



# **CONSTITUTION**

EDITH COWAN UNIVERSITY

STUDENT GUILD

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## **Preamble**

### **Statement of Recognition**

The Guild, acknowledges and honours the Wadjuk Nyoongar people of the Perth metropolitan area and the Wardandi Nyoongar people of the Bunbury area as the traditional custodians of these lands on which the University campuses are located. We recognise that the Mount Lawley campus resides in Jinjeejeerdup which means “place of the honey-eater”; that the Joondalup campus resides in Joondalup which means “place of the long shimmering hair”; and that the Bunbury campus resides in Koomboorup which signifies a resting place for the Waugal.

The Guild acknowledges and respects the ongoing relationship that the Aboriginal and Torres Straight Islanders, as the first people and traditional custodians, have with the lands and waters as sustainers of life. The Guild is inspired by Aboriginal culture, where learning is seen as a lifelong process, and that Eldership is based on a person’s knowledge rather than of age.

Traditionally, Aboriginal culture and spirituality supports the bringing together of people into a united community. The University provides an opportunity for all people to come together to learn and discover their world. The Guild aims to continually create a safe and inclusive environment which enables all students to get connected to their own greatness and to their communities.

Therefore, it is important that the Guild recognises and honours Aboriginal culture, spirituality and the sacred relationship that the Aboriginal people, as the traditional custodians, have to these lands and waters in this place in which we live.

## **Part 1 – Preliminary**

### **1. Commencement**

This Constitution shall come into operation and be in full force and take effect as of the Commencement Date.

### **2. Transitional**

Notwithstanding the adoption of this Constitution:

- (1) any part of this Constitution which may affect directly or indirectly the raising and expenditure of revenue by the Guild shall not become operative until it has been confirmed in accordance with the Statute;
- (2) anything done in good faith in accordance with this Constitution, before the Commencement Date, shall be valid and remain in full force and effect;
- (3) nothing done by the Guild pursuant to its legitimate authority prior to the Commencement Date shall be invalidated by reason of it being contrary to this Constitution;
- (4) persons who were Members immediately prior to the Commencement Date will remain as Members on and from the Commencement Date; and

- (5) any Officer holding a position immediately prior to the adoption of this Constitution will continue in office for the remainder of the term of his or her office.

### 3. Definitions and Interpretation

- (1) In this Constitution, unless the contrary appears:

“**Act**” means the *Edith Cowan University Act 1984* (WA);

“**Affiliated Bodies**” means clubs, societies, collectives and other associations affiliated to the Guild in accordance with the Statute and this Constitution;

“**Annual General Meeting**” has the meaning given to it under Clause 21;

“**Associate Members**” means all persons who are admitted to membership by the Guild pursuant to Clause 10;

“**Budget**” has the meaning given to it in Clause 66;

“**Campus**” means any campus of the University including the Joondalup campus, Mount Lawley campus and South-West campus, or any other place determined by Council to be a Campus with the approval of the Minister pursuant to section 17(c) of the Act;

“**Clause**” means a Clause of this Constitution;

“**Code of Conduct**” has the meaning given to it in Clause 59;

“**Commencement Date**” means the date that this Constitution takes effect in accordance with the Rules;

“**Committee**” means a committee of the Guild;

“**Common Seal**” means the common seal of the Guild;

“**Council**” means the Council of the University;

“**Department**” means a student department or council of the Guild, established in accordance with Clause 47;

“**Department Chairperson**” means the chairperson of a Department;

“**Department Policy**” means a Policy approved by the Senate under Clause 47(2);

“**Election Procedures**” means the election procedures described in Clause 63, as set out from time to time by the Senate;

“**Establishing Resolution**” means a Resolution by the Senate to create a Department under clause 47(3);

“**Executive Officer**” means the person undertaking the role and duties of 'secretary' for each Guild Department and Committee;

**“Facilities and Services”** means the facilities and services of the Guild as determined by the Guild from time to time and set out in the Membership Facilities and Services Policy;

**“Financial Members”** means all Members who have:

- (i) paid their subscriptions in accordance with Clause 9(1) or **Error! Reference source not found.**;
- (ii) been granted exemption in accordance with Clause 9(2); or
- (iii) been permitted to defer payment in accordance with Clause **Error! Reference source not found.**;

**“General Elections”** means elections, held to fill Guild Officer positions, at which all Students are entitled to vote in accordance with section 41(7) of the Act;

**“General Meeting”** means any Annual General Meeting or Special General Meeting of the Guild as described in Part 4;

**“General Members”** means all Students unless such Students have elected not to be Members or have chosen to be Financial Members;

**“General Secretary”** means the General Member or Financial Member who is elected to the position of General Secretary of the Guild, in accordance with Clause 41(1);

**“General Senator”** means the General Member or Financial Member who is elected to the position of General Senator, in accordance with Clause 41A(1).  
**“Guild”** means the Edith Cowan University Student Guild;<sup>1</sup>

**“Guild Body”** means:

- (i) any body of the Guild established under this Constitution including but not limited to the Secretariat, Departments and Committees; and
- (ii) the Senate;

**“Guild Employee”** means any person employed by the Guild;

**“Guild Policy Manual”** means the document published by the Senate pursuant to Clause 73(3), consisting of the current Policies from time to time;

**“Honorary Life Members”** means persons who have been admitted to Honorary Life Membership of the Guild in accordance with Clause **Error! Reference source not found.**;

**“Immediate Past President”** means the person who held the office of President immediately prior to the current President;

**“Members”** means all members of the Guild and **“Membership”** means the status of a person as a Member;

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<sup>1</sup> “General Senators” definition added 25 June 2015.

**“Membership Facilities and Services Policy”** means the Policy specifying the Facilities and Services available to each category of Membership;

**“Membership Subscription”** means the annual membership subscription applicable to a relevant category of Membership, set by the Senate from time to time;

**“Officer”** means a person holding a position or office in the Guild and includes members of the Senate and Guild Bodies but does not include Guild Employees;

**“Operational Business Policies”** means all policies defining the management of the corporate business governance activities undertaken by the Guild;

**“Operational Executive”** means the Guild’s most senior salaried employee;

**“Part”** means a part of this Constitution;

**“Patron”** means a patron of the Guild appointed in accordance with Clause 12;

**“Policies”** means the policies of the Guild;

**“Policy and Accountability Committee”** means the Committee established to make recommendations to the Senate with respect to the creation, amendment and repeal of Guild Policies;

**“Policy Position Statements”** means policies defining the Guilds position(s) on matters of social and diversity equality issues specific to the rights and interests of students;

**“President”** means the General Member or Financial Member who is elected to the position of President of the Guild, in accordance with Clause 40(1);

**“Register of Delegations & Authorities”** means the document that defines the allocation and imposition of the measures of authority and responsibility to Guild officers and employees;

**“Resolution”** means a resolution passed by:

- (i) any body of the Guild established under this Constitution including, but not limited to, the Secretariat, Departments and Committees; and
- (ii) the Senate;

**“Rules”** means any rules made under the Statute;

**“Secretariat”** means the executive members of the Senate as set out in Part 6;

**“Senate”** is the governing body of the Guild as set out in Part 5;

**“Senator”** means a senator of the Senate;

**“Serious Offence”** means a contravention of the Policies or Constitution which the Senate determines is a serious offence;

**“Simple Majority”** means a majority of greater than 50% of all voting members of the relevant body present and entitled to vote at the relevant time;

**“Special General Meeting”** means a General Meeting other than the Annual General Meeting, as convened under Clause 23;

**“Special Majority”** means at least a 75% majority of all voting members of the relevant body present either in person or by proxy at the relevant meeting;

**“Standing Orders”** means the standing orders made by the Senate in accordance with Clause 54;

**“Statute”** means University Statute No. 11 – Student Guild;

**“Student”** means an enrolled student of the University;

**“Student Services and Amenities Fee”** means a fee payable to the University by a Student to support the provision to Students of amenities and services that are not of an academic nature;

**“Teaching Day”** means a day falling during a standard teaching week in Semester 1 or Semester 2 of the University’s Academic Calendar that is not a Saturday, Sunday or University holiday;

**“University”** means Edith Cowan University;

**“University Bodies”** means anybody or committee of or related to the University;

- (2) Headings and underlining are for convenience only and do not affect the interpretation of this Constitution.
- (3) The singular includes the plural and vice versa.
- (4) Words importing a gender include any other gender.
- (5) Capitalised terms may denote titles and categories not defined in this Constitution.
- (6) A reference to:
  - (a) a person includes a corporation and government or statutory body or authority;
  - (b) a person includes the legal personal representatives, successors and permitted assigns of that person; and
  - (c) a statute, ordinance, code or other law includes regulations and other statutory instruments under it and consolidations, amendments, re-enactments or replacements of any of them made by any legislative authority.

