AGM AGENDA

Date: Wednesday 22 April 2026

Time: 4:00pm

Venue: Zoom and Guild J Block

Chair: Bree Glasbergen (President)

1.	**Commencement of Meeting**	
1.1	Welcome and Acknowledgement of Country	Chair
2.	**Apologies and Other Business**	
2.1	Attendance and Apologies	Chair
2.2	Conflicts of Interest	Chair
3.	**Previous Meeting Documents**	
3.1	Minutes of 2025 AGM held 8 April 2025 for approval	Chair
4.	**Reports**	
4.1	Annual Report	President
5.	**Discussion Items**	
5.1	Acceptance of Audited Financial Reports	President
5.2	Appointment of 2026 Independent Financial Auditors	President
5.3	Support for Changes to the University of the Sunshine Coast Student Guild Constitution	Operations Manager
5.4	Elections of: 5.4.1: Office Bearers: – President – Vice-President (Clubs & Societies) – Vice-President (Marketing & Events) – Treasurer – Secretary 5.4.2: Members of the Committee of Management (x 4)	Operations Manager
6.	**Meeting Close**	
6.1	Closure of AGM	Chair

UNISC STUDENT GUILD

AGM MINUTES

Date: Tuesday 8 April 2025
Time: 3:00pm – 3:40pm
Venue: Zoom and Guild J Block
Chair: President, Bree Glasbergen

1.	**Commencement of Meeting**	
1.1	Welcome and Acknowledgement of Country • The meeting commenced with an acknowledgement of country and introductions	Chair
2.	**Apologies and Other Business**	
2.1	Attendance and Apologies • Apologies were noted for Imogen Hambleton • Attendance was noted (see attached attendance sheet)	Chair
2.2	Conflicts of Interest • COI was noted from Thomas Wohlsen, who is both a student and staff member of the Student Guild. It was noted that Tom was attending as a student and not an employee and would be voting at the AGM.	Chair
3.	**Previous Meeting Documents**	
3.1	Minutes of 2024 AGM held 17th April 2024 for approval **Motion 1:** The Student Guild AGM 2025 attendees resolved that the minutes of the AGM, held on 17th April 2024 be confirmed. Moved: Kate De Courcey Seconded: Noah Champion Approval across the attendees **MOTION CARRIED**	Chair
4.	**Reports**	
4.1	President's Report The outgoing President gave a report which included the following: • Funding doubled from 2024 – 2025 • Increased presence at Moreton Bay Campus • Opening of the Morton Bay Student Lounge • Increase in Advocacy and Welfare service provisions across all campuses • Increased staffing (2 x new Advocacy staff, 4 x engagement staff) • Acknowledgement of service for outgoing Student Committee of Management	President

	Motion 2: To resolve that the reports displayed at the Student Guild Annual General Meeting on 8th April 2025, be confirmed as accurate and true. Moved: Candice Pearce Seconded: Kate De Courcey Approval across the attendees **MOTION CARRIED**	
5.	**Discussion Items**	
5.1	Support for Payment of Student CoM Members • The President discussed the still-pending constitution amendments that were motioned at the 2024 AGM. • The President proposed an additional amendment for student COM Members to receive some financial remuneration for their service. **Motion 3:** To include an amendment to the Student Guild Constitution for Committee of Management members to receive financial compensation for the duties that they perform, in line with sector benchmarking and market rates. Moved: Bree Glasbergen Seconded: Candice Pearce Against: 1 (online) For: all others **MOTION CARRIED**	President
5.2	Support for Student Guild Commercial Operations • The President explained that most other Student Guild's have some commercial operations, usually in the form of food eateries or an on-campus bar. • The President outlined the Student Guild's current reliance on University Funding and explained that it would be beneficial for the Student Guild to develop a plan for commercial operations on campus. **Motion 4:** To support the Student Guild's commitment to developing commercial operations, in the form of a bar or other eatery. Moved: Bree Glasbergen Seconded: Candice Pearce Approval across the attendees **MOTION CARRIED**	President
5.3	Acceptance of Financial Audit Report	President / Treasurer

	Motion 5: To accept the 2024 Financial Audit report, prepared by Queensland Audit Services. Moved: Bree Glasbergen Seconded: Noah Champion Approval across the attendees **MOTION CARRIED**	
5.4	Appointment of 2025 Independent Financial Auditors • The Operations Manager noted that we usually change auditors every 3 years, allowing for us to use Queensland Audit Services again in 2025. • The Operations Manager reported that the CoM and the Finance Officer were happy with the services provided. **Motion 6:** To appoint Queensland Audit Services as the Financial Auditors for 2025. Moved: Bree Glasbergen Seconded: Candice Reid (Pearce) Approval across the attendees **MOTION CARRIED**	Operations Manager
5.5	Committee of Management Nominations President: • Two nominations for President had been received more than 7 days in advance of the AGM – Bree Glasbergen and Bailey Wemyss. Both Candidates spoke briefly about their nomination before a vote was taken. Bree Glasbergen held the majority of votes. VP (Clubs): • Three nominations for Vice-President (Clubs) had been received more than 7 days in advance of the AGM – Bailey Wemyss, Noah Champion and Candice Reid (Pearce). Each candidate spoke briefly about their nomination before a vote was taken. Noah Champion held the majority of votes. VP (Events): • One nomination for VP (Events) was received more than 7 days before the AGM – Imogen Hambleton. Imogen Hambleton was therefore taken as elected. Secretary: • One nomination for Secretary was received more than 7 days before the AGM – Candice Reid (Pearce). Candice Reid (Pearce) was therefore taken as elected.	Operations Manager

	Treasurer: • One nomination for Treasurer was received more than 7 days before the AGM – Noah Champion. As Noah had successfully been elected as VP (Clubs and Society), he opted to withdraw his nomination for Treasurer. Nominations for the position were called for in the room and Nicholas Donnadien-Madden nominated for the position. No further nominations were received and Nicholas Donnadien-Madden was therefore taken as elected. General Board Members (4): • Four nominations for the four General Board Member positions were received more than 7 days before the AGM – Nick Benecke / Katie De Courcey / Bailey Wemyss / Jessica Whyman. Nick Benecke / Katie De Courcey / Bailey Wemyss / Jessica Whyman were therefore taken as elected. **Motion 7:** To accept the following as elected: President: Bree Glasbergen VP (Clubs): Noah Champion VP (Events): Imogen Hambleton Secretary: Candice Reid Treasurer: Nicholas Donnadien-Madden General Board Members (4): Nick Benecke / Katie De Courcey / Bailey Wemyss / Jessica Whyman Moved: Bree Glasbergen Seconded: Noah Champion Approval across the attendees **MOTION CARRIED**	
6.	**Meeting Close**	
6.1	Closure of AGM	Chair

UNISC STUDENT GUILD

AGM ATTENDANCE SHEET

Date: Tuesday 8 April 2025

Time: 3:00pm

Venue: Zoom and Guild J Block

Chair: President, Bree Glasbergen

1. Attendance		
#	Name	Student #
1	Bree Glasbergen	1034639
2	Noah Champion	1156279
3	Bailey Wemyss (zoom)	1140024
4	Katie De Courcey	1052543
5	Jessica Whyman (zoom)	1139635
6	Nick Benecke (zoom)	1193409
7	Candice Reid	1128537
8	Jade Rogers	1154261
9	Alice Pidd	1154516
10	Jarrad Laughlin Cameron	1177993
11	Romney Edwards Francis	1135506
12	Yashendu Joshi	1203171
13	Felicity Quinn	1152231
14	Melina Keane	1114485
15	Ashleigh Miller	1141308
16	Emma Morgan (zoom)	1140131
17	Thomas Wohlsen	1160619
18	Emma Della Costa (zoom)	1158047
19	Bailey Jenkins-Pearce (zoom)	1134966
20	Riarna Hellyer (zoom)	
21	Shelby Schumacher (zoom)	1149836
22	Thomas Carden (zoom)	1173575
23	Bisha Sapkota	1188442
24	Ranjan Bishwokarma	1189592

UNISC STUDENT GUILD

25	Dominic Eldridge	1165168
26	Luca Turrekens	1194930
27	Matyas Gulbas	1157876
28	Mikaela Hilber	1182295
29	Sofie Fischer	1189577
30	Liv Jussem	1190064
31	Lara Deichmann	1189586
32	Robin Rowland	1163834
33	Nicholas Donnadien-Madden	1154881

Signed _____

Date: 08.04.2025

Name: Bree Glasbergen

Position: President

Annual Financial Statements

The University of the Sunshine Coast Student Guild
ABN 99 377 891 320
For the year ended 31 December 2025

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Statement by Members of the Committee

The University of the Sunshine Coast Student Guild
For the year ended 31 December 2025

We, Brianna Glasbergen , and Nicholas Leslie Guy Donnadien-Madden, being members of the committee of The University of the Sunshine Coast Student Guild and on behalf of the Committee, certify that –

1. We have compiled the accompanying special purpose financial statements of The University of the Sunshine Coast Student Guild, which comprise the asset and liabilities statement as at 31 December 2025, income and expenditure statement , the statement of cash flows, a summary of significant accounting policies and other explanatory notes. The specific purpose for which the special purpose financial statements have been prepared is set out in Note 1.
2. The statements attached to this certificate give a true and fair view of the financial position and performance of The University of the Sunshine Coast Student Guild during and at the end of the financial year of the association ending on 31 December 2025.
3. At the date of this statement, there are reasonable grounds to believe that the association will be able to pay its debts as and when they fall due .
4. These financial statements have been prepared on a going concern basis which contemplates continuity of normal business activities and the realisation of assets and settlement of liabilities in the ordinary course of business. The ability of the association to continue to operate as a going concern is dependent upon the ability of the association to generate sufficient cashflows from operations to meet its liabilities. The members of the association believe that the going concern assumption is appropriate.

