

1. Name

The name of the association hereby constituted is "The Australian National University Union Incorporated" (**the Union**).

2. Interpretation

(1) This Constitution shall be read with and interpreted in the context of *The Australian National University Act*, Statutes and Orders of Council, and the laws in force in the Australian Capital Territory.

(2) In this Constitution:

(a) *special resolution* refers to a resolution carried by a two thirds majority of those present and voting.

(b) the Board is a committee for the purposes of sections 16(d) and 60 of the Act.

(c) 'Act' means the *Associations Incorporation Act 1991*.

(d) 'Board' means the Board of Directors.

(e) 'Council' means ANU University Council.

(f) 'ANUSA' means ANU Students' Association.

(g) 'PARSA' means ANU Postgraduate and Research Students' Association.

(h) 'financial year' means the year ending on 31 December.

(i) 'Regulation' means the *Associations Incorporation Regulation 1991*.

(j) 'University' means the Australian National University.

3. Objects

The objects of the Union are:

(a) to provide high quality, cost effective facilities and services for its members;

(b) to provide a recognised meeting place and social centre for its members;

(c) to promote the intellectual, social and general welfare of the University community;

(d) to actively foster the development and enhancement of ANU Clubs and Societies and ANU Halls and Residences and their inter-residential organisations; and

(e) to actively work with ANUSA, PARSA and other related on-campus organisations to advance the above objects.

4. Classes of Membership

(1) There are the following classes of membership:

(a) annual membership;

(b) life membership;

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- (c) honorary life membership;
- (d) reciprocal membership; and
- (e) visiting membership.

(2) Members may terminate their membership at any time in writing to the General Manager. Persons who have terminated their membership, or had their membership terminated following disciplinary action, may only be readmitted to membership by resolution of the Board.

(3) Members are not liable to contribute towards the payment of the debts and liabilities of the Union or the costs, charges and expenses of the winding up of the Union.

5. Annual Membership

(1) Except for persons holding life or honorary life membership, the following persons are eligible to become annual members of the Union:

- (a) undergraduate students of the University; and
- (b) postgraduate students of the University.

(2) The following persons are eligible, on payment of such fee as the Board determines, for annual membership:

- (a) members and past members of Council;
- (b) members of Convocation of the University;
- (c) tenants of the Union and their employees;
- (d) employees of the Union; and
- (e) such other persons with a relationship with the University, as determined by the Board; and
- (f) staff of the University.

(3) Annual members are eligible to vote in elections except where they are currently suspended from membership. Annual members are able to be elected to office except where they have previously been terminated from membership, or have been expelled from an election. Annual members are eligible to vote at general meetings.

6. Life and Honorary Life Membership

(1) The following persons are eligible, on payment of such fee as the Board determines, for life membership:

- (a) members and past members of Council;
- (b) members of Convocation of the University;
- (c) staff of the University;
- (d) any person having been an annual member of the Union for three or more years; and

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(e) such other persons with a relationship with the University as determined by the Board.

(2) The Board may confer honorary life membership of the Union upon any person who has rendered special service to the Union, or has made a special contribution to the advancement of the interests of the Union or the University, or upon employees of the Union who have rendered distinguished service to the Union for a continuous period of seven years or more.

(3) Life and honorary life members are eligible to vote in elections except where they are currently suspended from membership. Life and honorary life members are able to be elected to office except where they have previously been terminated from membership, or have been expelled from an election. Life and honorary life members are eligible to vote at general meetings.

7. Other Classes of Membership

(1) Visiting membership may be conferred upon persons visiting the University for a limited period.

(2) Reciprocal membership may be conferred upon members of other university unions or similar organisations with which the Union has a mutual recognition arrangement.

(3) Visiting and reciprocal members are not eligible to vote in elections or stand for office, nor are they eligible to vote at general meetings.

8. Membership and Discipline Rules

(1) Subject to this Constitution, the Board may make rules governing the admission of members and the administration of membership generally including the keeping of registers.

(2) Subject to this Constitution, the Board may make rules regarding the behaviour of members within areas under the supervision of the Union and may delegate authority to such employees as the Board thinks fit to expel members and non-members from these areas in breach of these rules.

(3) Subject to this Constitution, the Board may make rules governing the discipline of members whose behaviour breaches such rules or is otherwise prejudicial to the interests of the association, including restricting access to facilities, and suspending or terminating membership. The Board, Discipline Committee, or Appeals Board may in addition refer matters to the Vice-Chancellor of the University.

(4) There shall be a Discipline Committee which shall hear matters relating to the discipline of individual members referred to it by the Board and its decision on the action to be taken in respect of a member can only be altered by the Appeals Board. The Discipline committee shall be appointed by the Board and shall consist of:

(a) a Chair of the committee, being a full-time academic staff member in the ANU College of Law;

(b) a Director of the Union; and

(c) a member of the Union, not being a Director or a member of a Committee of the Board.

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(5) There shall be an Appeals Board which shall hear appeals lodged by a member the subject of a hearing of the Discipline Committee, a complainant, or the Board of Directors. The decision of the Appeals Board shall be final. The Appeals Board shall be appointed by the Board of Directors and shall consist of:

- (a) the Chair of the Board of Directors;
- (b) the Dean of Students; and
- (c) a member of the Union not being a Director or a member of a Committee of the Board.

(6) Any such rules and amendments of rules shall only be effective after they are confirmed by Council and published on appropriate notice boards in the Union.

