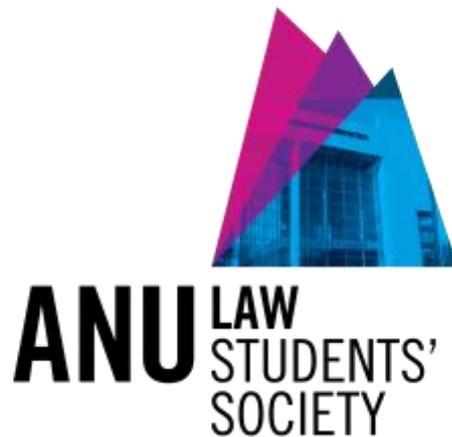


Australian National University
Law Students' Society



Minutes for Special General Meeting

Date: 14/3/17

Meeting Open: 6.42pm

Location: Law Link Theatre

Chair: Shani Horii-Watson

Present: see attendance list in Annex 1

Minutes:

Standing orders (read by Shani Horii-Watson)

Welcome (Bryce Robinson):

- Acknowledgement of Country
- Quick fixes of the Constitution at the moment
- Constitution currently does not reflect how LSS runs at present, and how LSS should be run as an incorporated body
- Small number of substantive changes of the Constitution
- Floor is open if there are questions or points if statements are unclear

Amendment 1: Changing the name of the Constitution

- Added the word "Incorporated" to the end of what was the name of the Society, to reflect the legal status of the society
- Constitution should accurately reflect the legality of the LSS
- Moved: Anna
- Seconded: Bryce
- For: unanimous

- Against: 0
- Abstentions: 0
- Motion passed

Amendment 2: Restructuring the Constitution

- Restructured the constitution to make it more cohesive
- Grouped into parts
- Changed the order of the sections, to fit under those parts
- Not a substantial change
- Changes also include indentations
- Moved: Anna
- Seconded: Bryce
- For: unanimous
- Against: 0
- Abstentions: 0
- Motion passed

Amendment 3: Amending the Section Titles

- Changing the title of the sections to more accurately reflect its contents
 - o Section 1 and Section 19 of the current Constitution
- Moved: Anna
- Seconded: Bryce
- For: unanimous
- Against: 0
- Abstentions: 0
- Motion passed

Amendment 4: Inserting Section 1.2

- Inserting section 1.2 of the Constitution
 - o Section 1 of current Constitution, only has one of the contents of section 1.1
 - o Including "and Nature" now includes "Incorporated"
- Moved: Anna
- Seconded: Bryce
- For: unanimous
- Against: 0
- Abstentions: 0
- Motion passed

Amendment 5: Inserting Section 2 - "Interpretation"

- This change relates to the insertion of Section 2
 - o Section 2, entirely new
 - o A definition section
 - o Noting Committee (elected and appointed) and executive (elected managers of Constitution)
 - o Was no prior differentiation in definition in current Constitution to account for the different functions of the Committee and Executive
 - o International students include exchange students
- Moved: Bryce

- Seconded: Anna
- For: unanimous
- Against: 0
- Abstentions: 0
- Motion passed

Amendment 6: Inserting numbers throughout the Constitution after the written form of the number

- Not substantive
- Scattered throughout the document where we have written a number for each section and clause
- Moved: Anna
- Seconded: Bryce
- For: unanimous
- Against: 0
- Abstentions: 0
- Motion passed

Amendment 7: Amending the position and portfolio titles throughout the document to accurately reflect their proper names

- For example, 4.2.1: Vice President (Administration) has been amended
 - o Old Constitution says Administration Vice-President
 - o This is not the technical way how VPs are referred to
- Wellbeing Officer has been changed to Wellbeing Director
- Same with the Publicity Portfolio to Publicity Director
- Moved: Anna
- Seconded: Bryce
- For: unanimous
- Against: 0
- Abstentions: 0
- Motion passed

Amendment 8: Amending the references to sections throughout the document so they are accurate post-restructure

- Not substantive changing
- Restructuring the Constitution means the subsequent references to section numbers throughout the Constitution have changed too
 - o These changes are purely administrative
- Moved: Anna
- Seconded: Bryce
- For: unanimous
- Against: 0
- Abstentions: 0
- Motion passed