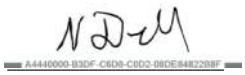
The committee of The University of the Sunshine Coast Student Guild are solely responsible for the information contained in the special purpose financial statements, the reliability, accuracy and completeness of the information and for the determination that the basis of accounting used is appropriate to meet their needs and for the purpose that financial statements were prepared.

Signed in accordance with a resolution of the Members of the Committee

Signed:

Brianna Glasbergen - President

Dated: 24/03/2026

Signed: 

Nicholas Leslie Guy Donnadien-Madden - Treasurer

Dated: 25/03/2026

Financial declaration for Responsible Person

The University of the Sunshine Coast Student Guild
For the year ended 31 December 2025

per section 60.15 of the Australian Charities and Not-for-profits Commission Regulations 2022

The Responsible People declare that in the Responsible People's opinion:

1. there are reasonable grounds to believe that the registered entity is able to pay all of its debts, as and when they become due and payable; and
2. the financial statements and notes satisfy the requirements of the *Australian Charities and Not-for-profits Commission Act 2012*.

Signed in accordance with subsection 60.15(2) of the *Australian Charities and Not-for-profit Commission Regulation 2022*.

Signed:

Brianna Glasbergen - President

Dated: 24/03/2026

Auditor's Independence Declaration
To the Members of The University of the Sunshine Coast Student Guild

In relation to our audit of the financial statements of The University of the Sunshine Coast Student Guild for the year ended 31 December 2025, to the best of my knowledge and belief, there have been:

a) no contraventions of the auditor independence requirements of the *Australian Charities and Not-for-profits Commission Act 2012*; and

b) no contraventions of any applicable code of professional conduct in relation to the audit.

Queensland Audit Services
A Member of CPA Australia

Kent Gripske CPA
Partner - Audit

Dalby Queensland

25 March 2026

Statement of Cash Flows

The University of the Sunshine Coast Student Guild
For the year ended 31 December 2025

	2025	2024
Operating Activities		
Receipts From Grants	1,017,113	538,116
Payments to Suppliers and Employees	(707,816)	(481,244)
Interest Received	887	160
Cash Receipts From Other Operating Activities	22,218	32,007
Cash Payments From Other Operating Activities	(208,987)	(102,447)
Net Cash Flows from Operating Activities	**123,415**	**(13,407)**
Investing Activities		
Other Cash Items From Investing Activities	(80)	40
Net Cash Flows from Investing Activities	**(80)**	**40**
Other Activities		
Other Activities	18,400	31,388
Net Cash Flows from Other Activities	**18,400**	**31,388**
Net Cash Flows	**141,735**	**18,022**
Cash and Cash Equivalents		
Cash and cash equivalents at beginning of period	212,097	194,075
Cash and cash equivalents at end of period	353,832	212,097
Net change in cash for period	**141,735**	**18,022**

The accompanying notes form part of these financial statements.

Income and Expenditure Statement

The University of the Sunshine Coast Student Guild
For the year ended 31 December 2025

	2025	2024
Revenue		
Events		
Events Income	11,255	10,599
Total Events	**11,255**	**10,599**
Grants Received		
Grants - Other	-	7,500
USC Grant Income	1,017,113	530,616
Total Grants Received	**1,017,113**	**538,116**
Other Income		
Interest Income		
Interest Income	887	160
Total Interest Income	**887**	**160**
Other Revenue		
Clubs refunded	2,126	-
Go Card Sales	6,283	18,711
J Block sales- stationery income	675	1,317
Locker Hire	280	890
Market Day Stalls	780	190
Miscellaneous Income & Refunds	819	301
Total Other Revenue	**10,963**	**21,409**
Total Other Income	**11,850**	**21,569**
Total Revenue	**1,040,218**	**570,284**
Expenditure		
Audit Fees	2,456	2,406
Bad Debts	-	40
Clubs & Governance		
Clubs & Societies	184	18,248
Clubs and Societies - Reimbursement	14,366	2,691
Committee of Management PD	250	1,122
Clubs and Societies - Grants	5,492	-
Collaborative SAP/Senate Events	3,137	-
Total Clubs & Governance	**23,429**	**22,061**
Depreciation	135	1,481
Employments Cost		
Accured leave entilements	4,045	9,618
Operations Managers Wages Subsidy	12,500	481
Superannuation Expense	69,443	45,132
Provision for Long Service Leave	10,168	7,726
Staff Professional Development	4,455	3,719

The accompanying notes form part of these financial statements.

	2025	2024
Travel Allowance- Car	12,093	6,364
Wages & Salaries Expenses	589,845	405,300
Work Cover Premiums	5,268	2,903
Total Employments Cost	**707,816**	**481,244**
Engagement - Sippy Downs		
Activities	7,161	3,635
Engagement- Sippy Downs	-	820
Event Expenses	-	5,611
Food- free dinner	-	3,031
Marketing & Merchandise	24,891	97
O Week Expenses	-	6,853
Student Notebook	10,065	-
Events	18,068	-
Total Engagement - Sippy Downs	**60,184**	**20,048**
Operating Expenses		
Bank / Merchant fees	126	605
Bikes	886	353
Cleaning	166	66
Computer Expenses	14,555	2,624
Equipment	2,287	11,498
Gas Expenses	-	29
General Repairs & Maintenance	118	-
Go Card Reimbursement	5,267	16,108
J Block cost of sales	17	667
Licencing,Subscription, Member	5,513	2,700
Meeting expenses	152	92
Printing	1,489	1,624
Retail Initiatives	1,132	25
Staff Amenities	1,128	657
Staff Recruitment	2,252	2,220
Staff Supervision	660	-
Stationery	332	83
Sundry expense	66	56
Total Operating Expenses	**36,147**	**39,406**
Satellite Campuses		
Events & Activities- OC	-	2,451
Welfare - Moreton Bay (69013)	4,422	2,489
Engagement - Caboolture	4,178	-
Welfare - Fraser Coast	3,981	-
Welfare - Caboolture	8,462	-
Equipment and Miscellanous	4,685	-
Engagement - Gympie	3,916	-
Engagement - Fraser Coast	7,124	-
Welfare - Gympie	4,043	-

The accompanying notes form part of these financial statements.

	2025	2024
Engagement - Moreton Bay	21,225	-
Total Satellite Campuses	**62,035**	**4,940**
Welfare Department		
CKF- Foodbank Sippy Downs	-	11,601
Community Kitchen Equipment	-	1,944
Welfare Inc Foodbank Sippy Downs	6,300	-
Sippy Downs Welfare - Foodbank, Supplies	11,884	-
Emergency Support Bursaries	6,552	-
Total Welfare Department	**24,736**	**13,545**
Total Expenditure	**916,938**	**585,171**
Net Current Year Surplus/(Loss)	**123,280**	**(14,887)**

The accompanying notes form part of these financial statements.

Movements in Equity

The University of the Sunshine Coast Student Guild
For the year ended 31 December 2025

	2025	2024
Members Funds		
Opening Balance	95,669	110,557
Increases		
Profit for the Period	123,280	-
Total Increases	**123,280**	**-**
Decreases		
Loss for the Period	-	14,887
Total Decreases	**-**	**14,887**
Total Members Funds	**218,950**	**95,669**

The accompanying notes form part of these financial statements.

Assets and Liabilities Statement

The University of the Sunshine Coast Student Guild
As at 31 December 2025

	NOTES	31 DEC 2025	31 DEC 2024
Assets			
Current Assets			
Cash and Cash Equivalents	3	353,940	212,167
Trade and Other Receivables	4	80	-
Total Current Assets		**354,020**	**212,167**
Non-Current Assets			
Plant and Equipment and Vehicles	5	-	135
Total Non-Current Assets		**-**	**135**
Total Assets		**354,020**	**212,302**
Liabilities			
Current Liabilities			
Bank Overdraft	3	108	70
Trade and Other Payables	6	11,629	8,304
GST Payable		23,022	27,763
Provisions	7	81,765	67,553
Employee Entitlements	8	18,545	12,942
Total Current Liabilities		**135,070**	**116,632**
Total Liabilities		**135,070**	**116,632**
Net Assets		**218,950**	**95,669**
Member's Funds			
Accumulated Surplus (Deficit)		218,950	95,669
Total Member's Funds		**218,950**	**95,669**

The accompanying notes form part of these financial statements.