- (7) The word “including” and similar expressions are not words of limitation.
- (8) The word “under” includes by, by virtue of, pursuant to and in accordance with.
- (9) Where time is to be reckoned by reference to a day or event, that day or the day of that event shall be excluded.

## **Part 2 – Name and Statement of Purposes**

### **4. Name**

The full name of the Guild is “Edith Cowan University Student Guild”.

### **5. Functions**

- (1) Subject to the Act, Statute, Rules and this Constitution, and in addition to other functions that may be prescribed under the Act (as amended from time to time), the functions of the Guild are to:
  - (a) provide leadership in relation to matters affecting the common interests of its Members;
  - (b) represent and further the common interests of its Members including but not limited to in communications with the Council, the Vice-Chancellor, other senior officers of the University and committees of the University;
  - (c) promote a co-operative spirit and sense of solidarity amongst Members;
  - (d) advance the education, welfare, social life and cultural activities of Members;
  - (e) provide Facilities and Services for Members;
  - (f) represent and protect Members in matters affecting their interests and rights;
  - (g) promote equal opportunity and affirmative action in its Policies and activities;
  - (h) support and co-ordinate the activities of Affiliated Bodies;
  - (i) provide a recognised means of communication between Members and the University, other student organisations, educational and governmental bodies and the wider community;
  - (j) co-operate with and affiliate to other organisations having similar purposes in whole or in part;
  - (k) co-ordinate Member representation on University decision-making bodies where appropriate;

- (l) facilitate greater recognition and appreciation of the standard of academic awards made by the University;
  - (m) do all other things as are incidental or conducive to the attainment of the above and the exercise of the powers of the Guild; and
  - (n) perform any other matter or thing prescribed under the Act, Statute, Rules or this Constitution.
- (2) The assets and income of the Guild shall be applied exclusively to the promotion of its functions.
  - (3) No portion of the Guild's profits, assets or income shall be paid or distributed directly or indirectly to Members or Officers, except as bona fide remuneration for services rendered or expenses incurred on behalf of the Guild.
  - (4) The Guild is a not-for-profit organisation.

## **6. Legal Capacity and Powers**

- (1) Subject to this Clause, the Guild has:
  - (a) the legal capacity and powers of an incorporated body; and
  - (b) all the powers of an individual.
- (2) Without limiting Clause 6(1) and subject to the Act, the Statute and the Rules, the Guild may:
  - (a) expend and invest its income;
  - (b) operate banking accounts;
  - (c) borrow money;
  - (d) lend money to its Members;
  - (e) enter into contracts;
  - (f) acquire, dispose of and deal in any way with property whether real or personal;
  - (g) sue for and recover money or property owing to it;
  - (h) operate and administer the Facilities and Services for the benefit of Members;
  - (i) employ persons and terminate their employment;
  - (j) publish any newspaper or any other publication;
  - (k) hold licences under any relevant legislation;
  - (l) recognise and grant financial assistance to any Affiliated Body;

- (m) receive and distribute grants;
  - (n) discipline Members in accordance with this Constitution and the Policies;
  - (o) pay Officers and Guild Employees;
  - (p) grant leave to Officers and Guild Employees;
  - (q) conduct campaigns and make representations on behalf of Members;
  - (r) make Policies in relation to any of the above powers and functions; and
  - (s) do all other things as are incidental or conducive to the attainment of the above functions and the exercise of the powers of the Guild.
- (3) The Guild may only exercise its powers in furtherance of its functions as described in Clause 5.

### **Part 3 – Membership**

#### **7. Categories of Membership**

The Guild will have the following categories of membership:

- (1) General Membership;
- (2) Financial Membership;
- (3) Associate Membership; and
- (4) Honorary Life Membership.

#### **8. General Membership**

- (1) All enrolled Students are General Members of the Guild at no cost unless they elect not to be Members at any time.
- (2) General Members shall be:
  - (a) included in the Guild's electoral roll;
  - (b) eligible for membership of the Senate and Departments, within the limits set out in this Constitution and the Establishing Resolution or Department Policy of each Department;
  - (c) entitled to use of the designated Facilities and Services as determined by the Guild from time to time and set out in the Membership Facilities and Services Policy; and
  - (d) entitled to be represented by the Guild.

## 9. Financial Membership

- (1) All General Members are eligible to be Financial Members of the Guild, upon payment of the Membership Subscription.
- (2) For the purposes of this Clause, the Senate may, by Resolution passed by Special Majority, deem that payment of a Student Services and Amenities Fee by a Member shall satisfy the requirements for payment of the Membership Subscription and that the Member shall be considered to be a Financial Member upon payment of the Fee.
- (3) The Senate may, by Resolution passed by Special Majority, exempt any Member from payment of the Membership Subscription, provided that the Member:
  - (a) is an enrolled student, in at least one unit of study each calendar year, at the University;
- (4) The Senate may by Resolution passed by Special Majority, grant Financial Membership status to a Member without immediate payment of the Membership Subscription, provided that the Member undertakes to pay the Membership Subscription not later than three months after becoming a Financial Member. Subject to Clause 14(3), if a Financial Member fails to pay the Membership Subscription within three months, then their Financial Membership will lapse and they will become a General Member until such time as the Membership Subscription is paid in full.
- (5) During the period of time that the payment of the Membership Subscription is deferred pursuant to Clause **Error! Reference source not found.**, the Member shall be entitled to the full use of the Facilities and Services.
- (6) Financial Members shall be:
  - (a) included in the Guild's electoral roll;
  - (b) eligible for membership of the Senate and the Departments (within the limits set out in this Constitution and in the Establishing Resolution or Department Policy of each Department);
  - (c) entitled to full use of the Facilities and Services; and
  - (d) entitled to be represented by the Guild.

## 10. Associate Membership

- (1) The Guild may admit to Associate Membership any person who pays a Membership Subscription which is at least equivalent to the amount of the Membership Subscription for Financial Members if that person:
  - (a) is an employee of the University;
  - (b) is an employee of the Guild;
  - (c) is a member of Council;

- (d) is an alumnus of the University; or
  - (e) applies in writing and is approved by Senate.
- (2) Associate Membership of the Guild does not confer any formal Membership upon the person but allows him or her to:
- (a) be an observer at General Meetings; and
  - (b) use limited Facilities and Services as determined by the Guild from time to time and set out in the Membership Facilities and Services Policy.
- (3) Subject to clause 10(4), Associate Members of the Guild shall not be eligible to:
- (a) vote in any meeting, election or referendum of the Guild or its Departments; or
  - (b) be elected or appointed to any Guild Body.
- (4) An Associate Member of the Guild who is an employee of the Guild shall be eligible to be appointed to any Department subject to the relevant Establishing Resolution or Department Policy.
- (5) The Senate shall set a Membership Subscription for Associate Membership and shall have the power to determine the Policies regarding the terms and conditions of Associate Membership.

## **11. Honorary Life Membership**

- (1) The Senate may by Resolution passed by Special Majority grant Honorary Life Membership to any person in recognition of their outstanding service to the Guild or the University community.
- (2) Unless an Honorary Life Member is a Student, then an Honorary Life Member is not entitled to vote at any Guild election, referendum or meeting, and is not eligible for election or appointment to any Guild Body.
- (3) An Honorary Life Member is entitled to be an observer at General Meetings, and to use the same Facilities and Services as Associate Members.

## **12. Patron**

The Senate may by Resolution passed by Special Majority invite a person who is not a Student to be appointed as Patron for a period as determined by the Senate. The relevant person will become Patron automatically upon their acceptance of the appointment without any further Resolution of the Senate or the Guild being required. The Patron shall have the same Membership status as an Honorary Life Member during their term as Patron.

### **13. Membership Subscriptions**

- (1) Subject to Clauses 13(3) and 13(4), the amount of the Membership Subscription for each category of Membership shall be determined from time to time by Resolution passed by a Special Majority of the Senate.
- (2) Any change to the amount of the Membership Subscription for any category of Membership determined during the course of an academic year shall not take effect until the commencement of enrolment for the following academic year.
- (3) The amount of any Membership Subscription for part-time Students shall not be more than 50% of the relevant Membership Subscription for full-time Students.
- (4) The amount of any Membership Subscription for external Students shall not be more than 30% of the relevant Membership Subscription for full-time Students.