9. Board of Directors

(1) The management and control of the Union is vested in the Board of Directors.

(2) The Board shall:

- (a) cause books and accounts to be kept for the Union in a form determined by Council and compliant with the Act and relevant Corporations Law;
- (b) arrange for the books and accounts and any vouchers to be audited each year, and at such other times as Council directs, by an auditor registered under the *Corporations Law*;
- (c) furnish to Council such financial statements and reports on the general activities of the Union as Council requires;
- (d) establish and keep a fund for capital improvements with an amount the Board determines appropriate to be set aside each year, and ensure moneys from such a fund shall only be spent on capital improvement or repayment of any moneys borrowed for the purpose of capital improvements;
- (e) allocate each year that there is a surplus no less than \$10,000, or where the surplus is less than \$10,000 a percentage the Board determines appropriate of that year's surplus to be expended on the advancement of clubs and societies. This money may be administered directly to the ANUSA Grants and Affiliations Committee; and
- (f) approve the Union's annual budget for the next financial year by the month of December of each year.

(3) The Board may perform all such acts and do all such things as appear to the Board necessary or desirable to promote the objects of the Union and otherwise for the proper management of the affairs of the association.

(4) The funds of the Union must be derived from the membership fees, donations and, subject to any resolution passed by the Union in general meeting and subject to section 114 of the Associations Incorporation Act 1991, any other sources that the Board decides.

10. Composition of the Board

(1) The Board shall consist of the following Directors:

- (a) one person appointed by the Council of the University; and

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- (b) the Vice-Chancellor of the University, or nominee;
- (c) six persons elected from amongst the annual, life, and honorary life members;
- (d) one person elected from amongst such of the annual and life members as are currently enrolled as postgraduate students or hold appointments as staff of the University;
- (e) the President of the ANU Students' Association (ANUSA), or nominee; and
- (f) the President of the ANU Postgraduate and Research Students' Association (PARSA), or nominee.

(2) The exercise of the powers or the performance of the functions of the Board is not affected by reason of there being a vacancy or vacancies in the membership of the Board.

(3) The employees of the Union shall elect a representative from among their number, in accordance with rules determined by the Board. This representative shall have a right to attend meetings of the Board and be heard, but shall not cast a vote on any business, nor be counted for quorum.

(4) The President of the ANU Students' Association or nominee and the President of the ANU Postgraduate and Research Students' Association or nominee is not eligible to nominate or vote for the positions of Chair or Deputy-Chair. The University Council appointee and the Vice-Chancellor of the University or nominee is not eligible to nominate for the positions of Chair or Deputy-Chair.

(5) Non-elected Directors to the Board are able to exercise voting rights on any other business before the Board subject to the Constitution.

11. Election and Terms of Office

(1) Annual elections shall be held in March to elect such Directors as are required to be elected. The election procedure will be determined at the Board's discretion subject to other requirements in this Constitution.

(2) Directors elected under section 10(1)(c) shall, except those who hold office because of the filling of casual vacancies, hold office for a period of two years beginning on 1 April next following their election.

(3) In any annual election, at least one half of the Directors elected under section 10(1)(c) shall retire from office, but are eligible for re-election.

(4) The Director elected under section 10(1)(d) shall hold office for a period of one year beginning on 1 April next following their election

(5) Directors who are appointed to office shall hold office for such period as the appointing body determines, being a period that is not greater than four years. Those Directors are eligible for re-appointment.

(6) The staff representative shall hold office for two years from the declaration of the election by the Returning Officer. Any casual vacancy in this position shall be filled by election held within one month of the vacancy occurring.

12. Returning Officer

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(1) The Board shall appoint a Returning Officer for annual elections and elections of the staff representative.

(2) The Returning Officer may appoint a Deputy Returning Officer and such Poll Clerks as the Returning Officer thinks fit.

(3) Neither the Returning Officer, nor the Deputy Returning Officer, nor the Poll Clerks shall be a member of the Union or of the Board, or an employee of the Union or its tenants.

13. Eligibility

(1) All annual, life, and honorary life members are eligible to vote except where they are currently suspended from membership. Members are able to be elected to office except where they have previously been terminated from membership, or have been expelled from an election.

(2) The Returning Officer shall not accept a vote at an election unless she/he is satisfied that it has been cast by a person eligible to vote and that that person has only voted once.

(3) The Returning Officer shall report instances of persons attempting to vote more than once to the Board, who shall refer such persons for disciplinary action.

(4) Only annual, life, and honorary life members who are currently enrolled as a postgraduate student or holds an appointment as staff of the University are eligible to vote for the director position described in section 10(1)(d).

(5) All annual, life, and honorary life members (regardless of enrolment or employment) are eligible to vote for director positions described in section 10(1)(c).

14. Nominations

(1) Whenever an election of a member of the Board is necessary, the Returning Officer shall publish on appropriate channels including social media operated by the Union, the Union website, or any Union publication and in such other manner as she/he thinks fit, a notice:

(a) stating that an election is necessary and specifying the number of seats to be filled;

(b) specifying eligibility to vote at the election;

(c) inviting nominations of persons eligible for election; and

(d) prescribing the date and time by which nominations must reach the Returning Officer.

(2) Nominations must be on a form prescribed by the Board and available from the General Manager. Nominations shall be signed by at least two members of the Union eligible under section 13 to vote for that position at the election and shall contain a written statement of the nominee's willingness to act if elected. For group tickets in section 16, a nomination form must also disclose the convener of a group ticket. The convener must be a member of the Union. A nomination may only be withdrawn by giving notice at least 72 hours before the close of nominations.