Notes to the Financial Statements

The University of the Sunshine Coast Student Guild
For the year ended 31 December 2025

1. Basis of Preparation

Compliance with Prescribed Requirements

In the Committee's opinion, the Association is not a reporting entity because there are no users dependent on a general purpose financial report. The financial report is therefore a special purpose financial report that has been prepared in order to satisfy the financial reporting requirements of the Australian Charities and Not-for-profits Commission –Australian Charities and Not-for-profits Commission Act 2012.

These financial statements have been prepared in accordance with the disclosure requirements of AASB 101 Presentation of Financial Statements, ASB 108 Accounting Policies, Changes in Accounting Estimates and Errors and AASB 1054 Australian Additional Disclosures and the significant accounting policies as detailed below.

Principal Activities

The Association is a not-for-profit entity involved in the Student Guild.

The Association does not control other entities. The financial statements include the value of all income, expenses, assets, liabilities and equity for the Association as an individual entity.

Underlying Measurement Basis

The financial statements have been prepared on an accruals basis and are based on historic costs and do not take into account changing money values or, except where stated specifically, current valuations of non-current assets .

Other Presentation Matters

Currency
Amounts included in the financial statements are in Australian dollars.

Comparative Figures
Comparative information reflects the audited 2025 financial statements.

Current / Non-Current Classification

Assets and liabilities are classified as either 'current' or 'non-current' in the Statement of Financial Position and associated notes. Assets are classified as 'current' where their carrying amount is expected to be realised within 12 months after the reporting date.

Liabilities are classified as 'current' when they are due to be settled within 12 months after the reporting date, or the Association does not have an unconditional right to defer settlement to beyond 12 months after the reporting date. All other assets and liabilities are classified as non-current.

2. Summary of Significant Accounting Policies

The following significant accounting policies, which are consistent with the previous period unless stated otherwise, have been adopted in the preparation of these financial statements.

Income Tax

The The University of the Sunshine Coast Student Guild is exempt from income tax under *Division 50 of the Income Tax Assessment Act 1997* as it is meets the following conditions:

- is a not-for-profit organisation
- has the prescribed requirements of at least one of the following listed types of Tax Exempt Organisations:
    - Community Service Organisation
    - Cultural Organisation
    - Educational Organisation
    - Health Organisation
    - Employment Organisation
    - Resource Development Organisation
    - Scientific Organisation
    - Sporting Organisation
- is not a Charity
- has complied with all the substantive requirements in its governing rules
- and apply its income and assets solely for the purpose for which it is established.
- has a physical presence in Australia

Property, Plant and Equipment (PPE)

Leasehold improvements and office equipment are carried at cost less, where applicable, any accumulated depreciation.

The depreciable amount of all PPE is depreciated over the useful lives of the assets to the association commencing from the time the asset is held ready for use.

Leasehold improvements are amortised over the shorter of either the unexpired period of the lease or the estimated useful lives of the improvements.

Impairment of Assets

At the end of each reporting period, the committee reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have been impaired. If such an indication exists, an impairment test is carried out on the asset by comparing the recoverable amount of the asset, being the higher of the asset's fair value less costs to sell and value in use, to the asset's carrying amount. Any excess of the asset's carrying amount over its recoverable amount is recognised in the income and expenditure statement.

Employee Provisions

Provision is made for the association's liability for employee benefits arising from services rendered by employees to the end of the reporting period. Employee provisions have been measured at the amounts expected to be paid when the liability is settled.

Provisions

Provisions are recognised when the association has a legal or constructive obligation, as a result of past events, for which it is probable that an outflow of economic benefits will result and that outflow can be reliably measured. Provisions are measured at the best estimate of the amounts required to settle the obligation at the end of the reporting period.

Cash and Cash Equivalents

Cash and cash equivalents include cash on hand, deposits held on call with banks, other short-term highly liquid investments with original maturities of three months or less, and bank overdrafts.

Inventories

Inventories are carried at the lower of cost or net realisable value. Cost is based on the weighted average cost method and includes expenditure incurred in acquiring the inventories and bringing them to the existing condition and location.

Accounts Receivable and Other Debtors

Accounts receivable and other debtors include amounts due from members as well as amounts receivable from donors. Receivables expected to be collected within 12 months of the end of the reporting period are classified as current assets. All other receivables are classified as non-current assets.

Revenue and Other Income

Revenue is measured at the fair value of the consideration received or receivable after taking into account any trade discounts and volume rebates allowed. For this purpose, deferred consideration is not discounted to present values when recognising revenue.

Interest revenue is recognised using the effective interest method, which for floating rate financial assets is the rate inherent in the instrument. Dividend revenue is recognised when the right to receive a dividend has been established.

Grant and donation income is recognised when the entity obtains control over the funds, which is generally at the time of receipt.

If conditions are attached to the grant that must be satisfied before the association is eligible to receive the contribution, recognition of the grant as revenue will be deferred until those conditions are satisfied.

All revenue is stated net of the amount of goods and services tax.

Leases

Leases of PPE, where substantially all the risks and benefits incidental to the ownership of the asset (but not the legal ownership) are transferred to the association, are classified as finance leases.

Finance leases are capitalised by recording an asset and a liability at the lower of the amounts equal to the fair value of the leased property or the present value of the minimum lease payments, including any guaranteed residual values. Lease payments are allocated between the reduction of the lease liability and the lease interest expense for that period.

Leased assets are depreciated on a straight-line basis over the shorter of their estimated useful lives or the lease term. Lease payments for operating leases, where substantially all the risks and benefits remain with the lessor, are charged as expenses in the periods in which they are incurred.

Goods and Services Tax (GST)

Revenues, expenses and assets are recognised net of the amount of GST, except where the amount of GST incurred is not recoverable from the Australian Taxation Office (ATO). Receivables and payables are stated inclusive of the amount of GST receivable or payable. The net amount of GST recoverable from, or payable to, the ATO is included with other receivables or payables in the assets and liabilities statement.

Financial Assets

Investments in financial assets are initially recognised at cost, which includes transaction costs, and are subsequently measured at fair value, which is equivalent to their market bid price at the end of the reporting period. Movements in fair value are recognised through an equity reserve.

Accounts Payable and Other Payables

Accounts payable and other payables represent the liability outstanding at the end of the reporting period for goods and services received by the association during the reporting period that remain unpaid. The balance is recognised as a current liability with the amounts normally paid within 30 days of recognition of the liability.

	2025	2024
3. Cash and Cash Equivalents		
Bank Accounts		
Admin Card 160737	109,482	20,906
Heritage Bank SC21	1	1
Heritage Bank SC26	18	18
Reserve Acc 12-2028	101,165	278
Satellite Campuses 12-2036	60,158	70
Working - Cheque A/c 12-2001	82,769	190,378
Total Bank Accounts	**353,592**	**211,651**
Cash Floats		
Petty Cash/Cash On Hand	248	366
Till Float	100	150
Undeposited Funds Account	(108)	(70)
Total Cash Floats	**240**	**446**
Total Cash and Cash Equivalents	**353,832**	**212,097**

	2025	2024
4. Trade and Other Receivables		
Trade Receivables		
Trade Debtors	80	-
Total Trade Receivables	**80**	**-**
Total Trade and Other Receivables	**80**	**-**

	2025	2024
5. Plant and Equipment, Motor Vehicles		
Plant and Equipment		
Plant and Equipment at Cost	7,834	7,834

These notes should be read in conjunction with the financial declaration for responsible people.

Accumulated Depreciation of Plant and Equipment	(7,834)	(7,699)
Total Plant and Equipment	**-**	**135**
Total Plant and Equipment, Motor Vehicles	**-**	**135**

6. Trade and Other Payables

	2025	2024
Other Payables		
Locker Deposits- Refundable	780	620
PAYG Withholding Payable	10,849	7,684
Total Other Payables	**11,629**	**8,304**
Total Trade and Other Payables	**11,629**	**8,304**

7. Provisions

	2025	2024
Annual Leave Provision	38,648	34,603
Provision for Long Service Leave	43,118	32,950
Total Provisions	**81,765**	**67,553**

8. Employee Entitlements

	2025	2024
Superannuation Payable	18,545	12,942
Total Employee Entitlements	**18,545**	**12,942**

9. Movement in Carrying Values of Depreciating assets

Following is a summary of the Depreciating Assets of the organisation.

Depreciating Assets of a low value and limited life are depreciated at 100% in the year of their purchase.

Where Depreciating Assets have a long useful life or a value that the committee determines to be high shall be depreciated over their useful life.

The committee will determine on a year to year basis the effective depreciation rate to apply to these classes of assets.

Movement in Carrying Values of Depreciating Assets

The University of the Sunshine Coast Student Guild
For the year ended 31 December 2025

COST ACCOUNT	COST	OPENING VALUE	PURCHASES	DISPOSALS	DEPRECIATION	CLOSING VALUE
Office Equipment At Cost	7,834	135	-	-	135	-
Total	**7,834**	**135**	**-**	**-**	**135**	**-**

INDEPENDENT AUDITOR'S REPORT

To the members of The University of the Sunshine Coast Student Guild

Report on the Audit of the Financial Report

Opinion

We have audited the financial report of The University of the Sunshine Coast Student Guild (the registered entity), which comprises the assets and liabilities statement as at 31 December 2025, the income and expenditure statement for the year then ended, and notes to the financial statements including a summary of material accounting policies, statement by members of the committee and the financial declaration for responsible person.

