resource	Suspension of 3-24 hours depending on the severity and frequency of the breach
Endorsement or use of powers, influence or resources of an executive position within a USU club, society, University student organisation or affiliate	Suspension of 3-24 hours depending on the severity and frequency of the breach
Exceeding maximum expenditure	Disqualification
Engaging in any dishonest practice	At the discretion of the Returning Officer and/or Electoral Arbiter.
Use of a group or group chat created by or for a corporation or government entity	Suspension of 3-24 hours depending on the severity and frequency of the breach
Falsifying campaign expenditure	Immediate exclusion and disqualification
Publication, authorisation, or distribution of material that is untrue, materially false, misleading, deceptive, or discriminatory towards a candidate	With intent – disqualification Without intent – suspension for 72 hours
Impersonating a nominated individual at section 8.8.15	Without intent – suspension for 3 hours With intent – suspension for 24 hours
Engaging in bribery or otherwise to induce a vote	Disqualification
Compromise the fairness and integrity of the election	With intent – disqualification Without intent – suspension for 72 hours
Hinder or interfere with the free exercise of a person’s right to vote	With intent – disqualification Without intent – suspension for 72 hours
Harass, intimidate, or coerce a vote	Disqualification
Use another to vote on their behalf, or provide access to their voting password	Warning
Request confirmation, evidence, or receipt of another’s vote, or attempt to ascertain how another voted	Without intent – suspension for 3 hours With intent – suspension for 24 hours

Request another's voting password, log in online with another's password, or use another's voting link or password to vote	With intent – disqualification Without intent – suspension for 72 hours
Damage or deface any public or private property	Disqualification
Chalk on any part of USU buildings or grounds	Suspension from 6 hours through to 24 hours depending on severity
Contravention of USU or University policies on advertising	Suspension for 24 hours
Use of an unauthorised adhesive	Suspension for 6 hours
Destroy or interfere with any computer program, data file or electronic device used by USU in connection with elections	Disqualification

## 9. EXECUTIVE AND RELATED ELECTIONS

9.1. The Special Meeting of the Incoming Board, pursuant to article 10.3 of the Constitution, shall comprise the election of the Executive of the Board, as well as the members of any USU Committees and Director(s) of Student Publications. It shall further comprise the election of directors to the following areas of special responsibility:

- (a) The Wom\*n's Portfolio;
- (b) The Queer Portfolio;
- (c) The Environment Portfolio;
- (d) The Ethnocultural Portfolio;
- (e) The International Student Portfolio;
- (f) The Disability Portfolio.

9.1.1. The following conditions apply to the Portfolios

- (a) The Director elected to the Wom\*n's Portfolio must be a woman, or gender diverse person.
- (b) The Director elected to the Queer Portfolio must be queer identifying.
- (c) The Director elected to the Ethnocultural Portfolio must identify as one or more of: a person of colour; a person marginalized by white supremacy; an Aboriginal or Torres Strait Islander.
- (d) The Director elected to the International Student Portfolio must be an international student.
- (e) The Director elected to the Disability Portfolio must identify as having a physical, mental, intellectual, or sensory disability.

9.1.2. In the case of each portfolio area:



- (a) in the event that no non-Executive Director is elected to the position, an Executive Director who fulfils the requirements of 9.1.1 may take the portfolio.
- (b) In the event that no Executive Director is elected, a Director will be appointed to hold the area of special responsibility.
- (c) In the event that these provisions are exhausted, the Directors who fulfill the requirements of 9.1.1 shall be collectively responsible for the relevant area of special responsibility.

9.1.3. The holder of a portfolio is responsible for:

- (a) Ensuring that the deliberations of the Board are fully informed by the considerations arising from that area.
- (b) Continuously consulting with the relevant stakeholders and proposing any actions necessary to accommodate their particular requirements. Relevant stakeholders include, but are not limited to, relevant collectives, relevant clubs and societies and members who fulfill the relevant requirements of 9.1.1.
- (c) Doing any other thing that the portfolio holder deems appropriate in the interests of the relevant stakeholders, subject to the Constitution and the Regulations made pursuant to it.

9.2. Dates and Notice of Special Meeting of the Incoming Board

- 9.2.1. The Special Meeting of the Incoming Board shall be held on a working day in June.
- 9.2.2. The date and time of this meeting should be determined by the Board or Electoral Committee no less than ten (10) working days before the meeting is due to be held.

9.3. Executive Positions

- 9.3.1. The Executive of the Board should comprise a President, a Vice-President, an Honorary Treasurer, and an Honorary Secretary.

9.4. Eligibility

- 9.4.1. In the Special Meeting of the Incoming Board, all members of the Incoming Board, except for the incoming Immediate Past President, shall be a 'voting Director' in part 9 of these Regulations and be permitted to:
  - (a) Vote in all elections; and
  - (b) Nominate a Director elected under article 10.2 of the Constitution for any election.
- 9.4.2. In an election conducted at the Board pursuant to article 10.3(c) of the Constitution, all Directors, except for the Immediate Past President, shall be a 'voting Director' in part 9 of these Regulations and be permitted to:

- (a) Vote in the election; and
- (b) Nominate a Director elected under article 10.2 of the Constitution for any election.

#### 9.5. Appointed Electoral Positions

- 9.5.1. The Returning Officer for the Special Meeting of the Incoming Board shall be the same person who acted as Returning Officer for the preceding Annual Election unless the Board determines that this person is no longer suitable to preside over the Special Meeting of the Incoming Board.
- 9.5.2. The Board shall appoint a suitable person to act as Returning Officer for any election at the Board under article 10.3(c) of the Constitution.
- 9.5.3. The Returning Officer shall have the following powers and responsibilities:
  - (a) Chairing the meeting;
  - (b) Arbitrating on any disputes which may arise during the meeting;
  - (c) Announcing the provisional result of each election;
  - (d) Providing information about the voting procedure and rules of the election to all incoming Board Directors prior to the Special Meeting of the Incoming Board;
  - (e) If necessary, appointing an assistant to help with the conduct of the meeting. This assistant shall not be a USU staff member, an incoming Board Director, a current Board Director, or a person closely associated with any voting Director.
- 9.5.4. The Electoral Arbiter for the Special Meeting of the Incoming Board shall be the same person who acted as Electoral Arbiter for the preceding Annual Election unless the Board determines that this person is no longer suitable to preside over the Special Meeting of the Incoming Board.

#### 9.6. Voting Procedure

- 9.6.1. The Executive of the Board should be elected in the following order: President, Vice-President, Honorary Treasurer, Honorary Secretary.
- 9.6.2. In the elections under article 10.3 of the Constitution, the following procedure should be observed:
  - (a) The Returning Officer shall open the nominations for the position.
  - (b) Nominations shall be received. Each nominated candidate may accept or decline their nomination.
  - (c) The Returning Officer shall read out the full list of accepted nominations.
  - (d) Each nominated candidate shall be offered the opportunity to speak to their nomination for up to 3 minutes.

- (e) Where only one candidate is nominated for the position, that candidate shall be declared provisionally elected by the Returning Officer.
- (f) Where two or more candidates are nominated, a secret ballot shall be held. In such a secret ballot:
  - (i) The Returning Officer should remind the meeting that the Quota-Preferential Method of Proportional Representation (or Single Transferrable Vote) will be used to determine the outcome of the election.
  - (ii) The Returning Officer shall issue each voting Director with one voting paper.
  - (iii) The Returning Officer shall collect the voting paper of each voting Director in an enclosed ballot box.
  - (iv) Once all voting papers have been collected, the Returning Officer shall leave the room to commence counting the votes.
  - (v) Upon the conclusion of the count, the Returning Officer should make a Declaration of the Provisional Results of the election.