(3) Nominations shall close not earlier than fourteen days and not later than twenty-one days after the publication of the call for nominations. Nominations shall close at 12.30 pm on a Tuesday.

(4) The Returning Officer shall publish on the ANU Union's social media platform or website, no later than 5.00 pm on the afternoon on which nominations close, a list of candidates who have submitted valid nominations.

15. Unopposed Election

(1) If, in any particular category, the number of nominations does not exceed the number of seats to be filled, the Returning Officer shall declare the persons nominated to be elected.

(2) If, in any particular category, there are more nominations than seats to be filled, a ballot shall be conducted in accordance with this Constitution.

16. Group Tickets

(1) If a group of candidate or single candidate wishes to register a group name on the ballot paper, they must register this intention on a form prescribed by the Board and available from the General Manager. This form must contain signatures of all relevant candidates, and indicate the order in which they group wishes to place its candidates on the ballot paper. Individual candidates who choose not to be grouped will be listed under the independent column with the order of names on the ballot paper drawn at random as specified under section 17. Any relevant forms must reach the General Manager by 12.30pm on the Friday following the close of nominations.

(2) No group name, in the opinion of the Returning Officer, shall be so nearly the same as the name of another registered group name, or group name previously registered within the last 2 elections, that it is likely to be confused or mistaken for that name, unless the signed, written permission of two persons including the convener or candidates of the Group ticket that previously ran or are currently running on that name has been obtained.

(3) In the event that two or more group names are identical or similar for the purposes of subsection (2), the first registered group shall have priority. Notification shall be issued by the Returning Officer to the convener of the group or groups that registered the same or similar name as defined by subsection (2) but at a later time. These groups, if they wish to continue to be registered as a group, may elect to register another eligible name, subject to subsection (2), within 24 hours of the group convener being notified, otherwise the candidates will be ungrouped.

17. Ballot Paper

(1) Candidates within each group shall be listed vertically in the order registered by that group, with the name of the group above the candidates' names. Candidates registered as independent shall be noted as such.

(2) The Returning Officer shall determine by random process the order of the registered groups and independents across the ballot paper.

(3) Candidates failing to register shall be placed vertically in a random order as "Ungrouped" on the rightmost column(s) of the ballot paper.

(4) The Returning Officer shall publish on the Union Social Media platforms and on the Union's website no later than 5.00 pm on the Friday following the close of nominations the order in which candidates and groups will be placed on the ballot paper.

(5) Separate ballot papers shall be drawn for elections to fill casual vacancies and for the member elected from the postgraduate and academic members.

18. Time and Places for Polling

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(1) Voting shall take place during four days of polling conducted from Monday to Thursday (inclusive) of a single week as determined by the Board. This week shall not contain any public holidays and must commence at least thirteen days after the close of nominations.

(2) Voting shall take place only at the ANU Union or premises deemed fit by the returning officer, between the 11.00am and 5.00pm on the Monday, Tuesday and Wednesday and between 2.00pm and 6.00pm on the Thursday of polling.

19. Publication of Election

The Returning Officer shall publish:

- (a) on the appropriate Union notice boards;
- (b) on the ANU Union Website;
- (c) on ANU Union social networking accounts;
- (d) in Woroni or other widely circulated ANU student newspaper;
- (e) in a Union publication (if any); and
- (f) in such other manner as she/he thinks fit;

a notice specifying the days and place of the election, the names of the candidates and groups, and the hours during which, and the places at which, voting may take place together with a statement detailing the criteria for eligibility to vote.

20. Voting Procedure

(1) A voter shall vote in person. The Returning Officer or her/his deputy shall, after satisfying herself/himself that the voter is eligible to vote at the election, issue to her/him a voting paper.

(2) The voter shall indicate their preference by placing a '1' in the box pertaining to the most preferred candidate, and completing all such available boxes with numbers in an unbroken ascending sequence.

(3) The ballot paper shall clearly instruct the voter to complete all relevant boxes. The Returning Officer and deputies, poll clerks candidates, and those acting on their behalf, shall not instruct voters to complete the ballot paper otherwise than by completing all relevant boxes.

(4) Where a voter has completed all but one available box, the voter shall be deemed to have completed this box by continuing the sequence.

(5) The voter shall, without leaving the voting place:

- (a) fold the voting paper so as to conceal the manner in which she/he has voted;
- (b) exhibit the voting paper so folded to the Returning Officer or her/his deputy; and
- (c) immediately, openly and without unfolding the voting paper, place it in the ballot box provided for that purpose.

The ballot box shall not be opened during the polling.

(6) No material relating to the election, except instructions issued by the Returning Officer and material carried with and removed by members casting a vote, shall be permitted within 10 metres of the ballot box. No canvassing for votes shall take place within 10 metres of the ballot box.

(7) Neither the Returning Officer nor anyone acting as deputy nor any scrutineer shall in any way disclose, or aid in disclosing, in what manner any particular member has voted.

21. Informal Votes

(1) A vote shall be informal where a numerical preference has not clearly been indicated for at least one candidate, unless there is a tick or clear mark by the voter indicating a vote for a particular candidate.

(2) No voting paper shall be accepted unless it is placed in the ballot box before the close of the poll.

(3) In the case of dispute, the Returning Officer shall decide whether any voting paper shall be accepted or rejected.