In our opinion the accompanying financial report of The University of the Sunshine Coast Student Guild is in accordance with Division 60 of the *Australian Charities and Not-for-profits Commission Act 2012*, including:

(i) giving a true and fair view of the registered entity's financial position as at 31 December 2025 and of its financial performance for the year then ended; and

(ii) complying with the Australian Accounting Standards to the extent described in Notes 1 & 2, and Division 60 of the *Australian Charities and Not-for-profits Commission Regulations 2022*.

Basis for Opinion

We conducted our audit in accordance with Australian Auditing Standards. Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Report* section of our report.

We are independent of the registered entity in accordance with the *Australian Charities and Not-for-profits Commission Act 2012* and the ethical requirements of the Accounting Professional and Ethical Standards Board's APES 110 *Code of Ethics for Professional Accountants (including Independence Standards)* (the Code) that are relevant to our audit of the financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Emphasis of Matter – Basis of Accounting

Without modifying our opinion, we draw attention to Notes 1 & 2 to the financial report, which describes the basis of accounting. The financial report has been prepared to assist the registered entity to meet the requirements of the *Australian Charities and Not-for-profits Commission Act 2012* and the members. As a result, the financial report may not be suitable for another purpose.

Responsibilities of the Committee for the Financial Report

The Committee of the registered entity are responsible for preparation of the financial report that gives a true and fair view and have determined that the basis of preparation described in Notes 1 & 2 to the financial report is appropriate to meet the requirements of the *Australian Charities and Not-for-profits Commission Act 2012* and the needs of the members. The Committees' responsibility also includes establishing and monitoring such internal control as the Committee determine is necessary to enable the preparation of a financial report that gives a true and fair view and is free from material misstatement, whether due to fraud or error.

In preparing the financial report, the Committee is responsible for assessing the registered entity's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Committee either intend to liquidate the registered entity or to cease operations, or have no realistic alternative but to do so.

The Committee is responsible for overseeing the registered entity's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Report

Our objectives are to obtain reasonable assurance about whether the financial report as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the Australian Auditing Standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of this financial report.

As part of our audit in accordance with Australian Auditing Standards, we exercise professional judgement and maintain professional scepticism throughout the audit.

We also:

- Identify and assess the risks of material misstatement of the financial report, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusions, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the registered entity's internal control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the responsible people.

- Conclude on the appropriateness of the Committee's use of going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the registered entity's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial report or, if such disclosures are inadequate, modify our audit opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the registered entity to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial report, including the disclosures, and whether the financial report represents the underlying transactions and events in a manner that achieves fair presentation.

We communicate with the Committee regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Queensland Audit Services
A Member of CPA Australia

Kent Gripske CPA
Partner – Audit

Dalby Queensland

25 March 2026

Topic:	**Appointment of 2026 Independent Financial Auditors**
Author:	Shay Johnston, Student Partnerships Officer - Governance

Purpose

This paper seeks the appointment of an independent financial auditor for the UniSC Student Guild for the 2026 financial year, in accordance with the Guild's constitutional requirements.

Background

An independent financial auditor plays a critical role in the governance of a not-for-profit organisation. The auditor provides an independent assessment of the Guild's financial statements, ensuring that accounts are a true and fair representation of the organisation's financial position and that funds are managed appropriately. This process supports transparency, accountability, and confidence in the Guild's operations.

Under the Guild's constitution, the appointment of the independent financial auditor is made by the vote of our members at the Annual General Meeting. The auditor must be independent of the Guild's Board and management and hold appropriate professional qualifications.

Shortlisted Providers

The Guild sought quotes from three providers, all of whom have demonstrated relevant experience working with not-for-profit organisations. No preference is expressed by the Board between the three options.

Provider	Website	Fee (excl. GST)
Allen Audit & Advisory	www.allenaudit.com.au	$2,500
Auditors Australia	www.auditorsaustralia.com.au	$3,000
Boutique Audit Solutions	www.boutiqueauditsolutions.com.au	$3,000

All three providers have relevant experience in the not-for-profit sector; no preference is expressed between them. Where there is no clear member preference, selection based on lowest cost may be appropriate.

Recommendation

Members are invited to consider the quotes presented and, by resolution, appoint one of the above providers as the UniSC Student Guild's Independent Financial Auditor for the 2026 financial year.

Motion

That the members of the UniSC Student Guild hereby appoint [AUDITOR NAME] as the Independent Financial Auditor of the UniSC Student Guild for the 2026 financial year.

Constitutional Changes: University of the Sunshine Coast Student Guild

Background

The current Constitution of the UniSC Student Guild was approved by its members and the University Council in 2016 and has not been substantively updated since.

Following a review of student representation and governance by CPR Group, recommendations were accepted by both the Guild and the University; several require constitutional change to implement. The proposed Constitution (appended) was drafted by CPR Group in consultation with the University, Guild staff and the Guild's Committee of Management, with feedback sought from the Student Senate. It reflects contemporary governance standards, the requirements of the University of the Sunshine Coast Act 1998 (QLD), the Guild's obligations under the Australian Charities and Not-for-profits Commission Act 2012 (Cth), and the requirements of the Higher Education Support Act 2003 (Cth) (HESA) and the Student Services and Amenities Representation and Advocacy Guidelines (SSARA) reforms.

Summary of Changes

Modernisation and Simplification

The proposed Constitution modernises and simplifies the existing document in several respects:

- key definitions have been aligned with University usage — most notably, the definition of "Student" now closely mirrors that used by the University;
- the objects and powers have been streamlined to align with contemporary governance standards;
- recognition of the Guild's status as a registered charity under the ACNC Act, with Board Members' duties articulated in line with ACNC Governance Standard 5;
- allowance for honoraria payments to members of the Board, aligning with existing University governance policies and the resolution of support passed at the Guild's 2025 AGM; and
- Allowance for modernised processes, including provision for flying resolutions to be passed by majority (rather than unanimous agreement), and broader inclusion of electronic communication.

Creation of a Student Representative Council

A Student Representative Council (SRC) is constitutionally enshrined as a committee of the Board. The SRC provides a democratic forum for Student voice, advocacy and engagement, and performs functions including representing Student interests, providing advice to the Board on Student issues, and facilitating equitable participation across campuses and study modes. The SRC Chair serves as an ex-officio Board Member of the Guild.

The Student Senate, as a parallel body operating outside the Guild's constitutional framework, is proposed to be retired upon commencement of the new Constitution. This change directly addresses the independence requirements of the HESA and SSARA reforms. For continuity of governance, the Guild intends for the initial design of the SRC to mirror the function and terms of reference of the existing Student Senate.

Composition of the Board

The existing Guild Committee of Management comprises 9 Members, all of whom are active students, including five Office Bearer positions (President, Vice-President – Clubs and Societies, Vice-President – Marketing and Events, Treasurer and Secretary). This is proposed to be replaced with a Board comprising:

- Up to five Student board members, including a President and Vice-President who will be selected by a vote the Board following each election;
- The Chair of the Student Representative Council as an ex-officio member;
- Up to three external board members, if external skills or expertise are determined to be required;

Student Board Members must always constitute a majority of the Board in both composition and quorum.

Election of Board and SRC Members

Currently, the Guild Committee of Management is appointed via a vote of members at its Annual General Meeting, whilst the Student Senate is elected via a (voluntary) vote of the student body.

Under the proposed constitution, Student Board Members and SRC Members are to be directly elected by the full student membership by voluntary secret ballot (which may be conducted electronically), replacing the previous models. Annual elections must be completed before 31 October each year and must be timed to maximise student participation.

Whilst elections are held annually, Student Board members will nominate for a 2-year term, rotating retirements to enable continuity and stability of management. SRC Members will nominate for a 1-year term.

An independent Returning Officer is appointed by the Board to conduct elections, and an independent Electoral Tribunal is established with authority to hear and determine appeals and complaints relating to electoral conduct and outcomes.

Transition Arrangements

The proposed Constitution includes transition provisions to manage the shift from the current governance structure, allowing 12 months for the Guild to fully implement the constitutional changes, during this time the Board must ensure that there are interim arrangements for Student representation until the full SRC can be established; this is expected to be through formalised engagement with the existing Student Senate until it is retired and re-established as the SRC at its next election.

Conclusion

The proposed Constitution represents a significant and necessary modernisation of the Guild's governing document. It strengthens governance maturity, embeds independent student representation in a manner consistent with HESA and SSARA requirements, and positions the Guild to operate effectively as both a student-led organisation and a registered charity.

Pursuant to the Guild's existing constitution, changes to the constitution must be approved by both the ordinary members of the Guild, and the University Council before they can take effect. The Guild will present the proposed Constitution to the University Council on 20 April 2026 and to its members at the Annual General Meeting on 22 April 2026.