### **14. Rights, Obligations and Liabilities**

- (1) Subject to Clauses 14(3) and 14(4), a Member is entitled to use the Facilities and Services as designated under their category of membership.
- (2) The rights of a Member under their Membership ("Membership Rights") are not transferable.
- (3) The Membership Rights of a General Member and a Financial Member end when the General Member or Financial Member:
  - (a) ceases to be an enrolled Student;
  - (b) elects not to be a Member; or
  - (c) resigns as a Member; or
  - (d) has had their Membership suspended by the Senate.
- (4) A Member who is aggrieved by an action or decision of the Guild shall be entitled to have that action or decision reviewed by the Senate. The process for submission of a matter for review and the conduct of such review shall be set out in the Policy made pursuant to Clause 19.
- (5) A Member shall not be liable to contribute to the debts and liabilities of the Guild by reason only of his or her Membership.

### **15. Discipline**

- (1) The Senate may, by resolution passed by Special Majority, take disciplinary action against an Officer in accordance with Section 7(4) of the Statute.
- (2) Subject to Clause 15(1), the Senate shall have the power to take disciplinary action against a Member in respect of their Membership and involvement in the Guild and its activities.

- (3) Subject to Clause 15(1), the procedures for investigation, disciplinary action and the imposition of a penalty are as specified in Schedule 1 of this Constitution.

## **16. Register of Members**

- (1) The General Secretary shall ensure that the Guild keeps an accurate and up-to-date register of members ("**Register of Members**"). The Register of Members will be kept at the Guild's offices. The Register shall contain the student number (if applicable), full name and at least one means of contact for each Member and shall state the category of Membership for each Member.
- (2) For the purposes of Clause 16(1) with respect to General and Financial Members, the General Secretary and the Guild may rely on the records kept by the University and provided by the University to the Guild from time to time.

## **17. Refund of Membership Subscriptions**

There will be no refund of any part of the Membership Subscription paid by a Member following the resignation of a Member or upon the suspension of a Member as the result of any disciplinary action taken by the Guild against the Member.

## **18. Affiliation to the Guild**

- (1) Student clubs, societies, collectives and other associations may apply to the Guild to become Affiliated Bodies. The Guild shall make a Policy governing the eligibility, admission, resignation, composition, governance, rights, conduct, discipline, financing and any other matters relating to Affiliated Bodies.
- (2) An up-to-date register of Affiliated Bodies ("**Register of Affiliates**") shall be kept by the Guild. The General Secretary shall be responsible for the establishment and maintenance of the Register of Affiliates.

## **19. Complaints**

The Senate shall make a Policy regarding the management of complaints against the Guild made by Members or by other persons.

## **20. Dispute Resolution**

- (1) For matters between the Guild and a Member or Members which cannot be resolved through the complaints process, the Senate shall put in place a dispute resolution process.
- (2) The dispute resolution procedures for disputes between the Guild and a Member or Members shall be as follows:
  - (a) the parties to the dispute shall meet and discuss the matter in dispute, and, if possible, resolve the dispute within 14 days after the dispute comes to the attention of all of the parties;

- (b) the parties may elect to bring a support person, who is not a legal representative, to any meetings;
- (c) a support person may not be a person acting on the behalf of parties to a complaint or as an agent or representative of a party to a complaint;
- (d) if the parties are unable to resolve the dispute at the meeting, or if a party fails to attend that meeting, then the parties shall, within 10 days (or such longer time as agreed by the parties), hold a meeting in the presence of a mediator;
- (e) subject to Clause 20(2)(f), the mediator shall be a person chosen by agreement between the parties;
- (f) in the absence of agreement between the parties, the University shall be asked to appoint a mediator;
- (g) the mediator cannot be a Member who is a party to the dispute;
- (h) the parties to the dispute shall, in good faith, attempt to settle the dispute by mediation;
- (i) the mediator, in conducting the mediation, shall -
  - (i) give the parties to the mediation process every opportunity to be heard;
  - (ii) allow due consideration by all parties of any written statement submitted by any party; and
  - (iii) ensure that the mediation process is conducted fairly and without bias;
- (j) the mediation must be confidential and without prejudice; and
- (k) the costs of the mediation shall normally be borne by the Guild.

## **Part 4 – General Meetings**

### **21. Types of General Meeting**

There shall be at least one General Meeting each year, namely the Annual General Meeting (“**Annual General Meeting**”). In addition, Special General Meetings may be held pursuant to Clause 23.

### **22. Annual General Meeting**

- (1) The Senate shall convene an Annual General Meeting on or before 30 April each year.
- (2) The ordinary business of the Annual General Meeting is to consider:

- (a) the minutes of the previous Annual General Meeting and any subsequent Special General Meetings;
  - (b) the audited financial statements submitted to the Annual General Meeting containing details of:
    - (i) the income and expenditure of the Guild during its last financial year;
    - (ii) the assets and liabilities of the Guild at the end of its last financial year;
    - (iii) the mortgages, charges and securities of any description affecting any of the property of the Guild at the end of its last financial year; and
    - (iv) the same details in respect of each trust of which the Guild was a trustee during any part of the last financial year.
  - (c) the auditor's report on the financial statements;
  - (d) a financial report on the operation of the Guild signed by the General Secretary; and
  - (e) any other business of which notice has been given in accordance with Clause 25.
- (3) The Annual General Meeting shall be conducted as determined from time to time by the Senators and in accordance with any Standing Orders.

### **23. Special General Meetings**

- (1) In addition to the Annual General Meeting, Special General Meetings may be held if:
  - (a) the Senate decides to do so by Resolution passed by Special Majority; or
  - (b) the General Secretary receives a requisition signed by at least 100 Members requesting the Special General Meeting and which:
    - (i) is in writing, signed by each of the Members;
    - (ii) states the motion or motions to be considered by the meeting;
    - (iii) may consist of more than one document; and
    - (iv) is given to the General Secretary or the President, or presented to a meeting of the Senate.
- (2) The Senate shall convene the Special General Meeting to be held:
  - (a) if a motion requiring a Special Majority is not to be considered – within 15 Teaching Days; or

- (b) if a motion requiring a Special Majority is to be considered – within 25 Teaching Days.
- (3) Only those matters proposed under Clause 23(1) shall be considered at the Special General Meeting.
- (4) The Special General Meeting shall be conducted as determined by the Senators and in accordance with any Standing Orders.

#### **24. Day, Time and Place of General Meetings**

- (1) A General Meeting may be held only:
  - (a) on a Teaching Day;
  - (b) at a time reasonably convenient for Members to attend; and
  - (c) on a Campus.
- (2) The Senate may by Resolution permit Members to participate in a General Meeting via:
  - (a) electronic means;
  - (b) tele- or video-conference; and/or
  - (c) proxy voting.

#### **25. Notice of General Meetings and Notices of Motion**

The Senate shall give notice of General Meetings to Members in accordance with the Standing Orders. Agenda items shall be included together with the Notice of Meeting.

#### **26. Quorum**

- (1) The minimum quorum for the ordinary business of a General Meeting is the attendance of 20 Members present in person or by proxy, plus no fewer than 75% of Senators.
- (2) If a quorum is not present within 30 minutes of the scheduled time as specified in the relevant notice of meeting for the General Meeting:
  - (a) the meeting stands adjourned to the day, and at the time and place, that the Senate decides or, if the Senate does not make a decision, to the same day in the next week at the same time and place; and
  - (b) if, at the adjourned meeting, a quorum is not present within 30 minutes after the time appointed for the meeting, the meeting must be dissolved.

## **27. Chairing and Conduct of General Meetings**

- (1) The President shall act as chairperson of all General Meetings. If the President is not present, or elects not to act as chairperson, they may nominate another member of Senate to act as chairperson. If the President is not present and has not nominated another member of Senate to act as chairperson, the members of Senate present at the General Meeting shall elect by Simple Majority a Senator to act as chairperson. If all members of Senate present at the General Meeting elect not to act as chairperson, then the meeting shall elect by Simple Majority another Member to act as chairperson.
- (2) The Guild shall specify in the Standing Orders any procedures for the conduct of General Meetings not set out in this Constitution.