22. Counting of Votes

(1) Provided that the Returning Officer is satisfied there has been no irregularity in the course and conduct of the election, then, immediately after the close of the poll, the Returning Officer or her/his deputy shall open the ballot box containing the voting papers and count the first preference votes.

(2) Following the count of first preference votes, the Returning Officer may adjourn the count of votes to such time and place as the Returning Officer thinks fit, and may make such further adjournments as she/he feels necessary.

(3) No member of the Union or employees of the Union shall be engaged in the counting of votes at an election.

(4) Each candidate shall be entitled to nominate a scrutineer to represent her/him at the counting of votes. Such nominations must be in writing and signed by the candidate.

23. Determination of Election

(1) After the recording to first choices towards candidates and rejection of all informal voting papers, the aggregate number of first choices shall be divided by one more than the number of candidates required to be elected, and the quotient increased by one, disregarding any remainder. This shall be the quota required for election.

(2) Any candidate who has, upon the first choices being counted, a number of such votes equal to or greater than the quota shall be declared elected. Where the number of such votes for a successful candidate does not exceed the quota, the voting papers shall be set aside as being finally dealt with.

(3) Where the number of votes (including transferred votes), obtained by any candidate exceeds the quota, the proportion of votes in excess of the quota shall be transferred to the other candidates not yet declared elected, next in the order of the voters' respective preferences as follows:

(a) the surplus of the elected candidate shall be divided by the total number of votes obtained (including transferred votes) and the resulting fraction shall be the transfer value;

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(b) the ballot papers shall be marked with the transfer value, and in subsequent transfers shall be marked with the product of the current transfer value with previous transfer values;

(c) the votes of the elected candidates shall be distributed according to the next preferences on the ballot papers weighted in accordance with the transfer value or product, and shall be added to the votes of the not yet elected candidates.

(4) Where, on the counting of first choices or on any transfer, more than one candidate has a surplus, the largest surplus shall be first dealt with. Where a surplus arises only after a transfer of votes, any surpluses which arose before such transfer shall be first dealt with. Where two or more surpluses are equal, the surplus of the candidate highest on the poll at the last count or transfer shall be first dealt with. If otherwise equal, the Returning Officer shall decide by lot which surplus shall be first dealt with.

(5) Where the number of votes obtained by a candidate is raised up to above the quota by a transfer of votes, such candidate shall be declared elected, and the transfer completed. No vote of any other candidate shall be transferred to the elected candidate. Where the number of such votes for a successful candidate does not exceed the quota, the voting papers shall be set aside as being finally dealt with.

(6) Where, after first choices have been counted and all surpluses have been transferred, fewer candidates than the number of candidates required to be elected, have obtained a quota, the candidate with the fewest votes (including transfers) shall be excluded, and the votes transferred to other candidates not yet elected, according to the next preferences indicated on the ballot papers. The votes transferred from excluded candidates shall not be further discounted.

(7) Where any surplus arises it shall be dealt with before any other candidate is excluded.

(8) The same process of excluding the candidate with the fewest votes and transferring them to other candidates shall be repeated until all the candidates except the number remaining to be elected, have been excluded. All unexcluded candidates shall then be declared elected.

(9) Where at any time it becomes necessary to exclude a candidate, and two or more candidates have the same number of votes (including transfers), then the Returning Officer shall determine by lot the candidate to be excluded.

(10) (In determining which candidate is next in the order of the voter's preference, any candidates who have been declared elected or have been excluded shall not be considered, and the order of the voter's preference shall be determined as if the names of such candidates had not been on the ballot paper. Where the ballot paper fails to indicate sufficient preferences so as to transfer the vote, it shall be set aside as exhausted.

(11) The Returning Officer may, of her/his own motion, or on the request of any candidate setting out the reasons for the request, recount the voting papers received in connection with any election.

(12) When the Returning Officer has ascertained the result of the election, and after any necessary recount has been completed, the Returning Officer shall declare the poll for the election by announcing, in order of their election, the names of the successful candidates.

24. Irregularities

(1) Where, before the poll is declared at an election, the Returning Officer and Electoral Arbiter are together satisfied that the election has been vitiated by reason of an irregularity or

a number of irregularities of such nature or size that the result of the poll was or likely to have been affected, and where it is just and fair to do so, they may declare the election void from the commencement of the election or from such point in the proceedings of the election as is specified in the declaration, being a point in those proceedings after the notification of the fact that the election was necessary but before the occurrence of the irregularity.

(2) Where an election is declared void from the commencement of the election, the Returning Officer shall as soon as practicable after making the declaration, conduct a further election in accordance with this Constitution in place of the void election.

(3) Where an election is declared void from a point in the proceedings after the notification of the fact that the election was necessary, then the Returning Officer shall determine what further proceedings in the election are necessary to ensure that the election will be regularly conducted and shall conduct these further proceedings in accordance with this Constitution in place of the void proceedings.

25. Retention of Papers

The Returning Officer shall retain ballot papers on which votes have been recorded at an election for a period of three months after the declaration of the poll at that election. After the expiration of this period the Returning Officer shall destroy the ballot papers.

26. Electoral Arbitration

(1) The Board shall appoint an Electoral Arbiter, not being a candidate for election, at the same time as they appoint a Returning Officer. The Electoral Arbiter shall be a barrister or solicitor of a Supreme Court, and shall hold office beginning at the time of her/his appointment until all appeals arising out of the elections have been determined.