UniSC STUDENT GUILD

CONSTITUTION

DRAFT FOR STUDENT REVIEW | MARCH 2026

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Date of approval by University Council	<<DATE>>
Scheduled for review	<<DATE>>

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1. Introductory provisions

1.1. Definitions

1.1.1. In this Constitution:

a. **ACNC Act** means the *Australian Charities and Not-for-profits Commission Act 2012 (Cth)*;

b. **annual elections** mean the annual elections of Student Board Members and SRC Members, which may be conducted together or separately, as provided for in this Constitution and the Regulations;

c. **Board Member** means any elected or appointed Board Member;

d. **body corporate** means a legal entity that is legally separate from its members;

e. **casual vacancy**, on the Board, means a vacancy that happens when a Board Member resigns or otherwise stops holding office, or a vacancy that occurs if no candidate is elected or appointed to any vacant Board position;

f. **Committee** means any Board Committee or SRC Committee;

g. **Committee Member** means any member of a Board Committee or SRC Committee;

h. **day / days** means calendar days. For the purposes of calculating any notice or time period under this Constitution, the day on which any notice is given and the day on which the relevant meeting or event is to occur are both included, even if they fall on a weekend or public holiday;

i. **employee** means a person engaged by the Student Guild under a contract of employment on a permanent or fixed-term basis, but does not include casual employees or contractors;

j. **External Board Member** means a Board Member who:

i is not a Student as defined in this Constitution; and

ii may be a University employee, University alumnus, local business, community or education representative or other person; and

iii possesses skills, experience or expertise determined by the Board from time to time to be required for the effective governance of the Student Guild;

k. **member** means a Student who has not opted out of membership of the Student Guild in accordance with clause 3.1.3;

l. **officer** means a Board Member, SRC Member, Committee Member, Principal Executive Officer or employee of the Student Guild;

m. **Principal Executive Officer** means the most senior employee of the Student Guild, appointed by the Board in accordance with clause 10.1;

n. **quorum** means the minimum number and composition of Board Members who must be present in order to constitute a valid Board meeting, or the minimum number of members who must be present in order to constitute a valid general meeting;

o. **Regulations** means the Regulations of the Student Guild, as made or altered from time to time in accordance with this Constitution;

p. **Returning Officer** means the independent person appointed by the Board to conduct annual elections in accordance with this Constitution and the Regulations;

q. **signed** means agreed in writing;

r. **special resolution** means a resolution carried by the vote of at least 75% of Board Members who are present and voting at a Board meeting;

s. **SRC** means Student Representative Council;

t. **SRC Member** means a member who is elected or appointed to a Student role with the SRC in accordance with this Constitution and the Regulations;

u. **Student** means a person enrolled in a formal program of learning with the University, as defined by the University, and who has not ceased to be so enrolled for a continuous period of six months or more;

v. **Student Board Member** means:

   i an elected Student Board Member who is elected to the Board in accordance with this Constitution and the Regulations; and

   ii the SRC Chair, while holding office as SRC Chair;

w. **Student Guild** means The University of the Sunshine Coast Student Guild;

x. **surplus assets** means the assets and property after payment of the debts and liabilities remaining on a winding-up of the Student Guild and the costs, charges and expenses of the winding-up;

y. **University** means University of the Sunshine Coast;

z. **University Act** means the *University of the Sunshine Coast Act 1998*;

aa. **written / in writing** means, unless the contrary intention appears, all forms of visible words, including printed, hard copy or electronic formats.

1.1.2. Words importing the singular include the plural where context requires or permits.

1.2. Name

1.2.1. The name of the Student Guild is The University of the Sunshine Coast Student Guild.

1.3. Body corporate and charity

1.3.1. The Student Guild is established as a body corporate with perpetual succession in accordance with Section 34 of the University Act.

1.3.2. The Student Guild is a registered charity in accordance with the ACNC Act.

1.4. University Act and ACNC Act

1.4.1. In this Constitution, unless the context requires otherwise, a word or expression has, in a provision of this Constitution that deals with a matter dealt with by a particular provision of the University Act or the ACNC Act, the same meaning as in that provision of the respective Act.

1.4.2. Where there is any inconsistency between a clause in this Constitution and the University Act or the ACNC Act, the respective Act prevails to the extent of the inconsistency.

1.5. Interpretation

1.5.1. The Board has authority to interpret the meaning of this Constitution and any matter relating to the Student Guild on which the Constitution is silent, provided that any such interpretation:

a. shall to the extent applicable, be based on the *Acts Interpretation Act 1954*; and

b. must have regard to the University Act and the ACNC Act.

1.5.2. Reference to an Act includes every amendment, re-enactment, or replacement of that Act and any subordinate legislation made under that Act.

1.6. Acts not affected by defects or disqualifications

1.6.1. An act performed by the Board, a Committee or a person acting under the direction of the Board or a Committee is taken to have been validly performed.

1.6.2. Clause 1.6.1 applies even if the act was performed when:

a. the appointment of a Board Member, SRC Member, Committee Member or authorised person was flawed or procedurally irregular, and the act was carried out in good faith without knowledge of the defect at the time;

b. there was an irregularity in the convening or conduct of any Board meeting, SRC meeting or Committee meeting that was not discovered until after the conclusion of that meeting; or

c. a Board Member, SRC Member, Committee Member or person acting under the direction of the Board was disqualified from acting in that capacity.

1.7. Not-for-profit

1.7.1. The income and property of the Student Guild must be applied solely towards the promotion of the objects of the Student Guild as set out in this Constitution and no portion thereof is to be paid or transferred directly or indirectly by way of dividend, bonus or otherwise by way of profit to any officer or member.

1.7.2. Notwithstanding clause 1.7.1, nothing in this Constitution prevents the payment in good faith of:

a. remuneration of any person in return for services actually rendered to the Student Guild;

b. payment of an officer in carrying out the Student Guild's charitable purpose;

c. repayment for out-of-pocket expenses incurred on behalf of the Student Guild;

d. payment for sale or hire of goods or payment of rent for premises let to the Student Guild; or

e. interest to any person in respect of money advanced by that person to the Student Guild or otherwise owing by the Student Guild to the person, provided that the rate of interest is not more than the current rate being charged for overdrawn accounts on money lent by:

i the financial institution of the Student Guild; or

ii if there is more than one financial institution of the Student Guild, the financial institution nominated by the Board.

2. Objects and powers

2.1. Objects

2.1.1. The objects of the Student Guild, in delivering its charitable purposes of advancing social or public welfare and advancing education, are to:

a. advance and promote the interests, welfare, safety and wellbeing of Students, including their social, cultural, educational and economic interests, and support equitable access to opportunities for Students;

b. support and enhance the Student experience and education of Students, including by promoting participation in University life in a safe and inclusive environment;

c. represent the collective voice of Students and advocate for Student interests within the University and to external stakeholders on matters affecting Students, including by seeking and maintaining appropriate Student representation in the decision-making and governance processes of the University;

d. act as a means of communication between Students and the University and foster constructive, respectful and transparent relationships within the University community;

e. provide, establish, operate and manage services, activities, amenities and facilities of a non-academic nature for the benefit of Students, including cultural, sporting, welfare, recreational, social and commercial facilities and services;

f. support and encourage Student participation in clubs, societies, cultural, sporting, recreational, social and extracurricular activities;

g. provide opportunities for the dissemination, discussion and debate of matters of interest to Students;

h. operate independently and on a non-partisan and non-sectarian basis; and

i. do all things incidental or conducive to the attainment of these objects.

2.2. Powers

2.2.1. Solely for furthering the objects under clause 2.1 and in accordance with Sections 36 and 37 of the University Act, the Student Guild has all the powers of an individual including, without limitation, the power to acquire, hold, dispose of and deal with property.

3. Membership

3.1. Members

3.1.1. A person is only eligible to be a member of the Student Guild if they are a Student.

3.1.2. Subject to clause 3.1.3, a person who enrols as a Student is taken to have agreed to become a member of the Student Guild upon enrolment.

3.1.3. A Student may opt out of membership of the Student Guild by giving notice in writing in the manner determined by the Student Guild.

3.1.4. A Student who opts out under clause 3.1.3 is taken not to be a member of the Student Guild from the date the opt-out takes effect and is not eligible to nominate for, be elected to, or hold office as a Board Member, SRC Member or member of any Committee of the Student Guild.

3.2. Membership fee

3.2.1. No membership fee is payable to the Student Guild.

4. The Board

4.1. Board composition

4.1.1. The Board comprises no less than five and no more than nine Board Members, including:

a. up to five elected Student Board Members;

b. the SRC Chair, who is also a Student; and

c. up to three External Board Members.

4.1.2. The Board must always have more Student Board Members than External Board Members.

4.1.3. Except for the SRC Chair, no member may serve both on the Board and in any other elected Student Guild role at the same time. For the avoidance of doubt, holding office in a Student Guild affiliated club or society does not constitute an elected Student Guild role for the purpose of this clause.

4.1.4. A person may be a Board Member only if the person:

a. is at least 18 years of age;

b. is not disqualified from managing the affairs of a body corporate; and

c. is not an employee of the Student Guild.

4.2. President and Vice President

4.2.1. The Board appoints a President and Vice President from among the Board Members, in accordance with the Regulations.