## **28. Voting**

- (1) Only Financial Members and General Members are entitled to vote at General Meetings.
- (2) The Patron, Associate Members and Honorary Life Members who are not Students may attend General Meetings as observers, but are not entitled to vote at General Meetings.
- (3) Each Financial Member and each General Member present at the General Meeting shall have one vote, which may only be placed in person or by proxy.
- (4) Unless a secret ballot is required under Clause 28(5):
  - (a) voting shall be by show of hands; and,
  - (b) the declaration by the chairperson of the result of a vote, as recorded in the minutes, shall be conclusive evidence of the vote.
- (5) Any combination of 10 or more Members who are eligible to vote and are present at the General Meeting may request a secret ballot.
- (6) Subject to Clause 28(7), a motion or amendment to a motion shall be passed by Simple Majority. If an equal number of votes are cast for and against a motion or amendment, the chairperson shall declare the motion or amendment lost.
- (7) Subject to the Act, Statute and Rules, motions or amendments to motions in relation to the following shall be decided by Special Majority:
  - (a) change of functions of the Guild;
  - (b) change of name of the Guild; and
  - (c) the adoption, amendment or repeal of this Constitution.

## 29. Voting by Proxy

A Member (in this Clause called "**the appointing member**") may appoint in writing another Member who is a natural person to be the proxy of the appointing member and to attend, and vote on behalf of the appointing member at, any General Meeting. The form for appointment of a proxy may be prescribed by Senate.

## 30. Minutes

The General Secretary is responsible for ensuring that accurate and complete minutes are taken and kept of all General Meetings.

## 31. Referenda

- (1) Subject to Clause 31(2) and **Error! Reference source not found.**, any decision that may be made at a General Meeting may be made by referendum ("**Referendum**").
- (2) A Referendum shall not be held if:
  - (a) the decision requires a Special Majority; or
  - (b) the matter has not been considered at a General Meeting.
- (3) A decision by Referendum shall override any decision made previously on the matter at a General Meeting.
- (4) Subject to Clauses 31(2) and **Error! Reference source not found.**, a Referendum shall be held if:
  - (a) the Senate by resolution passed by Simple Majority decides to hold a Referendum; or
  - (b) the General Secretary receives a request signed by at least 100 Members, being comprised of Financial Members and/or General Members. Such request:
    - (i) shall be in writing, signed by the Members;
    - (ii) shall state the motion or motions to be put to Referendum;
    - (iii) may consist of more than one document; and
    - (iv) shall be given to the General Secretary or the President.
- (5) A Referendum that is requested by Members in accordance with Clause 31(4)(b) shall be held within 15 Teaching Days of the request being received by the General Secretary or the President.
- (6) Referenda shall be held over at least 3 consecutive Teaching Days.
- (7) The option of postal and/or electronic voting shall be provided for every Referendum. If the poll is to be conducted electronically, then polling shall be open at all times during the polling period.

- (8) If the poll is also to be conducted in person, then it shall be open on each Campus for at least 6 hours each Teaching Day during the polling period between the hours of 10:00 am and 8:00 pm.
- (9) Each Financial Member and each General Member is entitled to one vote under the Referendum.
- (10) Procedures for the conduct of Referenda shall be specified in the Election Procedures.

## **Part 5 – The Senate**

### **32. Status and Function**

The Senate is the governing body of the Guild. The primary function of the Senate is to direct, promote and manage the affairs, concerns and property of the Guild.

### **33. Membership**

- (1) The Senate shall have a minimum of 10<sup>2</sup> members and not more than 15 members comprising:
  - (a) the President;
  - (b) the General Secretary;
  - (c) the Department Chairpersons<sup>3</sup>;
  - (c)(A) the General Senators<sup>4</sup>; and
  - (d) up to 3 members co-opted in accordance with Clause 33(6).
- (2) The Chairperson of the Undergraduate Studies Department shall also have the title of “Vice-President (Academic)”.

The Chairperson of the Equity and Diversity Department shall also have the title of “Vice-President (Equity and Diversity)”.

The Chairperson of the Social Council shall also have the title of “Vice-President (Social Activity)”.

The Chairperson of the International Students' Council shall also have the title of "International Officer".

The Chairperson of the Postgraduate Studies Department shall also have the title of "Postgraduate Officer".

The Chairperson of the Environmental Sustainability Department shall also have the title of "Environmental Sustainability Officer".

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<sup>2</sup> Amended 25 June 2015.

<sup>3</sup> Amended 25 June 2015.

<sup>4</sup> Added 25 June 2015.

The Chairperson of the South West Students' Council shall also have the title of "South West Officer".

- (3) The Immediate Past President may be invited by the Senate to attend Senate meetings as an observer.
- (4) The procedures for election of the Senate are set out in the Election Procedures.
  - (a) to be eligible to stand as a candidate in the elections for a Secretariat position, the student must have completed at least 30 credit points of studies at the University.
- (5) The procedures for filling casual vacancies in Senate positions are set out in Clause 56.
- (6) The Senate may co-opt an additional three (3) enrolled students who, in the opinion of the Senate, possess the relevant skills and expertise to be Senate members. Each such co-option shall be made for a maximum term no longer than one year pursuant to a resolution of the Senate passed by Special Majority. At the expiration of the term, co-opted members may be considered for further terms and appointed in accordance with this clause by resolution of Senate.
- (7) Only General Members or Financial Members are eligible to be elected Members of the Senate.<sup>5</sup>

#### **34. Responsibilities**

- (1) Subject to the Act, Statute and Rules, the Senate is responsible for :
  - (a) exercising the power of the Guild on its behalf; and
  - (b) ensuring the proper management of the Guild.
- (2) Subject to the Act, Statute and Rules, the Senate also has specific responsibility for:
  - (a) considering all matters related to the rights and interests of Members;
  - (b) providing direction to the Guild on all strategic matters;
  - (c) approving policy on matters affecting Members;
  - (d) considering reports from the Departments of the Guild on their activities and strategies;
  - (e) the creation of policy for the employment of Guild Employees;
  - (f) filling vacancies in elected positions in accordance with this Constitution;

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<sup>5</sup> Added 25 June 2015.

- (g) setting the annual budget of the Guild in accordance with Clause 66;
  - (h) subject to the Statute, appointing annually an auditor and ensuring that the accounts are audited in accordance with the Rules;
  - (i) interpreting this Constitution and the Policies; and,
  - (j) any other matters reserved or allocated to Senate, by Resolution of the Senate under the Constitution or Statute.
- (3) The Senate may allocate portfolios to Senate members.
  - (4) A General Meeting may by Resolution direct the Senate on any matter within its responsibilities or powers.

### **35. Delegation**

- (1) The Senate may by Resolution passed by Special Majority delegate its powers under this Constitution to:
  - (a) any member of Senate; or
  - (b) any Department or Committee which has at least one member of Senate as a member.
  - (c) Operational Executive;
- (2) A power delegated under Clause 35(1) may not be further delegated.
- (3) The Senate may impose any conditions on a delegation of its powers pursuant to Clause 35(1) as it sees fit.

### **36. Meetings**

- (1) Meetings of the Senate shall be held at least 10 times per calendar year.
- (2) Meetings of the Senate shall be convened and conducted in accordance with the Standing Orders.

### **37. Quorum**

- (1) Subject to Clause 37(2), a quorum of the Senate shall be the presence in person, via phone, or via video conference, of not less than 50% of the total number of Senators.
- (2) Of those Senators present, no fewer than three shall be members of the Secretariat.
- (3) Subject to Clause 37(5) a Senator who is unable to attend a Senate meeting may grant proxy voting rights to another Senator.
- (4) Proxy voting rights shall be in writing and signed and dated by the Senator who is granting proxy voting rights.

- (5) A Senator can hold proxy voting rights on behalf of more than one other Senator in each Senate term and can exercise that right a maximum of three (3) times, in each Senate term, for each Senator held. Notwithstanding, that right can only be exercised for one Senator only at any one meeting held in each Senate term.

### **38. Chairing of Senate**

- (1) The President shall act as chairperson at meetings of Senate, unless they elect to not act as chairperson, in which case the Senate shall by Resolution passed by Simple Majority elect a Senator to act as chairperson of the meeting.
- (2) In the absence of the President, the General Secretary shall act as chairperson of meetings of the Senate. In the absence of both the President and the General Secretary, the Senate shall by Resolution passed by Simple Majority elect a Senator to act as chairperson of the meeting.
- (3) In the case of a tied vote, the Chairperson shall be entitled to a casting vote in addition to their deliberative vote, as a member of Senate.