Amendment 9: Amending Section 4.2.2 and 4.2.3

- Required of us to make sure LSS constitution is consistent with the *Incorporated Associations Act* (ACT)
- Moved: Anna

- Seconded: Bryce
- For: unanimous
- Against: 0
- Abstentions: 0
- Motion passed

Amendment 10: Deleting Sections referring to the "ANU Council" in Section 4 Validating Constitutional Amendments

- ANU Council is the ANU Board, and no one has complied with this section prior
- When Constitution was made, the Constitution was made using the ANUSA Constitution, but does not reflect how the LSS is run
- The amendment is to take out this section, as we do not have a proper relationship with ANUSA, we have close ties, but nothing legally
- Purpose of this change is for LSS to no longer have to send it through to ANU Council
 - o ANU Council only meets 4 times a year
- Moved: Bryce
- Seconded: Anna
- For: unanimous
- Against: 0
- Abstentions: 0
- Motion passed

Amendment 11: Deleting the phrase "subject to the practicability of the application of part 11* from Section 4.6.1

- Section regarding committee meetings, voting and speaking right
 - o 4.6.1 used to be 3.4.1 and is about the Executive.
 - o Substantive text is not amended in any way
- 4.6.1: Practicability of Part 11 does not make sense, motion to delete it
- Moved: Bryce
- Seconded: Anna
- For: unanimous
- Against: 0
- Abstentions: 0
- Motion passed

Amendment 12: Amending entity names referred to in Section 2: Interpretation to abbreviations

- For example: ALSA, no need to have the entire entity every time it comes up in the Constitution
- Formatting and administrative purposes
- Moved: Anna
- Seconded: Bryce
- For: Unanimous
- Against: 0
- Abstentions: 0
- Motion passed

Amendment 13: Inserting Section 8.2

- In current form of Constitution, the Society from time to time may be affiliated to ANUSA but this text should be amended to have PARSA (Post Graduate and Research Student Association) as there are JD students a part of the Society
 - o Currently LSS is not affiliated with ANUSA or PARSA, but this clause is open to any executive or committee to change at any time
- Joe Dean: Missing a word
 - o "Apply" to society
- The mover of the motion has capacity to amend at any time
 - o Anna: moves to include the word "apply" after the second use of "ANUSA" in section 8.1 and after the second use of "PARSA" in section 8.2
- Kate Barton: Instead of using JD, include post graduate to keep it general to include masters and research student
 - o But the Constitution does not specify JD/any particular type of postgraduate student
 - o Bryce: culturally we do not look after Masters and Research students, ALSA consensus said that Masters and PHD students in mind.
 - o Eden and Bryce do sit on the College Education Committee and see Masters courses
- **Move to accept the amendment to Amendment 13:** Anna
- Seconded: Bryce
- For: unanimous
- Against: 0
- Abstentions: 0
- Motion passed
- **Move to accept the amended Amendment 13:** Anna
- Seconded: Bryce
- For: unanimous
- Against: 0
- Abstentions: 0
- Motion passed

Amendment 14: Restructuring of the Finance Section

- Change is to split finance into: Funds Management and Source Management
- Every other substantive change (which is in the blue) is in the next amendment
- This is to split where we get money from, and how we manage our money is in the second
- The split is – Section 6.1 of the current Constitution has been expanded, and the rest of this is contained in Funds Source and Funds Management
- Moved: Bryce
- Seconded: Anna
- For: unanimous
- Against: 0
- Abstentions: 0
- Motion passed

Amendment 15: Inserting Section 11

- Current Constitution does not reflect how LSS uses the money
- CBA felt it necessary that the Constitution reflects how the money is used
 - o Wording in new Constitution is to provide how the LSS should be using the money
 - o Section 11.1 is an implication of our incorporated/ NFO status, but we thought it was important to link expenditure to our stated objects