4.2.2. A Board Member may be reappointed as President or Vice President while they remain a Board Member, provided that no Board Member may serve more than 24 consecutive months as President.

4.3. Board Secretary

4.3.1. The Board must ensure that a Board Secretary is appointed. The Principal Executive Officer acts as the Board Secretary unless the Board determines otherwise.

4.4. Functions and powers of Board

4.4.1. The Board is responsible for the governance of the Student Guild, including oversight of decision-making processes relating to the administration, management and use of the Student Guild's affairs, property and funds.

4.4.2. The Board must take all reasonable steps to ensure that the Student Guild complies with its obligations under the University Act, the ACNC Act and this Constitution.

4.4.3. The Board may exercise all the powers of the Student Guild in accordance with this Constitution, the Regulations, the University Act and the ACNC Act.

4.5. Duties of Board Members

4.5.1. Board Members must comply with all legal duties and the obligations set out in ACNC Governance Standard 5, including their duties:

a. to act with reasonable care and diligence;

b. to act honestly, fairly and in good faith in the best interests of the Student Guild and in furtherance of its charitable purpose;

c. not to misuse their position or any information obtained in their role as a Board Member;

d. to disclose and appropriately manage conflicts of interest;

e. to ensure the Student Guild's financial affairs are managed responsibly; and

f. not to allow the Student Guild to operate while insolvent.

4.5.2. Board Members must participate in induction and ongoing governance training, including annual governance training, in accordance with the Regulations.

4.6. Terms of office for Board Members

4.6.1. Elected Student Board Members take office from the date specified in the Regulations and hold office for a term of two years.

4.6.2. Subject to the Regulations, elected Student Board Members retire on a rotational basis with, as nearly as practicable, half of the elected Student Board Members vacating office each year.

4.6.3. An elected Student Board Member must not serve more than three consecutive full two-year terms.

4.6.4. Despite clause 4.6.3, the Board may, by special resolution, approve an elected Student Board Member to continue to hold office for one additional term of up to two years in exceptional circumstances, if the Board determines that doing so is in the best interests of the Student Guild and records the reasons for that decision.

4.6.5. The SRC Chair takes office from the date specified in the Regulations and holds office on the Board for the duration of their term as SRC Chair, but must not serve as a Board Member in that capacity for more than six consecutive full one-year terms.

4.6.6. External Board Members take office from the date of their appointment, or another date determined by the Board, and hold office for an initial term of one year.

4.6.7. The Board may, by resolution, extend the appointment of an External Board Member for further periods of one year at a time, having regard to the skills and experience required for the effective governance of the Student Guild.

4.6.8. The Board may grant a leave of absence to a Board Member on request, on the terms and for the period determined by the Board.

4.6.9. If it is not reasonably practicable for a Board Member to request a leave of absence in advance, the Board may approve a leave of absence retrospectively at its next meeting.

4.7. Material personal interests

4.7.1. A Board Member must disclose any material personal interest in a matter relating to the affairs of the Student Guild:

a. at the first Board meeting after their appointment; and

b. at the first Board meeting after becoming aware of a new material personal interest arising during their term.

4.7.2. The disclosure must include:

a. the nature and extent of the interest; and

b. how the interest relates to the affairs of the Student Guild.

4.7.3. A Board Member who has disclosed a material personal interest in a matter must not:

a. be present while the matter is discussed or considered by the Board;

b. participate in discussions, deliberations, or decisions relating to the matter;

c. vote on the matter, and if they do vote, the vote must not be counted; or

d. take part in any written resolution concerning the matter.

4.7.4. The Board must maintain a register of declared interests that records all disclosures made under this clause.

4.8. Vacation of office of a Board Member

4.8.1. A Board Member's position on the Board automatically becomes vacant if the Board Member:

a. resigns from the Board by giving written notice of resignation to the President. Such resignation takes effect at:

i the time the notice is received by the President; or

ii if a later time is stated in the notice, the later time.

b. dies;

c. in the case of a Student Board Member, ceases to be a Student;

d. is disqualified from managing the affairs of a body corporate;

e. is convicted of an indictable offence or is made bankrupt; or

f. is subject to a guardianship, administration or mental health order under applicable legislation.

4.8.2. A Board Member's position may be declared vacant by resolution of the Board if the Board Member:

a. is removed from office at a Board meeting in accordance with clause 4.9;

b. is absent from two Board meetings in any 12-month period without approval of the Board; or

c. fails or refuses to comply with any screening, background or integrity checks required by law or by the Student Guild from time to time.

4.9. Suspension or removal of Board Member by the Board

4.9.1. A Board Member may be either suspended or removed from office by a resolution of the Board, provided that:

a. at least 14 days' prior notice is given in writing of the intention of the Board to move a motion to suspend or remove the Board Member; and

b. the Board Member has been given a full and fair opportunity to show cause why they should not be suspended or removed.

4.9.2. The grounds for suspension or removal of a Board Member under clause 4.9.1 include, where the Board reasonably believes that the Board Member has:

a. contravened or failed to comply with any of the provisions of this Constitution, the Regulations or any lawful direction of the Board;

b. wilfully performed an act that might endanger the safety or health of a person, or damage or destroy any property of the Student Guild;

c. wilfully performed an act that might disrupt any Student Guild activity or be detrimental to the Student Guild;

d. repeatedly failed to perform, or demonstrated unsatisfactory performance in, their duties and designated responsibilities of a Board Member;

e. failed to comply with their duties set out at clause 4.5.

4.9.3. A Board Member must be given written notice of a decision to suspend or remove them from office.

4.10. Appeal against suspension or removal by the Board

4.10.1. A Board Member who has been suspended or removed under clause 4.9 may appeal the decision by submitting a written notice of appeal to the Board Secretary no later than 10 days after receiving the notice of suspension or removal.

4.10.2. No later than seven days after the Board Secretary receives a notice of intention to appeal, the Board must appoint an appeals panel comprising three people, other than Board Members.

4.10.3. The appeals panel must hold the appeal meeting no later than 28 days after the Board Secretary receives the notice of intention to appeal.

4.10.4. At the appeal meeting, the appellant must be given a full and fair opportunity to show why they should not be suspended or removed from office and the Board must be given a full and fair opportunity to show why the appellant should be suspended or removed.

4.10.5. An appeal must be decided by a majority vote of the appeals panel.

4.10.6. Where a decision of the Board to suspend or remove a Board Member is set aside by the appeals panel, the appellant is reinstated to the Board.

4.10.7. If the appeals panel sets aside a decision of the Board on procedural grounds, the Board may recommence the suspension or removal process in accordance with clause 4.9, provided that any procedural defect identified by the appeals panel is remedied.

4.11. Removal of Board Member by members

4.11.1. Subject to clauses 4.11.2 and 4.11.3, a Board Member may be removed from office by a resolution at a general meeting if a majority of the members present and voting at the meeting vote in favour of removing the Board Member.

4.11.2. A resolution mentioned in clause 4.11.1 may not be carried at an annual general meeting.

4.11.3. Before a vote is taken about removing a Board Member from office at a general meeting:

a. the Board Member, any other Board Members and members must be given a full and fair opportunity to show why the Board Member should not be removed from office; and

b. other Board Members and members must be given a full and fair opportunity to show why the Board Member should be removed from office.

4.11.4. A Board Member has no right of appeal against their removal from office under this clause.

4.12. Vacancies on Board

4.12.1. If a casual vacancy occurs in a Student Board Member or External Board Member position, the continuing Board Members may fill the casual vacancy as soon as practicable by appointment.

4.12.2. If a casual vacancy occurs in the position of SRC Chair, the SRC may fill the casual vacancy in accordance with the Regulations.

4.12.3. A Board Member filling a casual vacancy under this clause remains in office for the remainder of the term for the position.

4.12.4. The continuing Board Members may act despite one or more casual vacancies on the Board. However, if at any time the number of Board Members is less than five or if Student Board Members do not constitute a majority of the Board, the continuing Board Members may act only, and subject to clause 4.12.1 to:

a. increase the number of Student Board Members to achieve a majority of the Board, by election or appointment permitted under clause 4.12.1;

b. make decisions necessary to ensure the Student Guild meets its legal obligations or avoids significant operational or financial harm;

c. address urgent matters affecting the continuity or governance of the Student Guild; or

d. call a by-election.

5. Student Representative Council

5.1. Establishment and purpose

5.1.1. In accordance with clause 7.2, the SRC is established as a Committee of the Board.

5.1.2. The purpose of the SRC is to provide a democratic forum for Student voice, advocacy and engagement and to represent the interests of Students.

5.1.3. The SRC supports the objects of the Student Guild by facilitating Student participation in representation, advocacy, consultation and community life.

5.2. Functions of SRC

5.2.1. The functions of the SRC include, without limitation:

a. advocating for and representing the interests of Students on matters affecting their welfare, experience and rights;

b. providing advice, recommendations and feedback to the Board on Student issues, priorities and emerging concerns;

c. facilitating engagement between Students and the Student Guild;

d. supporting equitable, inclusive and representative Student participation across campuses and study modes;

e. contributing to the development of Student-led initiatives, campaigns and activities consistent with the objects of the Student Guild; and

f. performing any other functions delegated to it by the Board.