### **39. Responsibilities of Senate Members**

- (1) Senate Members shall be responsible for:
  - (a) regular attendance at meetings of the Senate;
  - (b) providing regular written updates to Senate on the actions, resolutions or policy of their Department or portfolio of allocated responsibilities;
  - (c) representing policy position statements, made by the Senate and Departments, to Council, the University and outside bodies;
  - (d) representing the Senate on University Committees if nominated by the President and/or Senate; and
  - (e) any other responsibilities conferred under the Policies.
- (2) Senate Members shall not be Guild Employees during their term of office.

### **40. President**

The President:

- (1) shall be elected at General Elections in accordance with the Election Procedures;
- (2) is the chief spokesperson for the Guild, subject to the advice of the Senate, on all matters relating to the rights and interests of Members;
- (3) is responsible for representing the Guild or coordinating representation on all appropriate University Bodies where requested by the University;

- (4) is responsible for submissions, representations and negotiations on behalf of the Guild and the Senate;
- (5) is responsible for ensuring that the Departments fulfil their duties and meet the strategic goals set by the Senate; and
- (6) may be directed by the Senate by Resolution, passed by Special Majority.

#### **41. General Secretary**

- (1) The General Secretary shall be elected at General Elections in accordance with the Election Procedures.
- (2) The General Secretary is responsible for:
  - (a) ensuring that:
    - (i) proper notice is given of the meetings of Senate, Secretariat and Departments; and
    - (ii) accurate and complete minutes are taken of all meetings of Guild Bodies;
  - (b) advising Guild Bodies on the Constitution, the Statute, the Rules, the Policies and related governance matters;
  - (c) liaising with the relevant Guild Employees and the Senate on the finances of the Guild;
  - (d) monitoring Department budgets and administration;
  - (e) reporting regularly to the Secretariat and the Senate on the finances and administration of the Senate and Departments;
  - (f) reporting to other Guild Bodies on the finances of the Guild as required; and,
  - (g) ensuring that the financial statements are prepared, audited and presented in accordance with this Constitution, the Statute and the Rules.
- (3) The General Secretary may be directed by the Senate.

#### **41A. General Senators<sup>6</sup>**

- (1) Three General Senators shall be elected at General Elections in accordance with the Election Procedures.
- (2) The Senate may allocate portfolios to General Senators.
- (3) The General Senators may be directed by the Senate.

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<sup>6</sup> Added 25 June 2015.

## **Part 6 – The Secretariat**

### **42. Membership**

- (1) The members of the Secretariat are:
  - (a) the President;
  - (b) the General Secretary;
  - (c) the Vice-President (Academic);
  - (d) the Vice-President (Equity and Diversity); and
  - (e) the Vice-President (Social Activity).
- (2) Officers or Guild Employees may be invited by the General Secretary to attend meetings of Secretariat as observers and to participate in discussion if requested to do so.

### **43. Responsibilities**

- (1) During the periods between meetings of the Senate, the Secretariat shall be responsible for ensuring the strategic objectives of the Guild are being met, by confirming that Senators are fulfilling their responsibilities and operational services are being effectively managed by Operations Executive.
- (2) The Secretariat also has specific responsibility for:
  - (a) documenting developments in policy making between meetings of the Senate, to be considered for approval by the Senate;
  - (b) ensuring that policy approved by the Senate is implemented;
  - (c) ensuring that policy approved and directions given by the Senate are complied with by all Guild Bodies;
  - (d) the regular monitoring of the budget, finances and administration of the Guild;
  - (e) approving, by Resolution, access to Guild funds as specified under the Policies and budget;
  - (f) ensuring that a Budget is prepared for consideration by the Senate in accordance with Clause 66; and,
  - (g) ensuring that the Senate meets regularly and carries out its responsibilities.
- (3) The Senate may by Resolution direct the Secretariat on any matter within its responsibilities or powers.

#### **44. Meetings**

- (1) Meetings of the Secretariat shall be held at least 20 times during the Senate's term of office.
- (2) Meetings of the Secretariat shall be convened and conducted in accordance with the Standing Orders.

#### **45. Quorum**

- (1) Quorum of the Secretariat shall be the presence in person, via telephone, or via video conference, of 3 or more of its members.
- (2) Proxy voting shall not be permitted.

#### **46. Chairing of Secretariat**

- (1) The General Secretary shall act as chairperson at meetings of Secretariat, unless they elect to not act as chairperson, in which case the Secretariat shall by Resolution passed by Simple Majority elect a Secretariat member to act as chairperson of the meeting.
- (2) In the absence of the General Secretary, the President shall chair meetings of the Secretariat. In the absence of both the General Secretary and the President, the Secretariat shall by Resolution passed by a Simple Majority elect one of its members to chair the meeting.

### **Part 7 – Departments**

#### **47. Establishment and Dissolution**

- (1) The following Departments are established under this Constitution:
  - (a) Undergraduate Studies Department;
  - (b) Equity and Diversity Department;
  - (c) Environmental Sustainability Department;
  - (d) Social Council;
  - (e) Postgraduate Studies Department;
  - (f) International Students' Council; and
  - (g) South West Students' Council.
- (2) For each Department established under this Constitution, the Senate shall approve a Policy ("**Department Policy**") which shall include:
  - (a) its title;
  - (b) its membership;

- (c) its responsibilities, accountabilities and powers; and
- (d) any special provisions as to its meetings and elections or appointments,

unless otherwise provided for in this Constitution.

- (3) Subject to Clause 47(4), the Senate may by Resolution passed by Special Majority create Departments in addition to those established under Clause 47(1).
- (4) Notwithstanding Clause 47(3), the total number of Departments shall not exceed 10.
- (5) The Establishing Resolution shall include:
  - (a) its title;
  - (b) its membership;
  - (c) its responsibilities, accountabilities and powers; and
  - (d) any special provisions as to its meetings and elections or appointments,unless otherwise provided for in this Constitution.
- (6) All Departments are accountable to the Senate for the proper carrying out of their responsibilities and powers.
- (7) A copy of the Establishing Resolution or Department Policy (as appropriate) of each Department shall be placed and kept in the Guild Policy Manual.
- (8) The Senate may by Resolution passed by Special Majority dissolve any Department created under Clause 47(3) at any time.

#### **48. Election of Members**

Unless otherwise stated in this Constitution, the procedure and requirements for election of Members to Departments shall be prescribed in the relevant Establishing Resolution or Department Policy.

#### **49. Department Chairpersons**

- (1) Chairpersons for each Department defined in Clause 46 (1) shall be elected at the Guilds General Elections in accordance with the Election Procedures.
  - (a) On the establishment of a new Department in accordance with clause 47(3), a General Senator or co-opted member of Senate shall be appointed by Resolution passed by Special Majority of the Senate to serve as Chairperson of the Department for the balance of the current Senate term.
- (2) Each Department Chairperson is responsible for:

- (a) liaising with the relevant Guild office-bearers, staff and student groups on significant issues within the scope of the Department, as they relate to, and affect Members;
  - (b) convening regular meetings of the Department;
  - (c) reporting regularly to Senate on all meetings, and relevant matters arising at, meetings of the Department;
  - (d) reporting to other Guild Bodies on significant issues within the role of the Department as required;
  - (e) developing in consultation with Members, and recommending to the Senate for adoption, Policies on issues within the scope of the Department;
  - (f) implementing Policies on issues within the scope of the Department; and,
  - (g) administrating and managing the activities and budget of the Department, in accordance with the Policies.
- (3) Each Department Chairperson is accountable to, and may be directed by the Senate.

## **Part 8 – Guild Bodies Generally**

### **50. Applicability of this Part**

This Part applies to all Guild Bodies unless a specific provision of this Constitution, the Policies or the Resolution establishing the relevant Guild Body provide otherwise.

### **51. Duties, Obligations and Liabilities of Officers**

- (1) By nominating for election or accepting appointment, Officers agree to comply with this Constitution, the Policies, the Rules, the Statute and all applicable laws.
- (2) All Officers shall:
  - (a) act honestly and in good faith;
  - (b) not make improper use of their position or information obtained in their position to gain directly or indirectly an advantage for themselves or another person or to cause detriment to the Guild;
  - (c) disclose conflicts of interest in accordance with the Statute and the Rules;
  - (d) exercise reasonable care and diligence;
  - (e) act in accordance with the Code of Conduct as described in Clause 59; and

- (f) comply with the Statute and the Rules.
- (3) Officers have no liability to contribute towards payment of the debts and liabilities of the Guild by virtue only of their status as an Officer provided that they have acted in good faith and have acted in accordance with this Constitution and the Code of Conduct.
- (4) The Senate may investigate and take disciplinary action and/or impose penalties in accordance with the Statute against an Officer in relation to a breach or suspected breach of Clause 51(2). The procedures for such investigation and the imposition of disciplinary action and any penalties are set out in Schedule 1.