## 9.7. The Count

- 9.7.1. (a) The voting system to be employed in the elections under article 10.3 of the Constitution is the Quota-Preferential Method of Proportional Representation (or Single Transferrable Vote) to be conducted according to the rules published by the Proportional Representation Society of Australia.
  - (b) Where two candidates receive an equal number of votes following the dissemination of all preferences, the winner shall be determined by the tossing of a coin by the Returning Officer. The Returning Officer shall allocate a side of the coin to each candidate and should toss it themselves. The candidate allocated the side which lands face-up on the ground shall be declared provisionally elected.
  - (c) Where three or more candidates receive an equal number of votes following dissemination of all preferences, the winner shall be determined by drawing the name of the candidate from a ballot box. The Electoral Officer shall write the names of all candidates on equally-sized pieces of paper and place them in the box. The Returning Officer shall then draw one piece of paper from the box, and the candidate whose name is selected shall be declared provisionally elected.
- 9.7.2. (a) Each candidate may nominate a scrutineer by informing the

Returning Officer following the announcement of a secret ballot and prior to the counting of votes. Only one scrutineer may be nominated per candidate.

- (b) Scrutineers must not be current or incoming Board Directors, must remain physically separate from the area in which voting papers are counted and must abide by all instructions of the Returning Officer.

#### 9.8. Restrictions on Voting

- 9.8.1. No voting Director shall vote more than once in any election.
- 9.8.2. In the event of extraordinary circumstances which preclude a voting Director's in-person attendance at the Special Meeting of the Incoming Board, the Director may:
  - (a) forfeit their right to vote at the Special Meeting of the Incoming Board; or
  - (b) seek permission from the Returning Officer to appoint a proxy.
- 9.8.3. The Returning Officer has sole authority to grant a voting Director the opportunity to appoint a proxy to vote on their behalf at the Special Meeting of the Incoming Board. The decision of the Returning Officer is final and is not able to be appealed to any higher authority.

#### 9.9. Complaints After The Counting of the Vote

- 9.9.1. For the purpose of this section, 'candidate' refers to a Board Director who was a candidate in the election that is being appealed.
- 9.9.2. Candidates may appeal a provisional result on the grounds that an electoral regulation was breached during the conduct of the Special Meeting of the Incoming Board by making a written submission to the Returning Officer within 24 hours of the declaration of the provisional results giving details of the grounds for the complaint.
- 9.9.3. The onus of proof lies with the complainant and all supporting material concerning the complaint must be lodged simultaneously with the complaint.
- 9.9.4. The Returning Officer shall deal with all complaints within five (5) working days of receiving the complaint.
- 9.9.5. Where the Returning Officer is of the opinion that, on the balance of probabilities, a breach of the regulations outlined in this section has occurred during the course of the Special Meeting of the Incoming Board, they may take any of the following actions:
  - (a) Dismiss the matter.

- (b) Declare the provisional results of the relevant election to be invalid and request that another election for the position in question be held. The Electoral Committee shall call a Special Meeting of the Incoming Board for the election of this position, providing no less than ten (10) working days' notice.

#### 9.10. Appeals Made to the Electoral Arbiter

- 9.10.1. Any candidate may elevate an appeal allowed in section 9.9 to the Electoral Arbiter.
- 9.10.2. Appeals to the Electoral Arbiter shall be made in writing, directed to the CEO of the University of Sydney Union, and must be lodged within 24 hours of the Returning Officer's ruling.
- 9.10.3. The onus of proof lies with the complainant and all supporting material concerning the complaint must be lodged simultaneously with the complaint.
- 9.10.4. The Electoral Arbiter shall have the same powers as the Returning Officer.
- 9.10.5. The Electoral Arbiter shall act by way of a hearing according to their discretion.
- 9.10.6. The Electoral Arbiter shall make a determination within ten (10) working days from the date of the lodgement of the complaint with the Chief Executive Officer.
- 9.10.7. The decision of the Electoral Arbiter shall be final.

#### 9.11. Declaration of Final Results

- 9.11.1. The Declaration of Final Results shall be formally and finally declared upon:
  - (a) 24 hours after the Declaration of Provisional Results where:
    - (i) The Returning Officer is satisfied that no breaches of the regulations outlined in this section (section 9) have occurred, and
    - (ii) No further complaint or appeal has been lodged; or
  - (b) Within 24 hours of the conclusion of any investigation conducted by the Returning Officer or determination of any appeal by the Electoral Arbiter.

#### 9.12. Application of this section

- 9.12.1. Any election by and amongst the Directors to a position prescribed by the Constitution or the Regulations made pursuant to it shall be governed by sections 9.3 to 9.11 inclusive.

9.12.2. Any act, matter or thing that was in effect immediately before an amendment to part 9 of the Regulations is taken to have effect under the Regulations, as amended.

9.12.3. Nothing in any amendment to part 9 of the Regulations shall be taken to invalidate or otherwise alter any:

- (a) Declaration of Final Results; or
- (b) Declaration of the Returning Officer, Electoral Arbiter or Board of Directors that has final and conclusive effect;

issued prior to the amendment was carried.

## **10. USE OF USU PREMISES**

10.1. The Board may permit the use of USU premises to a group affiliated with or related to the USU, including, but not limited to, clubs and societies, SRC collectives and groups of students engaged in a USU program.

10.2. Any such permission must be set out in Appendix 4 to this document and shall have the force of Regulation made pursuant to the Constitution, but no other legal status. No such agreement shall give rise to enforceable rights/duties as against the USU, except through the operation of such provisions as USU Regulations.

## **11. ADMINISTRATION**

11.1. Access to records

11.1.1. All records of the USU shall be open for inspection by any Board Director after reasonable notice has been given to the Chief Executive Officer with the exception of contracts and staffing information relating to staff other than the Chief Executive Officer.

11.1.2. The Board may, in exceptional circumstances, resolve to grant access to Board Directors to any record deemed an exception herein.

11.1.3. If any expenditure authorised by the Board is not incurred within six months from the date of authorisation, unless part of the Budget, the authorisation shall lapse.

11.1.4. Except by permission of the Board, no credit shall be given to members of the USU, nor shall any money be lent by the USU or its employees to any member.

11.2. Auditors

11.2.1. Auditors shall be appointed/re-appointed by the Board at a meeting of the Board prior to the Annual General Meeting with the terms and conditions of appointment/re-appointment to be then determined.

- 11.2.2. The appointment/re-appointment shall be confirmed at the Annual General Meeting with the proviso that in the absence of quorum the Board's recommendation shall stand.
  - 11.2.3. The Board shall not appoint/re-appoint a person or firm as Auditor of The USU unless that person or firm has, prior to the appointment, confirmed the terms and conditions of appointment/re-appointment to act as Auditor, by notice in writing to The USU.
  - 11.2.4. The Auditors shall be required to submit a comprehensive written report to the Board following the completion of the Annual Accounts.
- 11.3. Extraordinary Funding
- 11.3.1. The USU may provide additional funding or alternate forms of funding, or loans, to groups or individuals affiliated with the USU. Any such application for additional funding must satisfy the following conditions:
    - (a) The submission clearly falls outside the standing funding sources, or an extension to funding caps is deemed to be necessary
    - (b) The submission has confirmed other sources of funding
    - (c) The applicants have consulted with relevant USU staff
    - (d) The Board approves the submission by special resolution.
  - 11.3.2. All applications for extraordinary funding are to be directed to the Vice President no later than a week prior to a meeting of the Board.