5.3. Delegation and governance

5.3.1. Subject to clause 7.1, the Board delegates decision-making authority to the SRC, subject to any conditions, limitations or reporting requirements determined by the Board.

5.3.2. The SRC must exercise its functions in a manner consistent with:

a. this Constitution;

b. the Regulations;

c. any delegation, direction or policy of the Board; and

d. the approved budget for the SRC.

5.3.3. The SRC may manage its internal affairs, subject to oversight by the Board and compliance with this Constitution and the Regulations.

5.4. Matters reserved to the Board

5.4.1. Despite any delegation, the SRC must not make decisions that:

a. incur expenditure beyond its approved budget;

b. approve any expenditure that would result in a direct financial benefit to an SRC Member or a related party of an SRC Member, except in accordance with the Student Guild's conflict of interest provisions and policies;

c. initiate, defend or settle legal or similar proceedings;

d. create a material financial or legal risk for the Student Guild;

e. grant, vary or permit any security or encumbrance over Student Guild assets; or

f. materially alter governance, financial or risk management frameworks of the Student Guild.

5.5. Regulations and terms of reference

5.5.1. The Board must make and keep updated Regulations relating to the SRC.

5.5.2. Without limiting clause 5.5.1, the Regulations and/or Board-approved terms of reference may provide for:

a. the composition and election of SRC members;

b. representation of Student cohorts, campuses and study modes;

c. meeting procedures and decision-making processes;

d. reporting and accountability to the Board; and

e. support, training and administrative arrangements.

5.6. Oversight and accountability

5.6.1. The SRC must report to the Board in the manner and at the times determined by the Board.

5.6.2. The Board may review, amend or withdraw any delegation to the SRC if it reasonably considers this necessary to ensure compliance, financial sustainability or proper governance of the Student Guild.

6. Elections and appointments

6.1. Election of Student Board Members and SRC Members

6.1.1. The Board must make and keep updated Regulations for the conduct of free, fair and democratic elections of Student Board Members and SRC Members.

6.1.2. Student Board Members and SRC Members must be directly elected by members in accordance with this Constitution and the Regulations.

6.1.3. The SRC Chair serves as an ex-officio Student Board Member in accordance with clause 4.1.1.b.

6.2. Appointment of External Board Members

6.2.1. The Board must make and keep updated Regulations for the appointment of External Board Members.

6.2.2. External Board Members are appointed by the Board in accordance with this Constitution and the Regulations.

6.3. Annual elections

6.3.1. The annual elections for each of the Board and the SRC must be conducted prior to 31 October each year. The timing of the annual elections must be determined so as to maximise student awareness and participation, and must not be scheduled wholly within a period when a substantial proportion of students are not engaged in study or are unlikely to reasonably participate.

6.3.2. The annual elections must be conducted by voluntary and secret ballot and may be conducted electronically.

6.3.3. A member may nominate for election to both the Board and the SRC in the annual elections.

6.3.4. If a member is elected to both the Board and the SRC, the member must accept election to the Board and is taken to have declined election to the SRC. The SRC vacancy must be filled in accordance with the Regulations.

6.3.5. All members must be:

a. given reasonable notice of the annual elections in a manner determined by the Regulations; and

b. afforded the opportunity to vote in the annual elections.

6.3.6. The Board must appoint an independent Returning Officer to conduct the annual elections in accordance with this Constitution and the Regulations.

6.4. Electoral Tribunal

6.4.1. The Board must make and keep updated Regulations providing for the establishment of an independent Electoral Tribunal and the delegation of electoral powers to that tribunal.

6.4.2. The Electoral Tribunal must consist of at least three members, each of whom must be independent of the Student Guild and possess appropriate legal or dispute-resolution expertise.

6.4.3. The members of the Electoral Tribunal must be appointed by resolution of the Board.

6.4.4. The Electoral Tribunal has authority to hear and determine:

a. appeals against decisions of the Returning Officer;

b. appeals relating to the conduct or outcome of an election;

c. complaints alleging a breach of the Regulations applying to elections; and

d. any other matter referred to it in accordance with the Regulations.

6.4.5. In exercising its authority, the Electoral Tribunal may:

a. issue directions to the Returning Officer in relation to the conduct of an election;

b. affirm, vary or set aside a decision of the Returning Officer;

c. recommend to the Board that the appointment of the Returning Officer be terminated;

d. recommend that an election, or part of an election, be declared invalid and a new election conducted; and

e. recommend disciplinary action in relation to a breach of the Regulations.

6.4.6. The Electoral Tribunal must act as promptly as practicable to resolve complaints and appeals so as to minimise disruption to Student representation.

7. Delegation and Committees

7.1. Delegation

7.1.1. The Board may delegate any of its powers, authorities, duties or functions to any person or Committee, except where the power, authority, duty or function:

a. is required by the University Act, the ACNC Act, or any other law to be exercised solely by the Board; or

b. is restricted from delegation by the University Council.

7.1.2. Despite any delegation, the Board may continue to exercise all its functions, including any function that has been delegated, and always remains accountable for the exercise of those functions.

7.1.3. The Student Guild must keep appropriate records of any delegations.

7.2. Board Committees

7.2.1. The Board has authority to create and dissolve any Board Committee considered appropriate by the Board to help with the conduct of the Student Guild's operations.

7.2.2. The Student Guild must make and keep updated Regulations relating to Board Committees.

7.2.3. A Board Committee that exercises delegated authority from the Board must operate in accordance with written terms of reference approved by the Board.

8. Meetings of the Board

8.1. Board meetings

8.1.1. The Board may meet for the transaction of business, adjourn and otherwise regulate its meetings as it deems fit.

8.1.2. The Board must meet at least once every two months, unless this requirement is impractical due to an extended holiday period, in which case the Board must meet as soon as reasonably practicable thereafter.

8.1.3. Either the President or Vice President may direct the Board Secretary to call a Board meeting by giving reasonable notice to all other Board Members.

8.1.4. A majority of the Board Members may also direct the Board Secretary to call a Board meeting, in which case the meeting must be convened within a reasonable time.

8.1.5. Notice of a Board meeting must be given in the manner determined by the Board.

8.1.6. The Board may hold meetings or permit a Board Member to take part in its meetings by using any technology that reasonably allows all Board Members to participate in the meeting and vote in real time.

8.1.7. A Board Member who participates in the meeting as mentioned in clause 8.1.6 is taken to be present at the meeting.

8.1.8. Subject to clause 4.7.3, each Board Member present at a Board meeting is entitled to one vote.

8.1.9. A question arising at a Board meeting is to be decided by a majority vote of the Board Members present and voting on the resolution and, if the votes are equal, the question is resolved so as to maintain the status quo.

8.1.10. At each Board meeting:

a. the President presides as chairperson;

b. if the President is absent or unwilling to act, the Vice President presides as chairperson;

c. if a President or Vice President has not been appointed, is not present within 15 minutes of the scheduled start time of the meeting or is unwilling to act, the Board Members present may choose one of their number to chair the meeting; and

d. the chairperson must conduct the meeting in a proper and orderly way.

8.2. Minutes of Board meetings

8.2.1. The Board Secretary must ensure a record of all Board Members present and full and accurate minutes of each Board meeting are recorded.

8.2.2. To ensure the accuracy of the minutes, the minutes of each Board meeting must be confirmed by the Board Members present at a subsequent Board meeting.

8.2.3. A summary of each Board meeting, excluding any confidential matters, must be made available to members within 28 days of the meeting.

8.3. Quorum for, and adjournment of, Board meeting

8.3.1. The quorum for a Board meeting is more than half of the total number of Board Members holding office at the time of the meeting, provided that the number of Student Board Members present must not be less than the number of External Board Members present.

8.3.2. If there is no quorum within 15 minutes after the scheduled start time of a Board meeting:

a. the meeting is to be adjourned for at least one day; and

b. the Board Members who are present are to decide the day, time and place of the adjourned meeting.

8.4. Resolutions of Board without meeting

8.4.1. A written resolution agreed in writing by a majority of Board Members is as valid and effectual as if passed at a properly convened Board meeting, provided that:

a. every Board Member has been given an opportunity to read and vote on the resolution; and

b. the number of Student Board Members who agree to the resolution is not less than the number of External Board Members who agree to it.

8.4.2. Such a resolution may be validly transmitted and agreed in writing electronically.

8.4.3. A resolution mentioned in clause 8.4.1 may be made up of multiple copies of the same document, each signed or otherwise agreed to in writing by one or more Board Members.

8.5. Principal Executive Officer attendance at Board meetings

8.5.1. The Principal Executive Officer is entitled to attend and speak at Board meetings but is not a Board Member and is not entitled to vote.

8.5.2. The Board may request the Principal Executive Officer to be absent from all or part of a Board meeting, where deemed necessary by the Board.

9. Meetings of members

9.1. Annual general meetings

9.1.1. The Student Guild must hold an annual general meeting no later than five months after the end of its financial year.