## **52. Disclosure of interest by Officers**

- (1) Following an Officer's disclosure of interest to the General Secretary in accordance with the Rules, the Guild Body considering or about to consider the matter in which the Officer has declared an interest shall:
  - (a) subject to Clause 52(2), consider the nature of the Officer's interest and decide by Resolution passed by Special Majority whether the Officer shall:
    - (i) be disqualified from participating in discussion and from voting on the matter;
    - (ii) be disqualified from voting on the matter while being permitted to participate in discussion on the matter; or
    - (iii) be permitted to participate in discussion and vote on the matter.
  - (b) ensure that the minutes of the meeting record:
    - (i) the nature of the Officer's disclosure, and
    - (ii) the Guild Body's decision and reasons for decision with respect to the Officer's further participation in discussion or voting on the matter.
- (2) The Officer who has declared the interest shall not be present during, nor participate in, discussion or voting on the Resolution at Clause 52(1)(a).

## **53. Indemnity of Officers and Members of Guild Bodies**

The Guild indemnifies all Officers against any liability incurred by them by reason of any act or omission done by the Officer in good faith in their capacity as an Officer, unless the liability arises out of conduct involving a breach or breaches of the duties and obligations set out in Clause 51.

## **54. Standing Orders**

The Senate shall make standing orders providing for the convening and conduct of meetings of all Guild Bodies. The Standing Orders shall include provisions concerning:

- (a) scheduling of meetings;
- (b) provision of notice;
- (c) rules of debate; and
- (d) such other matters regarding the conduct of meetings as the Senate considers necessary.

## **55. Term of Office**

- (1) Members elected to positions at the General Elections hold office:
  - (a) subject to Clause 55(1)(b), for the twelve-month period from 1 December to 30 November, or
  - (b) in the event that the declaration of the poll occurs after 1 December and prior to 1 September, from the date of declaration of the poll until the following 30 November.
- (2) The President and General Secretary may not hold the same office for more than two consecutive terms, as defined in Clauses 55(1)(a) and 51(1)(b), as either President or General Secretary, as the case may be.
- (3) An Officer who has been appointed to their position other than by election shall hold office from the date of their appointment for a fixed term as specified by the relevant Guild Body.

## **56. Officer Vacancies**

- (1) The position of an Officer becomes vacant if the person holding the position:
  - (a) gives a signed resignation to the General Secretary (or in the case of the General Secretary, to the President);
  - (b) ceases to be a Student;
  - (c) is removed for non-attendance at meetings in accordance with Clause 58;
  - (d) is removed by Resolution of a Special Majority passed at a General Meeting or Referendum;
  - (e) is suspended, removed or disqualified by Resolution passed by a Special Majority of the Senate;

- (f) ceases to have required qualifications as may be prescribed for the position in the Establishing Resolution or Department Policy of the relevant Department or other Resolution establishing the position; or
  - (g) ceases to have legal capacity.
- (2) Vacancies in elected Senate positions shall be filled:
- (a) in the case of the President or General Secretary
    - (i) if the vacancy occurs prior to 1 April – by a General By-election, subject to 56(2)(a)(ii); or
    - (ii) if the vacancy occurs on or after 1 April, or if a vacancy which occurs prior to 1 April has not been filled by election at the expiration of three months from the date that the office became vacant – by a Member elected by secret ballot of Members present at a General Meeting.
  - (b) in the case of a Chairperson of a Department,
    - (i) by a Member appointed by Resolution passed by a Special Majority of the Senate; or
    - (ii) if there are fewer than three members of Senate at the time of the vacancy occurring – by a Member elected by secret ballot of Members present at a General Meeting.
  - (c) In the case of a General Senators – by a Member appointed by Resolution passed by a Special Majority of the Senate; or, if there are fewer than three members of the Senate at the time of the vacancy occurring, by a Member elected by secret ballot of Members present at a General Meeting.<sup>7</sup>
- (3) Subject to Clause 56(2)(b), vacancies in elected positions in Departments or other Guild Bodies shall be filled in accordance with the procedures prescribed in the Department Policy or Resolution establishing the relevant Guild Body.
- (4) Subject to this clause, persons filling vacancies in elected positions hold those positions for the remainder of the term of office.
- (5) Vacancies in co-opted Senate positions shall be filled (if required) in accordance with Clause 33(6).
- (6) Vacancies in co-opted or appointed positions in Departments or other Guild Bodies shall be filled (if required) in accordance with the procedures prescribed in the Department Policy or Resolution establishing the relevant Guild Body.

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<sup>7</sup> Added 25 June 2015.

## **57. Validation**

Even if it is later found that a person who has acted as an Officer was not properly elected or appointed, the validity of:

- (1) the acts of the person acting in that capacity; and,
- (2) decisions of meetings in which that person has participated;

are not affected provided that Officer has acted in accordance with Clauses 51(1) and 51(2).

## **58. Leave of Absence and Non-Attendance at Meetings**

- (1) An Officer may inform the Senate of a leave of absence in accordance with the Standing Orders.
- (2) If an Officer is absent without leave on three occasions without approval given under the Standing Orders, then that Officer's position automatically becomes vacant.

## **59. Code of Conduct**

- (1) A code of conduct for Officers, outlining their duties and obligations to the Guild and the Guild's duties and obligations to them ("**Code of Conduct**"), shall be established by the Guild as a Policy.
- (2) The Code of Conduct will include (but will not be limited to) the duties, obligations and liabilities of Officers set out in Clause 51 and any other matters set out in the Statute.

## **60. Eligibility for Attendance at Meetings**

- (1) Any Member may attend any meeting of any Guild Body by extending a request to attend, to that Guild Body's Executive Officer. The request must be made within the time specified in the Standing Orders. The Member may not attend if the relevant Guild Body decides to proceed *in camera*, under the Standing Orders.
- (2) The President may attend and speak at meetings of all Guild Bodies of which they are not a member, unless the relevant Guild Body decides by Resolution to proceed *in camera*.
- (3) Any Guild Body may invite a person who is not a member of that Guild Body to attend while the meeting is proceeding *in camera*.

## **61. Minutes**

The General Secretary is responsible for ensuring that accurate and complete minutes are taken and kept of all meetings of Guild Bodies. The relevant Guild Body may nominate a person to assist the General Secretary in fulfilling these duties.

## **Part 9 – Elections**

### **62. Elections Generally**

- (1) General Elections shall be held annually for the President, General Secretary, Chairpersons of Departments and General Senators<sup>8</sup> as provided and in accordance with the Statute, the Rules, this Constitution and the Election Procedures.
- (2) Elections for Officer positions other than those described in Clause 62(1) shall be held as required and in accordance with the Department Policy or Resolution establishing the relevant Guild Body and the Election Procedures.
- (3) The Senate shall ensure that all eligible voters have reasonable access to a means of voting. Postal and/or electronic voting shall be made available.

### **63. Election Procedures**

All elections shall be free, fair and independent. The Senate shall create Election Procedures which shall be approved by Council. The Election Procedures shall be consistent with the Statute and Rules and shall include, but not be limited to, provisions concerning:

- (1) subject to Clause 62(1), timing and frequency of elections;
- (2) subject to section 41(7) of the Act, eligibility to vote and nominate for election;
- (3) the method of nomination;
- (4) subject to Clause 62(3), how electors may cast their vote;
- (5) the voting systems to be used in determining the outcome of elections; and
- (6) such other matters regarding elections as the Senate considers prudent.

## **Part 10 – Financial and Legal**

### **64. Financial Year**

The financial year of the Guild is from 1 January to 31 December.

### **65. Sources of Funds**

The funds of the Guild may be derived from:

- (1) Membership Subscriptions;
- (2) revenue from trading activities;
- (3) grants, sponsorship, and funding agreements;

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<sup>8</sup> Added 25 June 2015.

- (4) donations and fund-raising; and
- (5) other sources approved by the Senate.

## **66. Budget**

- (1) The Senate shall not later than 31 October in each year prepare a budget of proposed income and expenditure for the next succeeding calendar year (“**Budget**”).
- (2) The Budget shall be presented for confirmation at the first meeting of the Senate in the following year and the confirmed Budget shall be provided to the Council not later than 31 March in each year.
- (3) The Budget may be amended after confirmation by the Senate by a Resolution passed by Special Majority and the amended Budget shall be provided to Council in accordance with the Rules.