## APPENDIX 1 – DUTY STATEMENTS FOR BOARD DIRECTORS

The Duty Statements for Board Directors form part of the Regulations of the University of Sydney Union.

### CONTENTS

1. DIRECTORS
2. PRESIDENT
3. VICE PRESIDENT
4. HONORARY TREASURER
5. HONORARY SECRETARY
6. COMMITTEE CHAIRS
7. DEPUTY CHAIRS
8. PORTFOLIO HOLDERS
9. DIRECTOR OF STUDENT PUBLICATIONS

### DUTY STATEMENTS OF NON-EXECUTIVE AND EXECUTIVE DIRECTORS

#### 1. DIRECTORS

- (a) Directors shall comply with their roles and responsibilities as prescribed by law and as outlined in the Institute of Company Directors Publication “Duties and Responsibilities of Company Directors” viz:
  - (i) Fiduciary duty to the USU and its members
  - (ii) Duty of care and diligence
  - (iii) Abuse of corporate opportunity
  - (iv) Improper use of information
  - (v) Personal liability.
- (b) Directors shall act in accordance with the Constitution, Regulations and Duty Statements.
- (c) Directors shall:
  - (i) show respect and courtesy for other members of the Board, members of the USU and staff
  - (ii) not allow personal preferences or differences to impede their work as Directors



- (iii) not give directions to staff members to place them in a position that asks them to disregard directions from their supervisors.
- (d) Directors shall attend:
  - (i) Annual and mid-year budget sessions
  - (ii) Board meetings
  - (iii) The Annual General Meeting
  - (iv) Committees of which they are members and other meetings and appointments at which their presence is required such as working parties
  - (v) The annual induction for Directors
  - (vi) All interviews as stipulated in the Regulations
  - (vii) Any Board Directors Training sessions that may arise provided four weeks' notice is given of the session.
- (e) Directors shall review the Constitution and Regulations on an on-going basis, and where necessary, in consultation with Committee members.
- (f) Directors shall:
  - (i) accurately and without distortion represent Board policy on any issue
  - (ii) communicate with and consult the President over the Board agenda
  - (iii) communicate regularly with the Chief Executive Officer and relevant Department Heads in order to understand the operational implications of proposed policies
  - (iv) participate annually in at least one tour of campuses and clinical sites conducted by the USU.
- (g) Directors shall not breach camera.
- (h) Directors shall declare all conflicts of interest.
- (i) Directors shall not claim expenses in excess of their entitlement for any one year.
- (j) Directors shall seek to inform USU members and the broader community of the detrimental effect voluntary student unionism (VSU) in all its forms would have on the USU and all other student organisations. They should also work with those student organisations to oppose VSU where appropriate.
  - (i)
- (k) Directors, on completing their term of Office, shall return any property of the USU such as keys, files, phones, or other equipment that may be in their possession.

## 2. **PRESIDENT**

- (a) The President shall act in accordance with 8.2 of the Constitution.
- (b) The President shall, in consultation with the Chief Executive Officer, set the Executive Committee agenda.
- (c) The President shall attend:
  - (i) meetings of the Board, the Board Executive, and other meetings as required
  - (ii) meetings of Wentworth Annexe Limited
  - (iii) meetings of the USU Alumni and Friends Council
  - (iv) meetings of the University Senate as required
  - (v) meetings of the Student Consultative Committee
  - (vi) meetings of University Executive: Student Life
  - (vii) meetings of the Safer Communities Advisory Group
  - (viii) any ad hoc University committees or working groups the President is invited to attend
- (d) The President shall prepare a report for monthly Board meetings on matters of relevance to their report.
- (e) The President shall:
  - (i) be familiar with the basic rules of meeting procedure
  - (ii) with the Honorary Treasurer, meet with the audit partner as soon as is practicable after the election of the said President and Honorary Treasurer
  - (iii) have at least six consultation hours per week either in the President's Office or in public locations within the Holme, Wentworth or Manning buildings.
  - (iv) meet periodically with the Patron of the USU, and with representatives from the University, including the Vice-Chancellor and Registrar
  - (v) meet periodically with the President or senior representative of the following organisations: Students' Representative Council, Sydney University Postgraduate Representative Association and Sydney University Sport and Fitness.
  - (vi) organise and facilitate Board Directors Training.
- (f) At the commencement of the term of the new President, the outgoing President shall induct the new President. This shall include:
  - (i) A formal meeting with the USU's Chief Executive Officer

- (ii) Furnishing the new President with copies of annual and mid-year budgets, annual performance plans, information about the Chief Executive Officer review process and other important material
- (iii) Furnishing the new President with all documents relevant to matters topical at the time
- (iv) Furnishing the new President with copies of all correspondence for the past year per the Correspondence File as well as important memoranda
- (v) Identifying policies adopted by Board that the new President should specially oversee to ensure their implementation
- (vi) Identifying processes of which the new President should be aware, such as agenda setting, cheque signing and expense reimbursement.
- (g) The President shall table at the ordinary December and June Board meetings a list of total expenses claimed by each Director.
- (h) The President shall, where the Director of Student Publications is unable or in need of clarification, inspect USU publications.
- (i) The President shall sign cheques when called to do so.

### **3. VICE PRESIDENT**

- (a) The Vice President shall act in accordance with 8.3 of the Constitution.
- (b) The Vice President shall attend:
  - (i) meetings of the Board, the Board Executive, and other meetings as required
  - (ii) Student Experience Committee meeting
- (c) The Vice President shall prepare a report for monthly Board meetings on matters of relevance to their report.
- (d) The Vice President shall:
  - (i) monitor the activities of Committee Chairs and assist Committee Chairs in fulfilling their role
  - (ii) prepare a written report to the ordinary December and June Board meetings that shall, on matters of fact and not opinion, comment on the performance of Committee Chairs for the preceding six-month period
  - (iii) co-ordinate the Committee induction process
  - (iv) organise a comprehensive exit review of Committee members at the completion of the academic year and report to the Board on the feedback received. Further, the Vice President shall attempt to be available for involvement in the following year's review.

- (e) The Vice President, in conjunction with the other members of the Board Executive and where the Director of Student Publications is unable or in need of clarification inspects USU publications.
- (f) The Vice President shall sign cheques when called to do so.
- (g) The Vice President shall oversee Board working parties.

#### **4. HONORARY TREASURER**

- (a) The Honorary Treasurer shall act in accordance with 8.4 of the Constitution.
- (b) The Honorary Treasurer shall:
  - (i) facilitate the Board's understanding of the financial performance and position of the USU by preparing a report for monthly Board meetings.
  - (ii) liaise weekly with the Director of Finance
  - (iii) with the President, meet with the audit partner as soon as is practicable after the election of the said President and Honorary Treasurer.
- (c) The Honorary Treasurer shall attend:
  - (i) meetings of the Board, the Board Executive, and other meetings as required
  - (ii) Specialist Committee meetings.
- (d) The Honorary Treasurer, in conjunction with the other members of the Board Executive, shall inspect USU publications if called to do so, or as empowered by USU policy.
- (e) The Honorary Treasurer shall sign cheques when called to do so.

#### **5. HONORARY SECRETARY**

- (a) The Honorary Secretary shall act in accordance with 8.5 of the Constitution.
- (b) The Honorary Secretary shall attend:
  - (i) meetings of the Board, the Board Executive, and other meetings as required
  - (ii) any ad hoc student forum meetings relating to student programs.
- (c) The Honorary Secretary shall prepare a report for monthly Board meetings on matters of relevance to their report.
- (d) The Honorary Secretary shall hold the office of 'Director of Student Publications' and take on the title, duties, responsibilities, and powers of the position.
- (e) The Honorary Secretary shall oversee the USU's public issues programs including internal events as well as developing and maintaining any strategic partnerships with third-parties that may arise from time to time.