9.1.2. The business of each annual general meeting must include:

a. presentation of a report on the activities and achievements of the Student Guild during the previous financial year;

b. presentation of the Student Guild's audited financial statements for the previous financial year; and

c. consideration of any other business for which notice has been given.

9.2. General meetings

9.2.1. The Student Guild must convene a general meeting if:

a. directed to do so by the Board; or

b. a written request is received from at least 1% of members at the time the request is made.

9.2.2. A written request mentioned in clause 9.2.1.b must state any proposed resolution to be considered at the general meeting.

9.2.3. A request mentioned in clause 9.2.1.b may be made up of multiple copies of the same document, each signed or otherwise agreed to in writing by one or more members.

9.2.4. A general meeting requested or directed under clause 9.2.1 must be held no later than 28 days after the request or direction is received.

9.2.5. A member may be permitted to take part and vote in a general meeting in person, or by using any technology that reasonably allows the member to take part in discussions as they happen.

9.2.6. A member who participates in a meeting as mentioned in clause 9.2.5 is taken to be present at the meeting.

9.2.7. At each general meeting:

a. the President presides as chairperson;

b. if the President is absent or unwilling to act, the Vice President presides as chairperson;

c. if a President or Vice President has not been appointed, is not present within 15 minutes of the scheduled start time of the meeting or is unwilling to act, the members present may choose another person to chair the meeting; and

d. the chairperson must conduct the meeting in a proper and orderly way.

9.3. Notice of general meeting

9.3.1. Notice of a general meeting must be given to all members at least 14 days before the meeting, in a manner determined by the Regulations.

9.3.2. The notice must state:

a. the business to be considered at the meeting; and

b. the date, time and place of the meeting.

9.4. Voting at general meeting

9.4.1. Each member present at a general meeting is entitled to one vote.

9.4.2. A question arising at a general meeting is to be decided by a majority vote of the members present and voting on the resolution and, if the votes are equal, the question is resolved so as to maintain the status quo.

9.4.3. The method of voting at a general meeting is decided by the Board.

9.4.4. Proxy voting is not permitted at general meetings.

9.5. Attendance and minutes

9.5.1. The Board must take reasonable steps to ensure that only current members are permitted to participate in and vote at a general meeting.

9.5.2. The Board must ensure full and accurate minutes of each general meeting are recorded.

9.5.3. To ensure the accuracy of the minutes, the minutes of each general meeting must be confirmed by the members present at a subsequent general meeting.

9.5.4. A summary of each general meeting must be made available to members within 28 days of the meeting.

9.6. Quorum and lapse of general meeting

9.6.1. The quorum for any general meeting is a number of members equal to the total number of Board Members holding office at the time of the meeting, plus one.

9.6.2. If there is no quorum within 30 minutes after the scheduled start time of a general meeting, the meeting must be adjourned to a date, time and place determined by the chairperson.

9.6.3. If a quorum is not present within 30 minutes after the scheduled start time of the adjourned meeting, the members present at that meeting form a quorum and may transact the business for which the meeting was convened.

10. Principal Executive Officer

10.1. Principal Executive Officer

10.1.1. The Principal Executive Officer is appointed by the Board and must be an individual:

a. ordinarily residing in Australia; and

b. at least 18 years of age; and

c. not disqualified from managing a corporation.

10.1.2. The Principal Executive Officer holds office on the terms and conditions and with the powers, duties and authorities, delegated to them by the Board.

10.1.3. Subject to the direction and oversight of the Board, the Principal Executive Officer is responsible for the day-to-day management and administration of the Student Guild.

11. Finance

11.1. Financial year

11.1.1. The Student Guild's financial year commences on 1 January and ends on 31 December.

11.2. Financial records and audit

11.2.1. The Board must ensure written financial records are kept with respect to the Student Guild's financial affairs, which must correctly record and explain all financial transactions of the Student Guild.

11.2.2. Records and accounts must be kept in the English language showing full and accurate particulars of the financial affairs of the Student Guild.

11.2.3. The funds of the Student Guild must be kept in accounts in the name of the Student Guild in financial institutions decided by the Board.

11.2.4. The Board must, as soon as practicable after the end date of each financial year, ensure a financial statement for the financial year is prepared.

11.2.5. As soon as practicable after each financial year ends, the Board must have the financial statement audited by an auditor it appoints. The audited statement must be made available to all members and the University in a manner that is reasonably accessible to them.

12. Documents and legal

12.1. Documents

12.1.1. The Board must ensure the safe custody of books, documents, instruments of title and securities of the Student Guild.

12.2. Common seal

12.2.1. The Board must ensure that the Student Guild has a common seal, in accordance with Section 34(2)(b) of the University Act.

12.2.2. Each instrument to which the seal is attached must be signed by a Board Member and countersigned by:

a. the Principal Executive Officer;

b. another Board Member; or

c. someone authorised by the Board.

12.2.3. The Student Guild may execute a document without using the common seal if that document is signed by a Board Member and countersigned by any of the persons listed in 12.2.2.a-c.

12.3. Amendments to Constitution

12.3.1. This Constitution may only be amended, or a new Constitution adopted, by:

a. providing at least 14 days' notice to all members of any proposed amendment to or replacement of this Constitution, in a manner determined by the Regulations;

b. the passing of a special resolution of the Board at a Board meeting; and

c. approval of any amendment to or replacement of this Constitution by the University Council.

12.4. Regulations

12.4.1. The Board may make, amend or repeal Regulations relating to the activities and internal affairs of the Student Guild, provided that the Regulations are consistent with this Constitution.

12.4.2. The Board must ensure that all approved Regulations, and any approved amendments, are communicated to all members in a manner determined by the Regulations, no later than 14 days after the approval.

12.4.3. If any Regulation is inconsistent with this Constitution, this Constitution prevails to the extent of the inconsistency.

12.5. Indemnity

12.5.1. This clause applies to every person who is or has been an officer of the Student Guild.

12.5.2. To the extent allowed by law, the Student Guild indemnifies each person mentioned in clause 12.5.1 out of the property of the Student Guild against any liability that the person incurs in that capacity.

12.5.3. Clause 12.5.2 does not apply to any liability arising from conduct that involves:

a. fraud or dishonesty;

b. wilful misconduct or gross negligence;

c. a breach of the officer's duty to act in good faith in the best interests of the Student Guild; or

d. any other conduct for which indemnification is not permitted by law.

12.6. Insurance

12.6.1. The Student Guild may insure an officer against any liability incurred in their capacity as an officer of the Student Guild, including legal costs.

12.7. University reporting

12.7.1. The Student Guild must comply with any lawful reporting, accountability or performance requirements imposed by the University in connection with funding or other support provided to the Student Guild and must provide such reports as are reasonably required under any funding agreement.

12.8. Liquor licencing

12.8.1. No payments are to be made to any person by way of commission or allowance calculated by reference to the quantity of liquor sold or supplied or calculated by the receipts for such liquor.

13. Winding up

13.1. Excess property on winding up

13.1.1. If the Student Guild is wound up or cancelled and any surplus assets remain after all debts and liabilities have been paid, those surplus assets must not be distributed to any individual person.

13.1.2. The surplus assets must be transferred to one or more charities that:

a. have charitable purposes similar to the Student Guild; and

b. prohibit the distribution of income or assets to individuals to an extent at least as great as that imposed on the Student Guild under this Constitution.

13.1.3. The charity or charities are to be determined by the Board at or before the time of winding up, or failing that, by the University or a court of competent jurisdiction.

14. Transition provisions

14.1. Commencement

14.1.1. This Constitution takes effect immediately upon approval by the University Council.

14.2. Transitional Board arrangements

14.2.1. Upon commencement of this Constitution, the existing Committee of Management continues in office as the Board until the Board is reconstituted in accordance with this clause.

14.2.2. The Board must, as soon as practicable and no later than 12 months after commencement of this Constitution, ensure that its composition complies with clause 4.1.

14.2.3. To give effect to the rotational terms required under clause 4.6.2, the Board must ensure that, following the first election of Student Board Members under this Constitution, one or more elected Student Board Members hold office for an initial term of less than two years.

14.2.4. During the transitional period referred to in this clause, a casual vacancy on the Board need not be filled unless:

a. the number of Board Members would otherwise fall below five; or

b. failure to fill the vacancy would result in Student Board Members not constituting a majority of the Board.

14.2.5. Where clause 14.2.4 applies, the Board may fill the casual vacancy in accordance with clause 4.12, but only to the extent necessary to address the deficiency.

14.2.6. During the transitional period, the Board may appoint External Board Members only where it reasonably considers that the skills, experience or expertise required for the effective governance of the Student Guild cannot be met by the existing Board.

14.3. Transitional SRC arrangements

14.3.1. There may be a transitional period of up to 12 months following commencement of this Constitution during which the SRC is not fully constituted in accordance with this Constitution.

14.3.2. During any transitional period, the Board may determine interim arrangements for Student representation and consultation.

14.3.3. During any transitional period in which an SRC has not been constituted, the Board may appoint a Student Board Member to perform the functions of the SRC Chair until the first SRC Chair is elected.

14.3.4. A full election for SRC Members must be conducted within 12 months of commencement of this Constitution.