## **67. Management of Funds**

- (1) The Senate is responsible for ensuring the proper management of funds of the Guild.
- (2) The Senate shall ensure that true, fair and accurate financial books and records of the Guild are kept.
- (3) For expenditure of Department funds, payment shall be approved in accordance with the Register of Delegations & Authorities.

## **68. Financial Statements**

The General Secretary shall arrange for financial statements to be prepared for audit in accordance with Clause 69 and the Rules.

## **69. Audit**

An audit of the Guild’s financial statements shall be conducted each year in accordance with the Rules.

## **70. Records**

- (1) The Secretariat shall ensure compliance obligations, as defined in the State Records Act 2000 (WA), are met for the safe keeping of the records of the Guild.
- (2) Notwithstanding personnel records and records deemed commercially sensitive by Resolution, passed by Special Majority of the Senate – any member is entitled to inspect the audited financial reports, election reports and minutes of Guild Bodies.
- (3) The Secretariat shall by Resolution determine whether Members are entitled to inspect any other records of Guild Bodies other than those prescribed in Clause 70(2), and if so, on what conditions.

## **71. Authorisation**

- (1) Agreements and authorisations of the Guild that do not require the application of the Common Seal shall be signed by the Operations Executive and two (2) Senate members as follows:
  - (a) on behalf of the Senate, by the President and one other authorised Officer, as nominated by the Senate; or
  - (b) on behalf of a Department, by the Chairperson of the relevant Department and either the President or General Secretary.
- (2) All authorisations will be tables at the next Secretariat meeting following the date of expenditure.
- (3) All cheques shall be approved in accordance with the Guilds Register of Delegations & Authorities.
- (4) Signatories shall not sign cheques until the payee and amount have been entered.

## **72. Making, Amendment or Repeal of Constitution**

The Constitution may only be adopted, amended or repealed in accordance with the Statute.

## **73. Making, Amendment or Repeal of Policies**

- (1) The Senate may make, amend and repeal Policies not inconsistent with the provisions of the Act, the Statute and the Rules to provide for:
  - (a) the administration, organisation, finances and functions of the Guild;
  - (b) the interpretation of this Constitution or its enabling Policies;
  - (c) the implementation of the purposes and powers of the Guild; and
  - (d) any other matter required by the Act, the Statute, the Rules or this Constitution.
  - (e) Policy Position statements that define the Guild's position on matters of social equality, and equity issues, in relation to the rights and interests of students.
- (2) All approvals, amendments or repeal of policies defined in Clause 73(1) Sub-Clauses (a-d) shall be by Resolution passed by Special Majority of the Senate, following recommendations from the Policy and Accountability Committee.
  - (a) All approvals, amendments or repeal of policies defined in Clause 73(1) (e) shall be by Resolution passed by Special Majority of the Senate.
  - (b) The Policy and Accountability Committee shall comprise:

- (a) The Senate General Secretary;
  - (b) one other member of Senate, appointed by the Senate;
  - (c) the Operational Executive; and
  - (d) one other Guild Employee, on the recommendation of the Operational Executive.
- (c) Appointment terms to the positions on the Policy and Accountability Committee shall be:
- (a) The Senate General Secretary and Operational Executive shall always be ex-officio members of the committee;
  - (b) the other member of Senate can be reappointed for further Senate terms, conditional on the person being re-elected to the Senate or, be a new senator; and
  - (c) the other Guild Employee member can be re-appointed each calendar year or, a new employee appointed.
- (3) All Policies shall be placed in the Guild Policy Manual. The Guild Policy Manual shall be published by the Senate each year.
- (4) Members shall at all times comply with the Policies as if they formed part of this Constitution.

**74. Validity of Acts and Decisions**

- (1) The acts and decisions of Guild Bodies shall be valid irrespective of:
- (a) one or more casual vacancies in its membership (including a vacancy arising out of the failure to elect or appoint a member of the Guild Body);
  - (b) a defect or irregularity in, or in connection with the election or appointment of a member of the Guild Body; or
  - (c) a defect or irregularity in, or in connection with the election or appointment of the chairperson of a meeting.
- (2) The acts and decisions of Officers shall be valid despite any defect or irregularity in connection with the election or appointment of such Officers, provided that the Officers have acted in accordance with Clause 51.
- (3) After a period of five years, any act or decision of a Guild Body or Officer that may otherwise be or may be challenged as being invalid shall be deemed to be valid and binding on the Guild.

**75. Resolution of Disputes between the University and the Guild**

Any disputes or unresolved matters between the University and the Guild shall be resolved in accordance with the procedure set out in the Statute.

## **76. Inconsistencies**

This Constitution is to be read in conjunction with the Statute and the Rules. In the event of any inconsistency between this Constitution and the Statute or the Rules, then the Statute or the Rules (as the case may be) shall prevail.

# Schedule 1

## DISCIPLINE

1. The Senate shall have the power to take disciplinary action against Members or Officers in respect of their Membership and involvement in the Guild and its activities. The Senate may from time to time make policies regarding the discipline of Members or Officers, outlining the:
  - (1) types of action or conduct which would constitute grounds for disciplinary action;
  - (2) procedures to be followed in taking disciplinary action;
  - (3) nature and scope of such disciplinary action (including timeframes for periods of suspension, if applicable); and
  - (4) process for appeal against any disciplinary action.
2. Disciplinary action undertaken by the Senate shall be in accordance with the Statute.

### 3. DISCIPLINE COMMITTEE

- (1) The Senate shall establish a Discipline Committee ("**Discipline Committee**").
- (2) The role of the Discipline Committee shall be to investigate all charges of contraventions of the Policies or of this Constitution, and to impose penalties described in this Constitution.

#### (3) Membership

- (a) The Discipline Committee shall comprise:
  - (i) (i) the Chair, who shall be a Member of the Senate, who is not the President or the General Secretary, shall only hold a casting vote on the Committee;
  - (ii) one other Member of the Senate who is not the President or the General Secretary; and
  - (iii) 3 Members who are not Members of the Senate, at least one of whom shall be female and at least one of whom shall be male.
- (b) Subject to item 3(3)(c) the General Secretary shall be the Executive Officer of the Discipline Committee.
- (c) If the General Secretary is the subject of proceedings, the Executive Officer shall be appointed by the Discipline Committee.

#### (4) General Regulations

- (a) The deliberations and decisions of the Discipline Committee shall be confidential.

- (b) The Discipline Committee shall determine its own procedures consistent with the principles of fairness and natural justice.
- (c) The Discipline Committee may determine that the submission of evidence may be confidential.
- (d) Decisions of the Discipline Committee shall be subject to review by Senate.
- (e) Any person or persons affected by a decision of the Discipline Committee may appeal to the Senate in writing within 14 days of the date of any decision.
- (f) Any Officer, Guild Body or Affiliated Body may refer any contravention of the Policies or this Constitution to the Discipline Committee.
- (g) Before any investigation may be commenced by the Discipline Committee, the Executive Officer shall provide the person or persons charged with a contravention of the Policies with a notice in writing requiring the person or persons to appear before the Discipline Committee.
- (h) The notice specified under item 3(4)(f) shall include:
  - (i) sufficient details of the alleged contravention of the Policies or this Constitution to enable the person or persons to respond orally or in writing to the allegation;
  - (ii) reference to the particular Policies or clauses of this Constitution allegedly contravened;
  - (iii) the provision of any documents, including edited versions of documents, relevant to the allegation which may be used as evidence;
  - (iv) an offer to the person or persons of the opportunity to be heard, including the date, time and place that the matter will be considered by the Discipline Committee;
  - (v) advice that the person or persons has the right to be accompanied by a student, or by a staff member of the University or of the Student Guild ("the accompanying person"), provided that the accompanying person is not a legal practitioner; and
  - (vi) a copy of the part of the Constitution concerning the Discipline Committee.
- (i) A person or persons served with a notice under item 3(4)(f) shall attend and appear before the Discipline Committee as required or shall submit a written explanation in relation to the charges of contravention of the Policies or the Constitution to the Executive Officer of the Discipline Committee.
- (j) The Discipline Committee may proceed with the investigation notwithstanding the non-attendance of the person or persons charged if the Discipline Committee is satisfied that the notice to attend was duly served on the relevant person or persons.