- (f) The Honorary Secretary shall oversee the co-ordination of the USU Annual Dinner and other USU public events.
- (g) The Honorary Secretary shall be responsible for the taking of minutes at meetings in the absence of the Board or Committee Secretary.
- (h) The Honorary Secretary shall sign cheques when called to do so.

## **6. COMMITTEE CHAIRS AND DEPUTY CHAIRS**

- (a) Committee Chairs and Deputy Chairs shall:
  - (i) be familiar with the basic rules of meeting procedure
  - (ii) outline a meeting schedule for their Committee at the beginning of each Semester
  - (iii) prepare a detailed and appropriate Committee agenda for each Committee meeting that they Chair. This shall be sent out with the 'notice of Committee meeting'. In the event that extenuating circumstances prevent this, responsibility for agenda preparation and timely distribution shall be passed to other elected Director(s) to the Committee in question, and then to the Vice President
  - (iv) consult the Vice President, other elected Director(s) to the Committee in question as well as its ordinary members when setting Committee agendas
  - (v) maintain regular contact with all Committee members
  - (vi) at each Committee meeting, inform the Committee as to whether or not resolutions of the previous Committee meeting were adopted by the Board, and provide adequate reasoning thereto
  - (vii) report to Board on the Committee's current activities if requested and draw relevant matters to the Board's attention
  - (viii) inspect minutes of Committee meetings prior to their distribution with the next 'notice of Committee meeting'
  - (ix) where appropriate, be responsible for the running of working parties. At the conclusion of the working party's activities, the Chair shall produce a written report to the Committee concerned outlining the findings and recommendations of the working party
  - (x) where appropriate, be responsible for convening Selection Panels. The Chair shall consult the appropriate staff member in arranging a time for the Selection Panel to meet and shall contact Committee members to request and confirm their participation, as necessary
  - (xi) record and inform members of the financial position of the Committee
  - (xii) the Deputy Chair shall deputise accordingly to the Chair.

## **7. PORTFOLIO HOLDERS**

- (a) The holder of a Portfolio shall:
  - (i) be familiar with meeting procedure
  - (ii) be available to talk to students on issues relevant to their portfolio
  - (iii) be in regular contact with the relevant stakeholders, including other student organisations, collectives, USU and University staff
  - (iv) report to Board on current issues within their portfolio when required and draw relevant matters to Board's attention
  - (v) where appropriate, be responsible for the running of working parties
  - (vi) where appropriate, be responsible for convening Selection Panels
  - (ix) where relevant, speak at the opening of events on behalf of the USU.

#### **8. DIRECTOR OF STUDENT PUBLICATIONS**

- (a) The Directors of Student Publications (DSP) shall be the Honorary Secretary and two non-Executive Directors. In the event that the Honorary Secretary is not woman, or gender diverse person, at least one of the additional DSPs elected by the Board must be a woman, or gender diverse person.
- (b) The DSP(s) shall be responsible for the appointment of the Student Editors of the Union Recorder and Hermes.
- (c) The DSP(s) shall check and sign each completed USU publication.
- (d) The DSP(s) will check all USU and joint USU publications for defamatory material breaches of copyright and any other material that in the opinion of the DSP(s), in any way contravenes the Constitution, Regulations, or Policies of the USU.
- (e) In the event of a dispute between any parties in the process, the matter shall be referred to the Board Executive for final arbitration.
- (f) The DSP(s) shall ensure that no article of PULP, between the close of nominations and the declaration of the results of the USU election, passes biased judgment on any candidate or their policies.
- (g) The DSP(s) shall otherwise act in accordance with the USU's Director of Student Publications Policy.

## **APPENDIX 2 – BOARD COMMITTEES**

### **The Terms of Reference of the Committees currently constituted by the Board**

#### **CONTENTS**

Awards Committee

Governance Committee

Debates Committee

Work Health and Safety Committee

COVID-19 Response Committee

#### **A2.1 Awards Committee**

A2.1.1 There shall be an Awards Committee comprising:

- (a) the President (ex-officio), or their appointee, Chair
- (b) the Vice-President (ex officio)
- (c) one first year director
- (d) the Chief Executive Officer, or their appointee
- (f) the Director of Student Programs, or their appointee
- (g) the Director of Sales and Marketing
- (h) the Clubs and Societies Manager, or their appointee

A2.1.2 The Committee shall determine the allocation of the USU's prizes, being the Cultural Blue and Honorary Life Membership, and others as necessary. The Committee shall ratify the recommendations made by other nominations panels, as necessary. The Committee shall consider applications for new awards and the modification of existing awards and prizes, including terms and conditions, for approval.

A2.1.3 The Committee, or its delegate, shall source funding for awards in the form of:

- (a) Personal donations
- (b) Industry donations
- (c) Bequests
- (d) USU Funding

A2.1.4 The quorum for meetings of this Committee will be four voting members, including at least the President or Vice-President of the USU.

A2.1.5 The Committee shall convene at least once a year, and may meet more often if necessary.

## **A2.2 Clubs & Societies Committee**

A2.2.1 There shall be a Clubs & Societies Committee comprising:

- (a) the President (ex-officio)
- (b) the Vice President (ex-officio)
- (c) the Honorary Secretary (Chair)
- (d) one (1) non-executive director appointed by the Board (deputy chair)
- (e) up to 2 ordinary members appointed by the Board.

USU Staff in attendance (non-voting):

- (e) the Director of Student Programs,
- (f) the Clubs & Societies Manager

A2.2.2 The Committee shall have oversight of the Clubs and Societies Program including, but not limited to policy, governance, compliance, strategy, regulation and risk mitigation.

A2.2.3 The C&S Office shall be empowered to approve all clubs and societies funding.

A2.2.4 The Committee shall operate in accordance with the Clubs & Societies Regulations, which the committee shall review at least annually to ensure their accordance with the broad and changing needs of clubs and societies.

A2.2.5 Except by Special Resolution of the Board, no change made to the Clubs and Societies Regulations shall take effect until the beginning of the next academic year following the date of the Board meeting adopting the change.

A2.2.6 The Committee shall make recommendations regarding the involvement of clubs and societies in USU Festivals and events, especially the Welcome and Orientation events

A2.2.7 In the event of a disagreement or contention regarding a decision made by the C&S Office the matter will be referred directly to the Committee.

A2.2.8 In the event of a disagreement or contention regarding an application at Committee, it will be referred directly to the Board for a final decision.

A2.2.9 In the event of a disagreement or contention regarding interpretation of the Clubs & Societies Regulation not being resolved by the C&S Office or the Committee, it will be referred directly to the Board.

A2.2.10 The Committee shall oversee that annual training schedule of C&S Executives, which shall include as a minimum including financial training, bullying and sexual harassment/assault, bystander, service of alcohol, meeting management, safe food handling, risk mitigation, event management, sponsorship, records management and electoral procedures.

A2.2.11 The Committee shall oversee the strict compliance of clubs and societies with the requirements set out in the USU/University Affiliation Agreement.

A2.2.12 The Committee shall oversee the USU's annual award of prizes to its clubs and societies.

A2.2.13 The Committee shall oversee the application of new clubs and societies

A2.2.14 Notwithstanding A2.3.12 and A2.3.14 the Committee may, upon the adoption of Terms of Reference, create sub-committees, panels or working parties to conduct specific tasks, such as the selection of award recipients, the formulation of training modules and the approval of new clubs.