(2) Any candidate may appeal to the Electoral Arbiter against any act, decision or exercise of (or failure to exercise) a discretion by the Returning Officer against that candidate, until 72 hours have elapsed after the declaration of the poll at the election. Proceedings before the Electoral Arbiter shall be determined by the Electoral Arbiter, and the Electoral Arbiter may make such order as she/he thinks fit and her/his decision shall be final.

(3) The Electoral Arbiter may, on complaint from the Returning Officer, a candidate, or a Director, call upon a candidate to show cause why they should not be expelled from the election if in the course of the election:

(a) the candidate distributes material about another candidate or group which is recklessly or dishonestly untrue or misleading;

(b) the candidate hangs things from, chalks upon or glues posters to the Union building or outlets operated by the Union;

(c) the candidate paints, chalks upon, or glues posters on University buildings, or otherwise attaches material to buildings, except in areas recognised as set aside for this purpose;

(d) the candidate otherwise breaches this Constitution in respect of electoral matters;
or

(e) the candidate says something about another candidate or group which is recklessly or dishonestly untrue or misleading.

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- (4) This section shall also apply to any acts by other persons acting on the behalf of a candidate.
- (5) The Electoral Arbiter may call upon all candidates of a group to show cause why the group should not be expelled from the election if, in the course of the election, any member of that group has breached this provision.
- (6) The Union may in no way provide to any candidate for the election any funding or services (such as photocopying) on terms more favourable than those normally given to members.
- (7) The Electoral Arbiter, upon complaint and proof on the balance of probabilities by a person who has an interest in the election, shall automatically disqualify a group or individual candidate if the candidate or any persons acting on behalf of a candidate has bribed or enticed voters with any food, financial reward or compensation during polling hours.
- (8) The Electoral Arbiter, upon complaint and proof on the balance of probabilities by a person who has an interest in the election, shall automatically disqualify a group or individual candidate if the candidate or any persons acting on behalf of a candidate has campaigned within the Union building, including inside the bar area and beer garden during polling hours.
- (9) Upon request, the Electoral Arbiter may hear or view evidence from students involved in the election in relation to satisfying the balance of probabilities test.
- (10) Upon request, the Electoral Arbiter may direct candidates and any persons acting on behalf of a candidate to remove electoral material supporting their candidacy where that material is, in the opinion of the Electoral Arbiter, contrary to the Constitution.
- (11) Elections shall be closed campus, meaning that campaigners must be annual, life or honorary life members of the Union, or currently enrolled students (either undergraduate or postgraduate) of the ANU. The Electoral Arbiter shall disqualify a candidate or group if any persons acting on behalf of that candidate or group cannot prove their membership or enrolment status.
- (12) The Electoral Arbiter may ban a particular candidate or person acting on behalf of a candidate from campaigning within 500m of the ballot box during polling hours. The length of the ban is at the discretion of the Electoral Arbiter, but regard must be had to the severity of the breach. If the particular candidate or person acting on behalf of the candidate continues to campaign within 500m of the ballot box whilst they are banned, the Electoral Arbiter shall disqualify the particular candidate or group ticket.
- (13) The Electoral Arbiter, when exercising his or her discretion to disqualify a certain candidate or group ticket must consider:
 - (a) the seriousness of the breach;
 - (b) whether the breach is likely to impact the result of the election;
 - (c) whether any other punishment provided to the Electoral Arbiter in the Constitution is more just and effective at achieving fairness and placing the candidates in their original position had the breach not occurred;
 - (d) any evidence provided by persons with an interest in the election, including the candidate and group ticket in question; and

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(e) any other relevant considerations.

(f) The Electoral Arbiter is not bound by the Rules of Evidence and may inform himself or herself in any way he or she sees fit.

(14) A maximum spending cap starting at \$600 per group ticket or individual candidate shall be imposed for Union election starting in 2014.

(a) The amount of the cap shall be indexed to the annual Consumer Price Index published by the Australian Bureau of Statistics each year thereafter. The formula for calculating the cap for the following year shall be:

$$\text{Max Spending Cap}_{\text{this year}} = (1 + \text{CPI}\%) * \text{Max Spending Cap}_{\text{last year}}.$$

(b) Up until the first day of polling the convener of a group ticket or the individual candidate must keep all receipts of expenditures for campaign purposes and lodge them with the Returning Officer. On each polling day, all receipts and expenditures for campaign purposes must be kept and lodged with the Returning Officer.

(c) A breach of this section constitutes a breach of the Constitution, and the Electoral Arbiter may reduce or prohibit further spending by the group or individual candidate, or exercise any discretion vested in the Electoral Arbiter within this Constitution.

(d) For the purposes of this subsection, the Board may make any electoral regulations necessary to help with the interpretation of this subsection, including but not limited to the definition of 'receipts of expenditures for campaign purposes,' and pricing method of campaign items.

(15) A breach of any of the subsections within section 26(3) shall constitute a breach of this Constitution.

27. Conflicts of Interest

(1) A Director shall not engage in any transaction with the Union which results in her/his:

(a) receiving a remuneration from the Union for a service rendered;

(b) being employed by the Union;

(c) selling goods or services to the Union; or

(d) buying goods or services from the Union at rates more favourable than those available to the membership in general.

(2) This provision does not affect the payment of an honorarium or Directors' fees provided that such honoraria or fees are approved by special resolution of the Board.

