

NOTICE OF GENERAL MEETING AND CONSTITUTIONAL AMENDMENT

2020 ANNUAL GENERAL MEETING

This Notice is published pursuant to articles 15.1 and 15.5(b) of the *USU Constitution* and resolution B045/20 of the BOARD OF DIRECTORS.

Notice

Notice is hereby given of the **48th Annual General Meeting** of the **University of Sydney Union** at 1:00pm on **Wednesday 27 May 2020** at Level 5 of the Holme Building and online via Zoom. The Annual General Meeting is open to all members of the USU. Join the USU for free at www.usu.edu.au.

Registrations are essential. To register your interest, go to: <https://forms.gle/a2MG7TvrqPojZZDb7>.

Agenda

The business of the meeting shall be as follows:

1. **Open of Meeting, Acknowledgement of Country**
2. **Apologies and Leaves of Absences**
3. **Minutes of the General Meeting on 25 September 2019** (see Appendix 1)
4. **Business Arising from the Minutes**
5. **Reports**
 - 5.1. **Report of the President**
 - 5.2. **Report of the Honorary Treasurer**
6. **Re-appointment of Auditors** (see Appendix 2)
7. **Motions on Notice: Amendment to the *Constitution*** (see Appendix 3)
8. **Any Other Business which may properly be considered by the Annual General Meeting**
9. **Close of Meeting**

About the USU

The USU is a not-for-profit organisation whose purpose is to be the heart of campus life and we've been doing that since 1874. USU provides key programs, services and facilities that enhance campus life for the many thousands who join and interact with us. All income the USU receives is reinvested in our organisation for the benefit of current and future members of the University community.

| The BOARD OF DIRECTORS |
|------------------------------------------|
| Connor Wherrett, President |
| Lachlan Finch, Vice President |
| Maya Eswaran, Honorary Treasurer |
| Decheng Sun, Honorary Secretary |
| Zizheng Bai, Director |
| Caitlin Brown, Director |
| Nick Forbutt, Director |
| Ruolin Ma, Director |
| Yinfeng Shen, Director |
| Di Wang, Director |
| Jane Drummond, Senate Appointed Director |
| Marie Leech, Senate Appointed Director |

| Chairs of the USU Committees |
|---------------------------------------------------------------------------------------------|
| Connor Wherrett, Chair of the Executive Committee, Electoral Committee and Awards Committee |
| Megan Lavendar, Chair of the Finance Committee |
| Maya Eswaran, Chair of the Debates Committee |
| Decheng Sun, Chair of the Clubs & Societies Committee |
| Mark Wilde, Chair of the Human Resources & Remuneration Committee |

More information

Copies of the USU *Constitution and Regulations* are available to all members of the USU at www.usu.edu.au. For more information, contact Dane Luo at d.luo@usu.edu.au.



Alexis Roitman, Chief Executive Officer

24 April 2020

MINUTES

MEETING: GENERAL MEETING

HELD ON: Wednesday 25 September 2019

TIME: 1:00pm

LOCATION: Manning Bar, Manning House

MINUTES

| Open of Meeting and Acknowledgement of Country |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| A quorum being present, the Chair (Connor Wherrett, President) opened the meeting and delivered the Acknowledgement of Country |
| 1. Apologies and Leaves of Absences |
| Apologies were noted. |
| 2. Amendments to the Constitution |
| 2.1 Amendments to Article 5 |
| Resolved SGM001/19 That the General Meeting, pursuant to article 16.1(a)(ii) of the <i>Constitution</i> , amends the <i>Constitution</i> in accordance with the document titled 'Proposed changes to Clause 5 of the USU constitution'. Carried unanimously. |
| 2.2 Re-endorsement of the 2016 AGM Amendments |
| Resolved SGM002/19 That the General Meeting re-endorses the amendments to the <i>Constitution</i> that were carried at the 2016 Annual General Meeting. Carried unanimously. |
| 3. Any Other Business which may properly be considered by the General Meeting |
| No other business. |
| 4. Close of Meeting |
| The Chair (Connor Wherrett, President) closed the meeting. |

APPENDIX 2

Pursuant to resolution B068/20 of the BOARD OF DIRECTORS, the BOARD OF DIRECTORS re-appointed BDO East Coast Partnership to be the Auditor of the USU with the terms and conditions to be determined by the CEO.

Pursuant to section 11.2.2 of the *Regulations*, the Annual General Meeting has the power to confirm the re-appointment.

Motion: That the General Meeting, pursuant to article 14.2 of the *Constitution* and section 11.2.2 of the *Regulations*, confirms the re-appointment of BDO East Coast Partnership to be the Auditor of the USU with the terms and conditions to be determined by the CEO.

APPENDIX 3

PREAMBLE

Presently, articles 14.5 and 15.5 of the *Constitution* provide:

14.5 Reporting obligations

Each year the Board shall:

- (a) Prepare for the Members and for the Senate a report upon the USU and a statement of its accounts for the year ending on 31 December; and
- (b) Forward such report and statement, duly audited, together with any annexures thereto, to the Registrar prior to the Annual General Meeting of the subsequent year.