A2.2.15 The Committee shall meet, where practical, within the two weeks prior to the ordinary meetings of the Board.



### **A2.3 Governance Committee**

A2.3.1 There shall be a Governance Committee comprising:

- (a) the President (ex-officio);
- (b) one member of the Executive appointed by the Executive Committee;
- (c) one non-Executive Director elected by the Board of Directors;
- (d) Chief Executive Officer or their appointee;
- (e) Director of People and Culture;
- (f) Director of Student Programs; and
- (g) up to two external members or Senate Appointed Directors appointed by the Board of Directors.

A2.3.2 The Executive shall appoint an Executive Director as Chair of the Committee.

A2.3.3 The Executive shall appoint an external member as Deputy Chair of the Committee.

A2.3.4 The Committee shall conduct an annual review of the Constitution and Regulations and the Chair shall present a report and any recommendations to the Board of Directors by 30 November each year.

A2.3.5 The Committee is responsible for advising the Board on effective governance by:

- (a) reviewing and monitoring the Constitution, Regulations, policies and procedures to ensure operational and legal compliance;
- (b) deliberating on the induction and professional development of Directors;
- (c) considering and recommending any amendment or alteration to the Constitution, Regulations or policies of the USU; and
- (d) introducing and developing new policies of the USU.

A2.3.6 The Committee shall meet at least once every two months.

A2.3.7 All Directors, Heads of Department and the Board Secretary may attend and speak at the Committee.

### **A2.4 Debates Committee**

A2.4.1 There shall be a Debates Committee comprising:

- (a) the President (ex-officio)
- (b) the Vice President (ex-officio)

- (c) Up to one other member of the Board
- (d) the Director of Debates (Deputy Chair)
- (e) up to twelve ordinary members appointed by the Board
- (f) up to two new members appointed by the Board

USU Staff in attendance (non-voting):

- (g) the Director of Programs, or their appointee.

A2.4.2 The Executive shall appoint a Director as Chair of the Committee

A2.4.3 The Committee shall be responsible for the organisation of the USU's Debates programs and activities as articulated in the Debates Committee Guidelines & Procedures.

A2.4.4 The activities of the Debates Committee including selections, duty statements of Committee members, and intervarsity event funding will be governed by and is subject to the procedures outlined in the Debates Committee Guidelines & Procedures.

A2.4.5 All amendments to the Debates Committee Guidelines and Procedures will require Board endorsement by Special Resolution prior to coming into effect.

A2.4.6 The Committee shall meet monthly although it may meet less frequently during the Long Vacation.

## **A2.5 Work Health and Safety Committee**

A2.5.1 There shall be a Work Health and Safety Committee comprising:

- (a) The President (ex-officio);
- (b) The Director of People and Culture or their appointee (Chair);
- (c) The Facilities Manager or their appointee (Deputy Chair);
- (d) The Chief Executive Officer or their appointee;
- (e) Up to one Health and Safety Representative of the Student Programs Department;
- (f) Up to three Health and Safety Representatives of the Operations Department;
- (g) Up to one Health and Safety Representative of the Finance and IT Department; and
- (h) Up to one Health and Safety Representative of the Sales, Marketing and Membership Department.

A2.5.2 The Health and Safety Representatives under clauses A2.5.1(e)—(h) shall be elected by the staff of the respective departments under the supervision of the respective Head of Department.

A2.5.3 The Committee shall:

- (a) monitor implementation of the safety management systems and policies;
- (b) regularly review the safety management system for compliance with legislation and identifies opportunities for continuous improvement;
- (c) develop work health and safety standards, rules, procedures and performance targets for the USU;
- (d) consider and advise on organisation wide work health and safety issues;
- (e) receive work health and safety reports from members of staff;
- (f) conduct or review quarterly safety inspections;
- (g) make recommendations to the Board of Directors ensuring an appropriate level of resourcing and management is given to mitigating health and safety risk across the organisation; and
- (h) make management decisions to resolve the WHS issues it considers appropriate for the Committee to make, or if not considered within its terms, will decide further action.

A2.5.4 The Committee shall meet at least once every three months, as determined by the Chair.

Note: Sections 75(1) and 78 of the Work Health and Safety Act 2011 (Cth) prescribe meetings of the committee.

A2.5.5 The Committee shall nominate one of its own members each year to be a representative of the USU on the University Executive Work Health and Safety Committee.

A2.5.6 No business except adjournment shall be conducted at this Committee unless a quorum of at least four of the committee's members, including the Chair or Deputy Chair, is present. Clause 1.3.1 of appendix 3 of the Regulations shall not apply to this Committee.

## **A2.6 COVID-19 Response Committee**

A2.6.1 There shall be a COVID-19 Response Committee comprising:

- (a) The President (ex-officio);
- (b) The Vice President (Chair);
- (c) Three non-Executive Directors;
- (d) The Chief Executive Officer (Deputy Chair);
- (e) The Director of Finance;
- (f) The Director of People and Culture;
- (g) One Staff Representative;

- (h) The Immediate Past President (non-voting);
- (i) The Honorary Treasurer; and
- (j) The Honorary Secretary.

A2.6.2 The Committee shall meet at least once every two weeks but may meet on a work day at the request of the Chair or Deputy Chair.

A2.6.3 At the conclusion of each meeting, the Chair shall provide a confidential statement of the Committee's decisions and discussions to the Board of Directors by email as soon as practicable. Those statements shall be included in the subsequent meeting of the Board of Directors for noting, in addition to any minutes.

A2.6.4 The Committee shall:

- (a) monitor government and medical advice regarding COVID-19;
- (b) regularly review resolution B131/20 of the Board of Directors;
- (c) develop a roadmap or plan for responses to changes in business operations (including hypothetical changes) caused by the COVID-19 pandemic and government restrictions in response to the pandemic;
- (d) consider and advise on financial issues, including (but not limited to) cash flow and operating contribution;
- (e) make recommendations to the Board of Directors and management regarding the response to the COVID-19 pandemic, including (but not limited to) changes in staffing capacity;
- (f) consider any matter referred to it by the Board of Directors, Executive or any Committee or working party;
- (g) ensure the long-term survival of the USU whilst also aiming to return staff to full capacity as soon as financially viable;
- (h) enable greater levels of transparency for staff during this time; and
- (i) discuss and make recommendations to management about events, festivals and COVID-19-related policies.

A2.6.5 Unless a different date has been determined by the Board of Directors by ordinary resolution, this Committee shall cease on 30 November 2020.

## **APPENDIX 3 – STANDING ORDERS**

In the course of each year, the Union holds a variety of meetings, ranging from the Annual General Meeting, through Board and Committee meetings, to informal working parties. These Standing Orders provide details about the procedures governing the conduct of those meetings.

It was compiled in response to the following resolution passed at the 1995 Annual General Meeting:

That the Annual General Meeting calls on the Union to prepare a comprehensive document outlining the procedures for, and devices available to, all meetings of the Union. This should be completed by the close of lectures for 1995.