- This structure ensures that we can transfer money- with due authorisation- into a second account with card access, so that we can make online payments/card payments where being issued an invoice is not an option
 - o Looks objectively concerning as Bryce and Sheng currently have cards in their name, you can't technically take money out of that card because spending has to be approved by the LSS Executive, as agreed upon under the budget
 - o Currently \$0.00 on the card, the money is transferred from the LSS account, there is never residual amount of the card
- You cannot transfer money into the account which is attached to the card unless there are two signatories to the transfer
- Matt Faltas: Can you transfer the money from the two accounts (primary and secondary)?
 - o Yes, you can transfer, but not out of the objects of the society
- Matt Faltas: is the Society able to put a time limit on the spending of that card
 - o Bryce Robinson: Good idea
- Sheng Huang: Secondary account is a chequing account
- Bryce Robinson: Suspend the formal standing orders, to have a free conversation, conducive to a conversation
 - o Nothing wrong with adding a clause regarding transferring from primary to secondary account
- Bryce Robinson amending Amendment 15 motion:
 - o Make a separate 11.6 which will say "no funds shall be transferred from the Secondary Account of the Society into another account, except for the Primary Account of the Society."
 - o To renumber Sections 11.6-11.10 accordingly
- Matt Faltas:
 - o Add the time limit?
 - o Bryce Robinson: apprehensive to add a time limit clause, as if someone was to not make that time limit, they would have breached the Constitution
- Anna McNee:
 - o The Society has Accounting Policies (of which we have not found a current form) so there is scope to add the time limit to that policy rather than the Constitution?
- Bryce Robinson:
 - o We will put in the clause about transfers
 - o We will leave time limit to Accounting Policies
- Bryce keeping in mind to amend all of section 11
- Back to standing orders
- Voting on amending Amendment 15
- Moved: Bryce
- Seconded: Anna
- For: unanimous
- Against: 0
- Abstentions: 0
- Motion passed

Amendment 16: Deleting the old section 16.1

- Section 16.1 becomes irrelevant in new Constitution
- In light of more specific Finance Sections, the old Section 16.1 is inconsistent
- Moved: Anna

- Seconded: Bryce
- For: unanimous
- Against: 0
- Abstentions: 0
- Motion passed

Amendment 17: Amending the Phrasing of Section 11.10

- Amending the phrasing of Section 11.10
- The insertion of "at" for the purpose of GRAMMAR
- Changing the word "and" to "or" so as to allow the audited accounts to be presented at the next relevant General Meeting of the Society
- Moved: Anna
- Seconded: Bryce
- For: unanimous
- Against: 0
- Abstentions: 0
- Motion passed

Amendment 18: Inserting reference to Peppercorn under the duties of the Vice-President (Administration) in Section 17.12.14

- Inserting reference to Peppercorn under the duties of the Vice-President (Administration) in Section 17.2.15
 - o Amendment to demonstrate that VP Admin over looks Peppercorn, this is to show that Peppercorn is accountable to the LSS, and not randomly floating
 - o Providing "oversight to Peppercorn editors when required"
- Moved: Anna
- Seconded: Bryce
- For: unanimous
- Against: 0
- Abstentions: 0
- Motion passed

Amendment 19: Deleting international Students Director from the Duties of the Vice-President (Education) in Section 17.4.13

- Deleting International Students Directory from the duties of the Vice-President (Education) in Section 17.4.13
 - o Deleted for irrelevance-not actually under this portfolio
 - o This position will sit under the President's Portfolio so ISD can operate across various portfolios, not just Education
- Moved: Bryce
- Seconded: Anna
- For: unanimous
- Against: 0
- Abstentions: 0
- Motion passed

Amendment 20: Combining and reformatting, and editing subsections within Section 17.9 for internal clarity

- Combining and reformatting, and editing subsections within Section 17.9 for external clarity
 - o Changes are to make a list from text that wasn't in a list
 - o Renumbered accordingly
- 17.9.9: "not withstanding 17.9.8" which spells out how an ad hoc committee can be dissolved. Purpose of this is for internal consistency
- Moved: Bryce
- Seconded: Anna
- For: unanimous
- Against: 0
- Abstentions: 0
- Motion passed