(3) A Director in breach of this provision shall be deemed to have been disqualified from her/his office.

28. Vacation of Office

If a Director of the Board:

(a) dies;

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(b) resigns;

(c) being an elected Director, is absent from three meetings of the Board without leave of the Board;

(d) is disqualified or becomes ineligible under this Constitution;

(e) being an elected Director, ceases to be a member;

(f) is otherwise unable to act as a Director; or

(g) being an elected Director, is absent from three meetings of either the Board, Annual General Meeting, Ordinary Special Meeting or Special General Meeting.

The office of the Director is taken to have become vacant.

A director may appeal to the Board for re-instatement before the filling of casual vacancies procedure under section 29 begins. The Board must approve the re-instatement of a director by majority resolution at the next Board meeting, otherwise the filling of casual vacancies under section 29 shall begin. The elected Directors under section 10(1)(c) and section 10(1)(d), and the appointed Directors under section 10(1)(a) and section 10(1)(b) who are present at the Board meeting are eligible to vote.

29. Filling of Casual Vacancies

(1) Where a casual vacancy occurs in an elected position on the Board recently filled in an annual election, and the vacancy occurs before the destruction of the ballot papers by the Returning Officer, the position shall be filled by a countback of votes held by the departing Director at the point in the counting of ballots at which she/he was declared elected. The term of office of the person elected as a result of the countback shall be the remainder of that of the Director whose position was vacated. Before commencing the countback, the Returning Officer shall determine the procedure to be followed for the countback. The person selected under the countback process shall be considered elected for voting and nomination purposes.

(2) Otherwise, where a casual vacancy occurs in its elected membership, the Board shall call for nominations by the next board meeting from persons eligible for the vacated position, and shall appoint by ordinary resolution one of those persons nominated to fill the vacancy. Only elected Board members under section 10(1)(c) and section 10(1)(d), and directors appointed under section 10(1)(a) and section 10(1)(b) are eligible to vote. The Board shall prescribe the form in which nominations are to be made, and may require such additional information from candidates as it determines. Such a person shall retire at 31 March next following the filling of the vacancy, and any remainder in the term of office shall be filled in the annual elections next following. The person appointed by the Board under this section shall be considered elected for voting and nomination purposes.

30. Chair

(1) At the first meeting of the Board after 31 March each year, or at the first meeting of the Board following a vacancy in the office of Chair, the elected Directors under section 10(1)(c) and section 10(1)(d), and the appointed directors under section 10(1)(a) and section 10(1)(b) who are present shall appoint one of their number to be the Chair of the Board.

(2) The Chair shall hold office for one year or until she/he declines to act, resigns her/his office as Chair, ceases to be a Director or member, or her/his office as a Director is taken to have become vacant.

(3) The common seal of the Union must be kept in the custody of the Chair. The common seal must not be attached to any instrument except by the authority of the Board and the attaching of the common seal must be attested by the signatures of any two of the Chair, the General Manager and the Deputy Chair.

(4) Subject to the Act, Regulation and this constitution, the Chair must keep in his or her custody or under his or her control all records, books, and other documents relating to the Union.

(5) The records, books and other documents of the Union must be open to inspection at a place in the Australian Capital Territory, free of charge, by a member of the Union at any reasonable hour.

(6) The Chair position shall only be filled by an elected director.

31. Deputy-Chair

(1) At the first meeting of the Board after 31 March each year or at the first meeting of the Board following a vacancy in the office of Deputy Chair, the elected Directors under section 10(1)(c) and section 10(1)(d), and the appointed Directors under section 10(1)(a) and section 10(1)(b) who are present shall appoint one of their number to be the Deputy Chair of the Board.

(2) The Deputy Chair shall hold office for one year or until she/he declines to act, resigns her/his office as Deputy Chair, ceases to be a Director or member, or her/his office as a Director is taken to have become vacant.

(3) In the absence of the Chair, the Deputy Chair shall be the Acting Chair.

(4) The Deputy Chair position shall only be filled by an elected Director.

32. Meetings of the Board

(1) The Chair, Deputy-Chair, or any three Directors may, by notice to the Directors, convene meetings of the Board.

(2) Meetings of the Board shall be held at least once in each calendar month during the academic year.

(3) At a meeting of the Board:

(a) the Chair, or in her/his absence, the Deputy Chair, or in their absence, a Director of the Board appointed by the Directors of the Board present, shall chair the meeting;

(b) the quorum of the Board shall be the smallest whole number equal to or greater than half the number of Directors that hold office at that time; and

(c) the person chairing the meeting has a deliberative vote, and in the event of an equality of votes, also a casting vote.

(4) The Board may make Standing Orders for the conduct of its business.

(5) Minutes of meetings detailing non-confidential agenda items of the Board shall be published on the Union website and available upon request by a member.

(6) Notice of a Board meeting must be provided 7 days in advance of the proposed meeting date. If a Board meeting is held without 7 days notice, it is still valid. However, if notice is not provided 7 days before the meeting date and a director is absent, that missed meeting by the director shall not count towards the three meetings required before automatic expulsion from the Board.

33. Committees of the Board

(1) The Board may appoint a committee or committees consisting of Directors of the Board, with or without other persons.

(2) The Board may, by resolution, either generally or otherwise as provided in the resolution, delegate to such a committee, to a Director, or to the General Manager, all or any of its powers other than this power of delegation.

(3) A power so delegated is revocable by resolution of the Board and does not prevent the exercise of a power by the Board.