### **PART A: GENERAL MEETINGS OF THE USU AND THE ANNUAL GENERAL MEETING**

The procedures relating to General Meetings of the USU are to be found in the Constitution. In addition, the following requirements apply:

1. The Chief Executive Officer shall give notice of a General Meeting of the Union within seven days after receipt of a requisition pursuant to the Constitution, stating the business to be transacted.
2. No General Meeting of the Union shall be held during vacation or on Saturday, Sunday or any Public or University holiday or commenced between the hours of 11.00 pm and 9.00 am the following day, or held on any premises other than the Union. For the purpose of reckoning the period of notice, any University vacation shall not be included.
3. Wherever practicable, notice of a General Meeting shall appear by an advertisement in any suitable USU publications.
4. The President shall chair General Meetings of the Union provided that the President shall not retain the chair during motions of dissent from the President's ruling.
5. The Vice-President shall chair General Meetings in the absence of the President provided that the Vice- President shall not retain the chair during motions of dissent from the Vice-President's ruling.
6. If the President and Vice-President are absent after fifteen minutes from the appointed time of commencement the meeting may elect a Chairperson from amongst its number provided that the Chairperson shall not retain the chair during motions of dissent from the Chairperson's ruling, and the President or Vice-President shall take the chair on arrival at that General Meeting.
7. At any General Meeting of the Union, a resolution put to the vote may be decided on the voices, but if any two Members ask for a show of hands, or any 30 Members ask for a ballot, the vote shall be so taken.

### **PART B: MEETINGS OF THE BOARD AND ITS COMMITTEES**

Meetings of the Board and Union Committees shall be conducted in accordance with the Constitution and the following Standing Orders, unless suspended from time to time in accordance with these Standing Orders.

1. Committee Meetings, Subcommittees, Working Parties
  - 1.1. Composition
    - 1.1.1. The Board shall elect a Director to chair each Committee in the absence of a member of the Executive empowered by the Constitution or the Regulations made pursuant to it to do so.
    - 1.1.2. The Board shall conduct any election necessary to fill any vacancy that may from time to time arise on a Committee constituted by the Constitution or the Regulations made pursuant to it.
  - 1.2. Chairing
    - 1.2.1. The chair of any Committee shall not retain the chair during motions of dissent from that Director's ruling.
    - 1.2.2. During motions of dissent from the Chair's ruling, another Director present on the Committee shall take the chair.
    - 1.2.3. During motions of dissent from the Chair's ruling, in the absence of another Director, the Committee may elect a Chairperson from amongst its Members.
    - 1.2.4. The occupant of the Chair shall be bound by the decision of the meeting.
  - 1.3. Limitations on the conduct of meetings
    - 1.3.1. No business except adjournment shall be conducted at any Union Committee meeting unless a quorum of at least either five (5) of the Committee's Members or at least half the Committee's Members, whichever is the less, including at least one Director, is present.
    - 1.3.2. No meeting of a Committee shall be held and no business conducted between the hours of midnight and 9.00 am.
    - 1.3.3. A Board or Union Committee meeting shall be validly called when Notice has been given. All Notices of meeting shall specify day, date, time and place of the meeting, as well as the business proposed to be transacted at that meeting.
    - 1.3.4. A committee shall not go beyond two hours after its scheduled commencement time, provided that the meeting may resolved to extend the time for thirty minutes and, at the expiry of that extension, a further period of thirty minutes.
  - 1.4. Subcommittees and Working Parties
    - 1.4.1. All Union Committees shall have the power to appoint sub-committees from their Members.
    - 1.4.2. Committees may, where necessary, form working parties on specific projects, and these groups shall report back to the full committee.

Publicity for such working parties should be given via the USU's Website and USU's Social Media channels where practicable.

- 1.4.3. The Chair of the Committee shall be responsible for the running of working parties.
  - 1.4.4. The purpose of a sub-committee or working party is to consider a specific item without involving the whole Committee, such as preparing a draft policy for consideration by the full Committee. Meetings are usually informal. Subcommittees and working parties can make recommendations to the full Committee, which may then pass a resolution to be considered by Board.
  - 1.4.5. The Working Parties terms of reference outlines the requirements for each Working Party to take place. Most sub-committees and working parties are formed on an ad hoc basis, and for this reason, are not included in the meeting schedule. However, Union members may contact the Union Secretariat to obtain the dates of sub-committees or working parties.
- 1.5. Voting
- 1.5.1. All matters shall be decided by the vote of a majority of those present and voting at the meeting.
  - 1.5.2. Voting may be decided on by a show of hands, or if at least three Members ask for a secret ballot, the vote shall be so taken.
  - 1.5.3. When a vote is taken by secret ballot, the Chair shall announce the number of votes for and against the motion.
- 1.6. General
- 1.6.1. The Clubs and Societies Committee are held in camera when applications for funding and registration are being considered due to the confidential nature of those items. Visitors are therefore not allowed to attend these meetings, unless they are invited to do so in relation to an application for funding.
  - 1.6.2. Any Union member may attend Board or Committee meetings as an observer (except where items on funding are being discussed by the Clubs and Societies). However, only members of the Committee are allowed to vote. As a courtesy, members wishing to attend a meeting should try to let the Chair, Committee Secretary, or Board Secretary know in advance so that the seating and catering arrangements can be adjusted if necessary.
  - 1.6.3. If an ordinary Committee member fails to attend two consecutive meetings without an apology or valid excuse, the Vice President in consultation with the relevant Chair, may advise the Board to replace the Committee member.

## 2. Board Meetings

## 2.1. Substantive Motions and Amendments

- 2.1.1. No substantive motion or amendment may be proposed at the same meeting of the Board as is in substance the same as a motion or amendment previously proposed and disposed of at the meeting.
- 2.1.2. An amendment may be proposed to any substantive motion by addition to and/or deletion from the motion.
- 2.1.3. An amendment shall not oppose the intention of the original motion.
- 2.1.4. The proposer of a motion may amend or withdraw their motion with the consent of the seconder. Where such consent is not obtained, amendment shall be permissible, though the seconder may propose the original motion.
- 2.1.5. Where the proposer of a substantive motion accepts any proposed amendment, the amendment shall become the motion, whereupon the proposer of the original motion shall be deemed the proposer of the new motion.
- 2.1.6. Where the proposer of a substantive motion does not accept a proposed amendment, the amendment shall be debated and put, and if carried shall become the new substantive motion.
- 2.1.7. Should a proposed amendment be put and lost, and no further amendment be proposed, the original motion shall again be open to debate.
- 2.1.8. A subsequent proposed amendment shall not be submitted until the first received proposed amendment is disposed of, though any speaker may foreshadow further proposals for amendment. These shall be dealt with in the order in which they are received.
- 2.1.9. A second substantive motion shall not be accepted until the motion under debate has been disposed of provided that notwithstanding anything in these Standing Orders, two or more motions dealing with the same subject matter may be considered in cognate form, except where the intention of motions are opposing, whereupon one motion shall be declared to be substantive and the others as foreshadowed. The order of debate shall then be:
  - (a) Mover of the substantive motion
  - (b) Secunder of the substantive motion
  - (c) Mover of the foreshadowed motion
  - (d) Secunder of the foreshadowed motion
  - (e) Speakers for the substantive motion and the foreshadowed motion alternately