Amendment 21: Inserting a second Careers Director in Section 18.2.1.8

- Inserting a second Careers Director in Section 18.2.1.8
- Inserted to reflect the creation of a Second Careers Director, as voted for by the Committee on 12/02/17
- See also Section 17.5/6 where this is referenced
- Moved: Shani
- Seconded: Bryce
- For: unanimous
- Against: 0
- Abstentions: 0
- Motion passed

Amendment 22: Amending Section 18.2

- Doesn't change substance
 - o Amended to reflect the new list – Strategic Director and IT Director are appointed positions
 - o In a new subsection
- Moved: Bryce
- Seconded: Anna
- For: unanimous
- Against: 0
- Abstentions: 0
- Motion passed

Amendment 23: Inserting "PARSA" to Section 18.3

- Inserting "PARSA" to reflect that the Society represents JD students as well (same rationale as previous PARSA- related motion)
- Moved: Anna
- Seconded: Bryce
- For: unanimous
- Against: 0
- Abstentions: 0
- Motion passed

Amendment 24: Amending the wording of Section 18.5 and 18.10 from "officers" to "office holders"

- Amending the wording of section 18.5 and 18.10 from "officers" to "office holders"

- Changed to reflect that these sections apply to the President, Vice-Presidents, Directors, and Officers
- Moved: Anna
- Seconded: Bryce
- For: unanimous
- Against: 0
- Abstentions: 0
- Motion passed

Amendment 25: Inserting Section 19.1.1- 19.1.5

- 2017 Committee felt it is important to have an International Students Director on the Committee as a representative for the international body of law students
- New Constitution:
 - o Has a position description
 - o Worded very generally for the moment so that the Committee has the power to determine what the role would entail
- Moved: Bryce
- Seconded: Anna
- Speak on the motion:
 - o Max Moffatt: 19.1.1 will you have to put ISD for every portfolio?
 - Bryce Robinson: No
 - o Max Moffatt: Is one enough?
 - Bryce Robinson: for the minute yes, but in the future it is up for consideration
- For: unanimous
- Against: 0
- Abstentions: 0
- Motion passed

Amendment 26: Deleting "to develop new sponsorship opportunities for the Society while strengthening existing sponsor relationships" from Section 19.4.3: Publicity Director

- Currently, wrong currently and irrelevant as is – likely a drafting error because "Sponsorship Director" sits directly above this section
- Moved: Anna
- Seconded: Bryce
- For: unanimous
- Against: 0
- Abstentions: 0
- Motion passed

Amendment 27: Amending of the Strategic Plan name in Section 19.13

- Proposal to add "LSS" to the beginning of the phrases "Strategic Plan" throughout the section for consistency reasons
- Moved: Anna
- Seconded: Bryce
- For: unanimous
- Against: 0
- Abstentions: 0
- Motion passed

Amendment 28: Inserting Section 20.1.1 to reflect when the First Year Officer elections were to occur

- Prior to this, there was only one part
 - o Inserted 20.1.1: which places election of first year officers, in the first semester of the academic year
- Moved: Bryce
- Seconded: Anna
- For: unanimous
- Against: 0
- Abstentions: 0
- Motion passed

Amendment 29: Inserting Section 20.7 – the limitation on who may run for International Students Director

- Only international students will be legible to run for this position
- We believe this is important for legitimate representation and interest in the portfolio
- Moved: Bryce
- Seconded: Anna
- For: unanimous
- Against: 0
- Abstentions: 0
- Motion passed

Amendment 30: Inserting Section 26: Proxies

- New section to Constitution to allow for proxies – no previous provisions for it
- Proxies happen often, especially in executive meetings
- Moved: Anna
- Seconded: Bryce
- Questions
 - o Joe Dean: Can you only act as the proxy?
 - Anna McNee: No, you may vote as yourself as well as the proxy – they will either indicate how they want you to vote, or they can leave it at the proxy's discretion as to how they will vote
 - o Matt Faltas: Is email construed broadly so as to use SLACK?
 - Anna McNee: no, email is email
 - o Joe Dean: Can proxy make up quorum?
 - Anna McNee: Yes
- For: unanimous
- Against: 0
- Abstentions: 0
- Motion passed

Meeting Close: 8.13 pm