34. Management

(1) There shall be a General Manager of the Union, who shall be appointed by the Board and shall be responsible for its management to the Board.

(2) The General Manager and other managers are not eligible to be members of the Board, or to be elected as staff representatives.

(3) In the event of the absence through illness or otherwise of the General Manager, the Board may appoint a person to act in that position during that absence.

35. Property

(1) All property and moneys belonging to the Union are to be managed by the Chair, the General Manager and the Deputy Chair for the use and benefit of the members for the time being of the Union.

(2) The Chair, the General Manager and the Deputy Chair shall deal with or invest the property and moneys of the Union in such a manner as the Board directs.

36. Bank Account

(1) The Chair, the General Manager and the Deputy Chair of the Union shall maintain in the name of, and on behalf of, the Union, an account or accounts at financial institutions approved by the Board and shall pay all Union moneys into such an account.

(2) Moneys shall not be drawn from an account of the Union except by cheque signed by any two of the Chair, the General Manager and the Deputy Chair of the Union.

37. General Meetings

(1) There shall be an Annual General Meeting of the Union, and such other general meetings of the Union as the Board determines.

(2) At each Annual General Meeting of the Union, the Chair shall present a report of the activities of the Union during the previous year including a statement of meeting attendance records of all Directors, together with the auditors' statements on the accounts and finances of the Union during that year. The meeting shall consider this report and the audited statements of accounts and may make recommendations on any other matter relating to the affairs of the Union for the Board's consideration. No other business shall be considered.

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(3) Where not less than one hundred members, by notice in writing given to the Chair, request a special general meeting of the Union for the purpose of considering a matter or matters specified in the notice, the Chair shall convene such a meeting. No matter other than the matter or matters of which notice has been so given shall be considered.

(4) Quorum at general meetings shall be as follows:

(a) at ordinary General Meetings, forty (40) members eligible to vote.

(b) at Annual General Meetings, twenty (20) members eligible to vote; and

(c) at Special General Meetings, forty (40) members eligible to vote.

(5) The member presiding at the meeting has only a deliberative vote. In the event of an equality of votes on a motion at a general meeting, the motion is lost.

(6) Meetings may only be called on the giving of seven day's notice. Notice is sufficiently given to the ANU community by the Chair of the Board with the date, time, and business of the particular meeting as well as the Union website, a widely distributed student media website at the time and any other relevant social media.

(7) There shall be one ordinary general meeting held in the semester that the Annual General Meeting is not held.

38. General Procedure at General Meetings

(1) The Chair of the Board, or in the Chair's absence, the Deputy Chair of the Board, or a member elected by the members present shall chair the meeting.

(2) Where the person chairing the meeting wishes to engage in debate, they shall nominate a person who shall temporarily chair the meeting, subject to a motion to appoint another person.

(3) Where a quorum is present, the meeting shall commence promptly at the time set out on the notice of meeting. The meeting shall lapse if quorum is not obtained within thirty minutes of the scheduled commencement of the meeting. Where the attention of the meeting is drawn to a lack of quorum, the meeting shall immediately lapse.

(4) Business at ordinary General Meetings may only be added to the agenda for the meeting by notice in writing to the Chair of the Board at least three (3) days before the meeting, or by special resolution of the General Meeting to consider such business. Business of the Board shall take precedence, followed by business on notice, in the order in which it is received by the Chair of the Board.

(5) General Meetings shall be held in a venue which is set aside exclusively for that purpose for the duration of that meeting, in an area where those participating in the meeting are clearly distinguishable.

(6) Attendance shall be taken at General Meetings by circulation at the meeting of a roll in which each participant's name and membership number, where appropriate, are to be entered; and such a roll shall be the official record of attendance for that meeting.

(7) Provisions of this Constitution relating to general meetings procedure, except for matters of notice, quorum, voting and constitutional amendments, may be temporarily suspended by special resolution of the meeting.

39. Motions

- (1) All motions must be moved and seconded, and must be submitted in writing to the chair of the meeting if requested to do so. No motion can be proposed which is in substantial negation or amendment of a motion already carried by the meeting.
- (2) When an amendment is moved to an original motion no further amendment shall be discussed until the first amendment is disposed of, but further amendments may be foreshadowed without discussion.
- (3) An amendment must be relevant to the question, and must not be in substantial negation of the original motion. An amendment cannot itself be amended, instead, an alternative amendment should be foreshadowed.
- (4) If an amendment is defeated, the original motion becomes open to amendment. If an amendment is carried, the motion as amended becomes the substantive motion and again open to further amendment, except as to the same subject matter. When the substantive motion is carried it becomes the resolution.
- (5) A motion that an amendment under discussion should not be dealt with immediately but instead be placed on notice may be moved without a seconder.