- (f) Right of reply for the foreshadowed motion
  - (g) Right of reply for the substantive motion
- 2.1.10. The substantive motion shall be put and, if carried, other motions shall lapse. Where the substantive motion is lost, any foreshadowed motion shall be put without further debate.
- 2.1.11. A motion shall lapse if, after the proposer's speech, there is no seconder.
- 2.1.12. A report or statement of accounts may be:
- (a) received by the meeting by formal motion, or
  - (b) debated with or without amendment by formal motion.
- 2.2. Procedural Motions
- 2.2.1. A motion shall be set aside on the affirmative resolution of the motion "That the meeting proceed to the next item of business", whereupon no further debate shall be allowed on this item during the meeting.
- 2.2.2. Debate on a motion shall be stood over at least until the next meeting on the affirmative resolution of the motion "That the motion lie on the table."
- 2.2.3. Debate on a motion shall be closed on the affirmative resolution of the motion "That the motion be not now put", and no further debate shall be allowed on that item during the meeting.
- 2.2.4. Debate on a motion shall be closed on the affirmative resolution of the motion "That the motion be now put", whereupon the substantive motion shall be put without further debate or amendment but allowing the proposer their right of reply.
- 2.2.5. On the affirmative resolution of the motion "That the motion be not now put", the meeting shall proceed to the next item of business, no further debate being allowed on the motion so disposed of. On the negative resolution of the motion, the substantive motion shall be put without further debate or amendment but allowing the proposer their right of reply.
- The Chair need not accept procedural motions if, in their opinion, there has not been sufficient debate on the question.
- 2.2.6. A procedural motion shall take precedence over any substantive motion or proposed amendment to such motion.
- 2.2.7. Should any question arise which requires a decision by the Chair as to whether a motion is procedural, the Chair shall use the following rules in making their decision:
- (a) The following motions shall be considered, subject to the discretion of the Chair, as procedural motions, to be put to the meeting without debate:

- (i) That a person should or should not be heard
  - (ii) That a person should not be further heard
  - (iii) That strict order of debate be followed
  - (iv) That the motion now be put
- (b) The following motions shall be considered, subject to the discretion of the Chair, as procedural motions which may be debated:
- (i) That the motion be not now put
  - (ii) That the meeting be adjourned
  - (iii) That the motion lie on the table
  - (iv) That the debate be adjourned
  - (v) That the meeting proceed to the next item of business.

2.2.8. Where the Chair rules upon any point of procedure, their ruling shall determine the matter, save that the meeting may entertain any motion of dissent from such ruling. The motion of dissent shall be in the form “That the meeting dissents from the Chair’s ruling.”, and upon that resolution, the Chair’s ruling shall be of no effect. When the dissent motion is proposed the Chair shall vacate the Chair. The proposer and the Chair, in whose ruling the dissent was moved, only shall speak, after which the motion shall be put. The motion shall be carried by a simple majority.

### 2.3. Speaking

- 2.3.1. A Director desiring to speak shall address the Chair.
- 2.3.2. No speech, other than the report of a member of the Executive of the Board, shall be permitted to save a distinct motion either already submitted to the meeting for deliberation or by way of an amendment of a substantive motion.
- 2.3.3. Where two or more members desire to speak, the Chair shall call upon the member who, in the Chair’s opinion, first indicated such intention.
- 2.3.4. No Director shall speak more than once on any motion without the permission of the Chair.
- 2.3.5. Procedural motions or motions for amendment shall be considered new questions, and persons who have spoken on the substantive matter may speak again after the procedural motion, or after an amendment has been proposed and seconded.
- 2.3.6. In all cases the right of reply shall be allowed to the proposer of a motion other than a procedural motion, after which the motion shall be put forthwith.

- 2.3.7. No member shall speak to any motion after it has been put.
- 2.3.8. The seconder of a proposed motion or amendment may speak after the proposer or may reserve their right to speak until later in any debate where speakers, if any, oppose the motion. Where there is no opposition to the proposed motion, the seconder's reserved right shall not be exercised.
- 2.3.9. Upon the procedural motion "That strict order of debate be followed" being put and affirmatively resolved, the Chair shall permit only one speech per speaker, except to allow the proposer to present a right of reply, nor shall they permit consecutive speeches either in favour of, or opposing, the motion.
- 2.3.10. At the discretion of the Chair, no member shall speak to a motion for more than five minutes.
- 2.3.11. Subject to these Standing Orders, any member addressing the meeting shall be heard in silence.
- 2.3.12. Should the Chair enter any debate, they shall first vacate the Chair.
- 2.3.13. A Director may take a point of order at any time. On the taking of such a point of order, all debate shall be suspended until such time as the Chair rules on the point of order. A point of order shall be clearly and succinctly stated, shall contain no irrelevancy, and shall not seek to debate any motion before the Chair. A point of order shall show that the speaker was:
  - (a) using unseemly language
  - (b) not speaking on the question
  - (c) infringing on the provisions of the Constitution, Regulations or these Standing Orders, and insofar as they do not provide, the Common Law of Meetings.
- 2.4. Limitations on the conduct of meetings
  - 2.4.1. A Board meeting shall be adjourned after four hours of its commencement, provided that the meeting may resolve to extend the time for thirty minutes and, at expiry of that extension, a further period of thirty minutes.
  - 2.4.2. A meeting is not validly constituted, and no business except adjournment can be conducted, unless a quorum of 7 Directors is reached.
- 2.5. Rescission Motions
  - 2.5.1. A resolution shall be suspended from operation if three members of the Board give notice of rescission to the President and CEO, or a simple majority of the Board before the resolution is acted upon.
  - 2.5.2. Due notice shall be given of any motion which effectively rescinds a resolution of the Board.
- 2.6. Suspension of Standing Orders

2.6.1. Any of these Standing Orders, or any part of any Standing Order, may be suspended from time to time upon the affirmative resolution of the motion, “That so much of Standing Orders be suspended as would prevent...”. The latter part of the motion shall state succinctly the purpose for which such a suspension is intended. The motion shall be carried by a simple majority.

## 2.7. In Camera

2.7.1. The Board may request staff to leave if the meeting moves in camera, though this tends to happen only where the matter to be discussed involves the sensitivities of staff members.

2.7.2. In camera minutes are tabled at each meeting of the Board. When approved with any amendments, they are collected and destroyed. They are not therefore available for general circulation. They are available for reading from the Board Secretary’s office by any person who was entitled to be present at the meeting, even if they did not in fact attend.

2.7.3. Resolutions from in camera sections of Board meetings form part of the official minutes, but the discussion remains confidential.

2.7.4. The procedure for in camera sessions is as follows:

- (a) The meeting resolves “that the meeting move in camera”.
- (b) The discussion and any resolutions are minuted.
- (c) A resolution is passed “that the meeting move out of camera”.

2.7.5. While the Board considers and resolves to approve/amend in camera minutes at each subsequent Board meeting, they are not circulated for reasons of confidentiality. Any Director or Committee member may read a copy of the in camera minutes of a meeting to which they were entitled to be present, even if they did not attend the meeting. No other person is entitled to see the minutes.

## 2.8. General

2.8.1. The Board is required by the Regulations to meet at least ten times in each year. Meetings are usually held on the last Friday in each month, except when some special circumstance arises.

2.8.2. Special Meetings may be convened to discuss issues that need urgent resolution. Four members of the Board may request a Special Meeting by delivery of a signed request to the President.

2.8.3. Board meetings are chaired by the President, or in their absence, by the Vice-President.

2.8.4. Board meetings are open to all members of the Union.

- 2.8.5. There is an Agenda item being Open Question Time, at which Directors and members may bring to Board's attention any matter relating to Union affairs and ask questions of Directors and staff.
- 2.8.6. Members are free to remain throughout the meeting but will be asked to leave if the meeting moves in camera.
- 2.8.7. In attendance at every Board meeting are the CEO, Board Secretary, and members of the senior management team. The staff members are present in an advisory capacity and have speaking rights, but they are not allowed to vote.
- 2.8.8. Retrospective apologies and apologies given through a third party are not accepted.
- 2.8.9. Apologies should be conveyed directly to the Board Secretary, the Committee Secretary, the President (in the case of Board meetings) or the Committee Chair.