- (k) The Executive Officer of the Discipline Committee may, by not less than 4 working days' notice in writing, require any Member to attend at a stated time before the Discipline Committee for the purposes of providing evidence.
- (l) A Member served with a notice under item 3(4)(j) may request an extension of time to attend and a reasonable extension shall be granted by the Discipline Committee.
- (m) The Discipline Committee may admit evidence by declaration made in the form of a Statutory Declaration.
- (n) The Discipline Committee may permit persons who are not Members to provide evidence to the Discipline Committee.
- (o) The Discipline Committee may permit any group of persons required to appear before the Discipline Committee, to appear by a representative (provided the representative is not a legal practitioner).
- (p) A Member whose conduct, in the opinion of the Discipline Committee, constitutes contempt of the Discipline Committee, shall be liable to the penalties applicable under item 4(2)(a).
- (q) Where a person is charged with persistent breaches of the Policies or Constitution or has not paid any fine imposed by the Discipline Committee within the prescribed period, the Discipline Committee may recommend to the Senate that action be taken by the Senate in the terms of item 4(2)(b).
- (r) As soon as practicable after the Discipline Committee has reached a conclusion in relation to any particular investigation and made a decision in relation to penalties to be applied, the Executive Officer of the Discipline Committee shall serve notice of the particulars of the conclusion and decision on:
  - (i) the person or persons charged with contraventions of the Policies or Constitution; and
  - (ii) the Senate and the Officer, Guild Body or Affiliated Body that referred the matter to the Discipline Committee for investigation.
- (s) If the Discipline Committee has imposed a fine, the notice required under item 3(4)(r) shall also inform the person or persons on which the fine has been imposed of the right of appeal under items 4(2)(l) to 4(2)(p) and item 5 inclusive, and shall provide a copy of the part of Constitution relating to appeals.

#### **4. DISCIPLINE PENALTIES**

##### **(1) General Regulations**

- (a) The Chair of the Discipline Committee shall submit a written report of the investigation to the Senate at the first Senate meeting after the Discipline Committee has made its decision.
- (b) The report under item 4(1)(a) shall include:

- (i) copies of all written declarations and other documentary evidence presented to the Discipline Committee;
  - (ii) a summary of oral evidence presented to the Discipline Committee;
  - (iii) particulars of the decision; and
  - (iv) reasons for the decision.
- (c) Any member of the Discipline Committee may submit a dissenting report to the Senate.
- (d) The Senate shall not vary or set aside any decision of the Discipline Committee unless a successful appeal is made by the relevant person or persons.

## **(2) Penalties**

- (a) Except where otherwise expressly provided, a Member who is found to have contravened the Policies or Constitution shall be liable to:
- (i) for a first offence other than a Serious Offence, pay a fine of an amount not exceeding 40% of the Membership Subscription payable by a full-time, on-Campus Financial Member;
  - (ii) for a subsequent offence of the same nature as a prior offence, pay a fine of an amount not exceeding the Membership Subscription payable by a full-time, on-Campus Financial Member; or
  - (iii) for a Serious Offence, or any third or subsequent offence, or for non-payment of a fine within the prescribed period, pay a fine not exceeding 150% of the Membership Subscription payable by a full-time, on-Campus Financial Member, or
  - (iv) perform any other non-monetary punishment that the Discipline Committee considers fit.
- (b) The Senate, on the recommendation of the Discipline Committee, may suspend a person's membership rights for a period not exceeding one year where that person has:
- (i) committed a Serious Offence,
  - (ii) committed a third or subsequent contravention of the Policies or the Constitution, or
  - (iii) not paid any fine imposed by the Discipline Committee within the prescribed period.
- (c) In accordance with Section 7 of the Statute, the Senate may by resolution passed by Special Majority impose a penalty against an Officer including:
- (i) the suspension or removal of the relevant Officer from their position for a period as determined by the Senate; or
  - (ii) the disqualification of the relevant Officer from holding any position as an Officer within the Guild for a period as determined by the Senate.

- (d) A penalty may be imposed collectively upon a group of Members, or upon a Guild Body or Affiliated Body, if it is found that the individuals of such group or body were collectively responsible for the offence or that the individual or individuals responsible belong to such group or body but cannot be identified.
- (e) Unless determined otherwise by the Appeals Committee or Discipline Committee, any fines imposed shall be payable within 14 days.
- (f) A Member may be disciplined in accordance with the Constitution if he or she is shown to have:
  - (i) persistently committed breaches of the Policies or Constitution or to have refused to comply with the authority of the Senate or any duly appointed employee or Officer of the Guild; or
  - (ii) behaved within the Guild or University premises in a manner which discredits the Guild.
- (g) In addition to any other penalties set out in this Schedule, a Member who makes a false statement, knowing it to be false or not believing it to be true, in any declaration made under Constitution or in any disciplinary investigation before the Senate sitting as the Appeals or Discipline Committees, shall be liable to a fine of an amount not exceeding 50% of the Membership Subscription payable by a full-time, on-Campus Financial Member.
- (h) A Member giving evidence before any such Senate or committee shall be warned of the penalties that may be incurred for making false statements.
- (i) Notices relating to disciplinary investigations or appeals may be served personally or by registered post.
- (j) A notice served by registered post, addressed to the person to whom it is directed at their last known place of residence, in the absence of evidence to the contrary, may be presumed to have been received by the person in the ordinary course of the post.
- (k) A notice served on the Secretary of a Guild Body or Affiliated Body shall be sufficient notice to the relevant Body.
- (l) An Officer, the Senate, the Guild Body or Affiliated Body who referred a matter for investigation, and the person or persons charged, may appeal to the Senate against any decision of the Discipline Committee made on the matter.
- (m) Notice of the appeal shall be in writing setting out the grounds for the appeal and shall reach the Secretary of the Guild within 14 days after the notice of the decision to which the appeal applies was served on the appellant.
- (n) A copy of the notice shall also be served within the 14 days upon the other party or parties concerned.
- (o) The notice of appeal and its service under the Constitution shall be the responsibility of the appellant.
- (p) When notice of appeal is duly given, action on the decisions of the Discipline Committee shall be stayed.

- (q) The rights, powers, benefits and remedies of the Guild under this Schedule (including any penalties) are in addition to, and not exclusive of, any other right, power, benefit or remedy provided by law.

## **5. THE APPEALS COMMITTEE**

### **(1) General Regulations**

- (a) The Senate shall sit as an Appeals Committee (“Appeals Committee”).
- (b) Members of the Discipline Committee and the General Secretary shall be excluded from membership of the Appeals Committee.
- (c) Subject to item 5(1)(d) the President shall Chair the Appeals Committee.
- (d) If the President is the subject of proceedings, the Chair shall be appointed by the Appeals Committee.
- (e) Subject to item 5(1)(f) the General Secretary shall act as Executive Officer to the Appeals Committee.
- (f) If the General Secretary is the subject of proceedings, the Executive Officer shall be appointed by the Appeals Committee.
- (g) The Executive Officer shall, as soon as convenient after an Appeals Committee is appointed, provide the Members of that Appeals Committee with copies of each of the following:
  - (i) the notice of appeal;
  - (ii) the report of the Discipline Committee;
  - (iii) the report, if any, of any dissenting member of the Discipline Committee; and
  - (iv) any other documents relating to the matter.
- (h) The General Secretary shall give the appellant and any other parties concerned at least 7 days notice of the date and time for the consideration of the appeal.
- (i) The appellant and other parties concerned shall be entitled to appear personally and to be represented before the Appeals Committee.
- (j) The Appeals Committee, when considering an appeal, may permit the appellant and other parties concerned to appear, to present a case, or both, in such a manner or form as the Appeals Committee decides.
- (k) The Executive Officer shall notify the appellant and other parties of any decisions taken.
- (l) The General Secretary, by not less than four working days notice in writing, may require any Member to give evidence to the Appeals Committee.
- (m) A Member served with such notice shall attend as required.

- (n) The Appeals Committee may:
  - (i) admit evidence by statutory declaration made under the Constitution;
  - (ii) permit persons who are not Members to give evidence before it; and
  - (iii) permit any group of Members, any Guild Body or any Affiliated Body required or entitled to appear before it to appear by a representative.
- (o) The Appeals Committee may confirm, reverse or vary any decision made by the Discipline Committee but the Appeals Committee may not impose penalties in excess of those authorised by the Constitution.
- (p) Decisions of the Appeals Committee shall be final and shall not be subject to further appeal or review within the Guild.

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## **Approvals and revisions**

Revisions adopted by ECU Student Guild at Annual General Meeting, 22 April 2015 and approved by University Council at Council meeting 25 June 2015.

Constitution adopted by ECU Student Guild at Annual General Meeting, 12 September 2013 and approved by University Council pursuant to University Statute 11 and Student Guild Rules at Council meeting 23 October 2013, with effect from 1 December 2013.

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