40. Speaking

- (1) Any member (regardless of their right to vote) may speak on any business, but may speak only once on any motion or amendment, except in reply or by leave of the chair of the meeting.
- (2) The proposer of a motion may speak for up to seven (7) minutes to introduce the motion, and up to five (5) minutes in reply. Other speakers, including those moving amendments, are limited to four (4) minutes. Time may be extended by resolution. The seconder of a motion may reserve their right to speak. Points of order are limited to two (2) minutes.
- (3) The proposer of a motion which is opposed may reply to the arguments raised without introducing any new matter. Such reply ends the debate. On discussion of any amendment, the mover of the original motion may reply before the amendment is put. The mover of the amendment has no right of reply.
- (4) Except for the proposer and seconder, speakers shall be called upon in the order observed by the chair, subject to the power of the meeting to resolve to hear a particular person, and the desire of the chair to balance the debate. Speakers may ask questions, seek clarification, and comment generally without supporting or opposing a motion.
- (5) Every speaker shall keep to the question before the meeting. A speaker shall not be interrupted except for a motion of closure or on a point of order.
- (6) By leave of the chair, any member claiming to have been misrepresented may speak briefly in personal explanation, but must keep strictly to the alleged misrepresentation, and such explanation limited to three minutes.
- (7) A motion "that the question now be put" may be moved without a seconder, and shall be voted on immediately without debate. If moved during the discussion of an amendment it only affects the amendment. A motion "that the speaker be no longer heard" may be moved without a seconder, but only with leave of the chair, and shall be voted on immediately without debate. Neither motion prevents the right of reply.

41. Voting

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- (1) Before putting the motion to the vote, the chair of the meeting shall read the motion if requested. At their discretion the chair shall appoint members to assist in the counting of votes.
- (2) Voting in all cases shall be by show of hands. No proxies shall be permitted. At the request of any three members a formal count shall be undertaken by the chair and the result recorded in the minutes. The chair shall otherwise declare the motion as carried or lost.
- (3) Any member may have recorded in the minutes the fact that they voted for or against, or abstained from voting on any particular motion.
- (4) No objection shall be made to the validity of any vote except at the meeting at which such vote was taken. Any vote not disallowed in this way shall be deemed valid.

42. Other Procedure

- (1) The Chair of the Board may specify on the agenda a time limit of not less than one hour for the meeting. When the time limit has expired, the chair shall close the meeting on the conclusion of the current item of business or the carriage or defeat of a substantive motion, whichever is earlier. If the time limit expires during discussion of a motion, no further discussion is to take place and all motions and amendments before the chair shall be voted upon immediately so as to reach a conclusion.
- (2) The chair may, where the meeting has become disorderly, adjourn the meeting for up to ten minutes.
- (3) Procedure not otherwise provided for shall be at the discretion of the chair of the meeting, subject to direction by resolution.
- (4) The chair's ruling on all points of order shall be final, subject to the carriage of a motion of dissent which reverses such a ruling. The chair shall be vacated during consideration of such a motion. The mover alone may speak briefly to such a motion and the chair may briefly explain why the ruling was given.

43. Rules

- (1) The Board may make Rules, not inconsistent with this Constitution, prescribing all matters required or permitted by this Constitution to be prescribed by Rules as necessary or convenient for carrying out or giving effect to this Constitution.
- (2) A Rule so made does not have effect unless a copy of the Rule is published as soon as practicable on the notice board of the Union and remains on that notice board until the next meeting of the Board held not earlier than thirty days after the date of such publication and the Rule is confirmed, with or without amendment, at that meeting of the Board.

44. Dissolution

If the Union is wound up by special resolution of a special general meeting, any property or interest in property of the former Union that remains after the satisfaction of any debts or liabilities of the former Union and any costs, charges or expenses incurred in the winding-up of the former Union, vests in another association, fund, authority or institution nominated by the former Union in accordance with the Act.

45. Constitutional Change

- (1) Any proposed change to this Constitution shall first be considered by the Board and any change approved by the Board by absolute majority shall subsequently be referred to a general meeting for consideration.

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(2) If adopted by three-quarters of eligible and present members of the general meeting (without further amendment by the meeting) the change shall take effect subject to the approval of the resolution by Council.

(3) Amendment of a resolution adopting a change to the Constitution shall not be moved except by notice in writing to the Chair of the Board at least three days before the general meeting, or by special resolution of the general meeting to consider the amendment. Any such amendments must be carried by special resolution.

(4) If a special resolution adopts a change to the Constitution subject to amendments, such amendments must be confirmed by the Board and, upon confirmation, take effect subject to the approval of Council.

(5) If the Union is approved as a charitable institution or other tax exempt organisation by the Australian Taxation Office, the Australian Taxation Office must be notified in writing of any alterations to this constitution.

46. Standing Orders of Meetings of the Board

(1) In conjunction with section 32(4), the following standing orders within this section shall apply to meetings of the Board if determined by the Chair necessary to do so or moved by a majority motion of the Board.

(2) All motions must be moved and seconded, and must be submitted in writing to the chair of the meeting if requested to do so.

(3) The proposer of an agenda item, giver of a report or a person proposing a motion has five minutes to speak on that subject.

(4) In general debate, any director or observer may speak on any business but may speak or ask a question only once for a maximum duration of two minutes (in response to a question), except in reply or by leave of the chair of the meeting.

(5) After debate has completed, the proposer of an agenda item, giver of a report or person proposing a motion has a right of reply for two minutes before the motion is put.

(6) When an amendment is moved to an original motion, no further amendment shall be discussed until the first amendment is disposed of, but further amendments may be foreshadowed without discussion.

(7) An amendment must be relevant to the question and not in substantial negation of the original motion. An amendment cannot itself be amended, instead, an alternative amendment should be foreshadowed.

(8) If an amendment is defeated, the original motion becomes open to amendment. If an amendment is carried, the motion as amended becomes the substantive motion and again open to further amendment, except as to the same subject matter. When the substantive motion is carried it becomes the resolution.

(9) The Board may create any other standing orders it believes is necessary for the efficient operation of the Board by majority vote.