## **APPENDIX 4 – USE OF USU SPACE PERMISSIONS**

### **The terms upon which USU spaces may be used by particular groups affiliated with the USU**

#### **CONTENTS**

The Cellar Theatre

#### **A4.1 The Cellar Theatre: The University of Sydney Union Students' Performance Space**

A4.1.1 The theatre beneath the Holme Building, facing Science Road, commonly known as THE CELLAR shall be officially titled THE CELLAR THEATRE: THE UNIVERSITY OF SYDNEY UNION STUDENTS' PERFORMANCE SPACE. There shall be a sign displaying this name, with the ADDENDUM "HOME OF SUDS – AUSTRALIA'S OLDEST CONTINUOUS THEATRE COMPANY."

A4.1.2 The Cellar Theatre: The University of Sydney Union Students' Performance Space, shall be available to SUDS throughout the year for the purposes of auditions, productions, workshops, rehearsals, meetings, and guest speakers.

A4.1.3 The use of The Cellar is based on the concept of mutual responsibility. The University of Sydney Union Facilities Department shall be responsible for the maintenance and safety of The Cellar Theatre in terms of hygiene, drainage, and safety requirements; whilst the user, as outlined in THE CELLAR THEATRE: THE UNIVERSITY OF SYDNEY UNION STUDENTS' PERFORMANCE SPACE USAGE AGREEMENT document will abide by any staff directions in terms of health and safety issues.

A4.1.4 An annual safety inspection of the space will be conducted by a representative of the USU Facilities Department. This shall include the checking and testing of:

- (a) All lanterns and their power cords, including earth continuity
- (b) All power cords, including earth continuity (c) Light dimmers
- (d) All racks Outlets, including earth continuity
- (e) Sound equipment
- (f) General power outlets
- (g) Drainage
- (h) Wall and ceiling lamps - including illuminated exit signs
- (i) Fire equipment
- (j) Crash doors
- (k) All essential services

The University of Sydney Union will notify the SUDS Executive of the time and date of the annual inspection two weeks in advance of the inspection being carried out. Further, the University of Sydney Union will invite the SUDS President (or representative) to be present at the inspection and will provide the SUDS Executive with a written report detailing the results of the inspection no later than two weeks after the conclusion of the inspection.

A4.1.5 Any safety or maintenance problems occurring throughout the year shall be reported immediately to the Programs Manager in Student Programs Department.

A4.1.6 Subject to Board approval, the upkeep of USU-owned equipment in The Cellar shall be maintained through R&M budgets. Funding for the replacement of consumables - such as light bulbs and gels - may be applied for through the C&S Committee.

A4.1.7 The space is to be maintained as a dedicated space for student theatrical and performance activities. The following is to be understood:

- (a) Access to The Cellar shall comply with the objectives laid down in the Constitution, Regulations and policies of The University of Sydney Union (particularly, in this context, article 3.1 (b) of the USU Constitution, “to work towards creating an environment free from all forms of discrimination and harassment”, and ACT5/00 of the USU’s Policy Document, which prohibits “any performance or activity on USU premises that demeans or degrades USU members on the basis of their gender, sexuality, ethnicity or religion.”);
- (b) Any current member of the USU may join SUDS and make a proposal for the use of the space. Such usage shall be determined by general meetings of SUDS, at which all SUDS members have equal voting rights.

## APPENDIX 5 – MANAGEMENT OF CLUBS AND SOCIETIES

### 1. Clubs and Societies Office

- (1) There shall be a Clubs and Societies Office (known as the C&S Office), which is an independent body for the administration and management of the Clubs and Societies Program.
- (2) The C&S Office shall be led by a Clubs and Societies Manager, who shall report to a Head of Department appointed by the Chief Executive Officer.
- (3) The relevant Head of Department shall provide regular reports on the activities of the C&S Office to the Board of Directors.
- (4) Only the following documents are binding on the C&S Office for clubs and societies matters:
  - (a) The USU Constitution and Regulations;
  - (b) The C&S Handbook; and
  - (c) Duly carried, formal resolutions or policies of the Board of Directors or C&S Committee.
- (5) Board Directors must not seek to influence particular decisions of the C&S Office through any special access to USU employees.
- (6) Subject to subclause (7) and the binding documents listed in subclause (4), the powers and responsibilities of the C&S Office include, but is not limited to:
  - (a) Providing general governance of clubs and societies, including strategy and risk mitigation;
  - (b) Managing and approving funding (including discretionary funding) for clubs and societies;
  - (c) Managing and approving events organised by clubs and societies;
  - (d) Reviewing and approving proposed amendments of constitutions of clubs and societies;
  - (e) Organising training for executive members of clubs and societies, including financial training, bullying, sexual harassment/assault, bystander, service of alcohol, meeting management, safe food handling, risk mitigation, event management, sponsorship, records management, and electoral procedures;
  - (f) Facilitating the participation of clubs and societies in USU festivals, activations, and events, including Welcome Fest;
  - (g) Overseeing the strict compliance of clubs and societies with the requirements set out in the USU/University Affiliation Agreement;



- (h) Determining and resolving any disputes and complaints arising from clubs and societies, including the power to penalise, or suspend clubs and societies for misconduct; and
  - (i) Making systems and policies for the management of clubs and societies.
- (7) However, the C&S Office does not have the power to:
- (a) Approve or reject an application to register a club or society;
  - (b) Amend the C&S Handbook.

## **2. Clubs and Societies Committee**

- (1) There shall be a Clubs and Societies Committee (known as the C&S Committee), which shall be composed of:
- (a) The Honorary Secretary (ex-officio), who shall be the Chair and also hold a casting vote in the event of a 50:50 vote split;
  - (b) One non-Executive Director, who shall be the Deputy Chair;
  - (c) The President (ex-officio);
  - (d) The Vice President (ex-officio);
  - (e) One ordinary member appointed by the Board of Directors;
  - (f) The relevant Head of Department; and
  - (g) The Clubs and Societies Manager.
- (2) The functions of the C&S Committee are as follows:
- (a) To Monitor and review the exercise by the C&S Office of its powers and responsibilities;
  - (b) To interpret, review and amend the C&S Handbook in accordance with clause 3;
  - (c) To approve or reject applications to register new clubs and societies; and
  - (d) To make recommendations to the Board of Directors and C&S Office on matters pertaining to clubs and societies, including the deregistration of clubs.
  - (e) Notwithstanding 2(d), for the avoidance of doubt, only the USU Board of Directors may authorise the deregistration of a USU club or society.
- (3) The C&S Committee may refer any matter to the Board of Directors with or without a recommendation.

## **3. C&S Handbook**

- (1) The C&S Handbook shall contain the policies for clubs and societies.

- (2) The C&S Handbook shall not be amended unless the amendment has been approved by a simple majority of the C&S Committee.
- (3) In the case of any conflict between the C&S Handbook and the USU Constitution and Regulations, the USU Constitution and Regulations shall prevail.
- (4) In the case of any conflict between the C&S Handbook and policies made by the C&S Office, the C&S Handbook shall prevail.

#### **4. Dispute and Complaint Resolution**

- (1) Upon receiving a dispute or complaint arising from clubs and societies, the C&S Office shall either:
  - (a) Resolve the dispute or complaint in accordance with the USU Constitution and Regulations, C&S Handbook and policies made by the C&S Office; or
  - (b) Refer the dispute or complaint to the C&S Committee or Board of Directors with or without a recommendation.
- (2) A Member, club or society may appeal a decision of the C&S Office to the C&S Committee in writing.
- (3) A Member, club or society may appeal a decision of the C&S Committee to the Board of Directors in writing.
- (4) If an application to register a new club or society was rejected by the C&S Committee, a Member who made the application may appeal the decision to the Board of Directors in writing.