...

15.5 Special provisions for Annual General Meeting

- (a) A General Meeting of the USU, to be called the Annual General Meeting, shall be held no later than 31 May each year on a date as set by the Board.
- (b) All motions on Notice, including constitutional amendments, shall be received by the USU no less than four weeks prior to the Annual General Meeting.
- (c) This meeting shall receive and consider the report and statement prepared for the Members and the Senate by the Board pursuant to article 14.5 of this Constitution.
- (d) It shall not be competent for the Annual General Meeting to alter the Report or Statements mentioned in article 14.5 but it shall be competent for such meeting by resolution to comment on the same or to recommend that any alterations or amendments be made by the Board.
- (e) If the Board does not see fit to give effect to any such resolution a copy of the same shall be annexed to such Report or Statement when forwarded to the Registrar.

On 24 April 2020, the BOARD OF DIRECTORS submitted an amendment to the USU *Constitution*. The amendment to the *Constitution*, which, if carried by two-thirds majority at the Annual General Meeting pursuant to article 16.1(a)(i) of the *Constitution*, would change the above to the following:

14.5 Reporting obligations

- (a) Each year the Board shall prepare for the Members and for the Senate a report upon the USU and a statement of its accounts, duly audited, for the year ending on 31 December.
- (b) In the subsequent year, the Board shall:
 - (i) Forward the report and statement, together with any annexures thereto, to the Registrar prior to a General Meeting where the report and statement shall be considered; and
 - (ii) Present the report and statement, together with any annexures thereto, to the Annual General Meeting or a General Meeting for its consideration.

...

15.5 Special provisions for Annual General Meeting

- (a) A General Meeting of the USU, to be called the Annual General Meeting, shall be held no later than 31 May each year on a date as set by the Board.
- (b) All motions on Notice, including constitutional amendments, shall be received by the USU no less than four weeks prior to the Annual General Meeting.

15.6 *Special provisions for consideration of the Report and Statement*

- (a) The Annual General Meeting or a General Meeting shall receive and consider the report and statement prepared for the Members and the Senate by the Board pursuant to article 14.5 of this Constitution.
- (b) It shall not be competent for the Annual General Meeting or a General Meeting to alter the report or statement mentioned in article 14.5 of this Constitution but it shall be competent for such meeting, by resolution, to comment on the same or to recommend that any alterations or amendments be made by the Board.
- (c) If the Board does not see fit to give effect to any such resolution of the General Meeting, a copy of the same shall be annexed to such report or statement and forwarded to the Registrar.

The amendments retain the powers of the General Meeting, BOARD OF DIRECTORS and Registrar as they previously existed. However, it provides that the Annual Report and Statement of Accounts can be presented at either the Annual General Meeting or any General Meeting.

It is the intent of the BOARD OF DIRECTORS that:

- 1. In ordinary years, the Annual Report and Statement of Accounts should be presented and considered at the Annual General Meeting, which must be open to all members and held before 31 May of each year; and**
- 2. Where the exigencies of the situation do not allow for the Annual Report and Statement of Accounts to be presented at the Annual General Meeting, the Constitution should continue to provide for the BOARD OF DIRECTORS to present its Annual Report and Statement of Accounts to a General Meeting, thereby ensuring that we remain accountable to our members, held within a reasonable period after the Annual General Meeting; and**
- 3. Nothing in the Constitution should be construed to relieve the USU and BOARD OF DIRECTORS of the obligation to present its Annual Report and Statement of Accounts to its members.**

Pursuant to resolution B045/20 of the BOARD OF DIRECTORS, **the BOARD OF DIRECTORS endorse and recommend the passage of this amendment.**

AMENDMENT 1

Omit article 14.5 of the *Constitution* and substitute:

14.5 *Reporting obligations*

- (a) Each year the Board shall prepare for the Members and for the Senate a report upon the USU and a statement of its accounts, duly audited, for the year ending on 31 December.
- (b) In the subsequent year, the Board shall:
 - (i) Forward the report and statement, together with any annexures thereto, to the Registrar prior to a General Meeting where the report and statement shall be considered; and
 - (ii) Present the report and statement, together with any annexures thereto, to the Annual General Meeting or a General Meeting for its consideration.

AMENDMENT 2

Omit article 15.5(c)–(e) of the *Constitution* and substitute:

15.6 *Special provisions for consideration of the Report and Statement*

- (a) The Annual General Meeting or a General Meeting shall receive and consider the report and statement prepared for the Members and the Senate by the Board pursuant to article 14.5 of this Constitution.
- (b) It shall not be competent for the Annual General Meeting or a General Meeting to alter the report or statement mentioned in article 14.5 of this Constitution but it shall be competent for such meeting, by resolution, to comment on the same or to recommend that any alterations or amendments be made by the Board.
- (c) If the Board does not see fit to give effect to any such resolution of the General Meeting, a copy of the same shall be annexed to such report or statement and forwarded to the Registrar.