**Constitutional amendments and proposals**

Current:

2.1. In this Constitution unless the contrary opinion appears:

**AFES** means the Australian Fellowship of Evangelical Students.

**Committee** means the Committee of Management of the FLINDERS E.S.

**Enrolled Student/s** means any student/s with a Valid Flinders University Student ID

number.

**Financial Year** means the Financial Year of the FLINDERS E.S. as defined in Section

6.5.

**FUSA** means the Flinders University Student Association.

**General Meeting** means a general meeting of members of the FLINDERS E.S.

convened in accordance with this Constitution.

**Member** means a member of the FLINDERS E.S.

**Membership Declaration** means the membership declaration of the FLINDERS E.S.

**The University** means Flinders University, South Australia

Proposed:

2.1. In this Constitution unless the contrary opinion appears:

**AFES** means the Australian Fellowship of Evangelical Students.

**Committee** means the Committee of Management of the FLINDERS E.S.

**Enrolled Student/s** means any student/s with a Valid Flinders University Student ID

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convened in accordance with this Constitution.

**Member** means a member of the FLINDERS E.S.

**Membership Declaration** means the membership declaration of the FLINDERS E.S.

**Member Protection Policy** means the member protection policy of the FLINDERS E.S.

**The University** means Flinders University, South Australia

Rationale:

This proposed change will add a definition to our constitution of the member protection policy, implying its significance. This document was accepted by the membership of the Flinders ES at our Annual General meeting, held on the 11th of October 2022.

Current:

3.6. The assets and income of the FLINDERS E.S. shall be applied solely in furtherance of the abovementioned aims, and no portion shall be distributed directly or indirectly to the Members of the FLINDERS E.S. except as bona fide compensation or honoraria for services rendered or expenses incurred on behalf of the FLINDERS E.S..

Proposed:

3.6. The assets and income of the FLINDERS E.S.:

i) shall be applied solely in furtherance of the abovementioned aims; and,

ii) shall not operate for the profit of the FLINDERS E.S., nor operate for the profit, personal gain or other benefit of any other person/s or organisation/s; and,

iii) shall only be distributed directly or indirectly to the Members of the FLINDERS E.S. or any other person/s or organisation/s, as bona fide compensation or honoraria for services rendered or expenses incurred on behalf of the FLINDERS E.S.

Rationale:

Although this provision, as it currently stands does imply that the Flinders E.S. will operate as a not-for-profit, the above proposed changes seek to make it explicitly clear that Flinders E.S. will operate as a not-for-profit organisation. FUSA regulations require Flinders ES to remain not-for-profit in its operations, and to state it in the club’s constitution. This amendment will enable Flinders E.S. to comply with that requirement.

Current:

N/A

Proposed:

3.7. The FLINDERS E.S. will abide by the Member Protection Policy.

Rationale:

It is a FUSA requirement that both members and Flinders ES will be bound by the Member Protection Policy. This provision will enforce the legitimacy of the Member Protection Policy in the operations of Flinders ES and provide a constitutional requirement that Flinders ES follows that policy.

Current:

4.3. The Membership Declaration shall:

i) State the objectives of the FLINDERS E.S.; and

ii) Contain the statement “By joining Flinders Evangelical Students, I declare my faith

in Jesus Christ as my Saviour, my Lord and my God and my belief in the Bible as the

authoritative Word of God, and I affirm that I agree with the aims and doctrinal basis

of Flinders Evangelical Students, and agree to uphold the work of Flinders Evangelical

Students on campus.”

Proposed:

4.3. The Membership Declaration shall:

i) contain a statement that Members will acknowledge and support the Mission, Aims and Doctrinal Basis of the FLINDERS E.S.; and

ii) contain a statement that Members will adhere to the Member Protection Policy; and

iii) any document that contains the Membership Declaration for the purposes of becoming a Member must state in full the Mission, Aims and Doctrinal Basis of the FLINDERS E.S.

Rationale:

In 2022 FUSA updated their Club Regulations with a range of changes. Most of these changes related to good governance and member protection within clubs, but a significant additional change was clubs no longer being allowed to have a statement of faith in their membership application. The Flinders ES student committee was disappointed with the lack of consultation regarding this significant change for our club and have provided this feedback to FUSA. At the same time, this is not a surprising change, as many Australia universities are introducing similar changes to their club regulations regarding statements of faith in membership.

This provision in the Flinders ES constitution needs to be amended in order to comply with that requirement from FUSA. We are able to retain the fundamental aims and objectives of this club. This particular amendment may seem quite concerning to some members. This is understandable. I would like to assure members that the present leadership and AFES staff supporting Flinders ES wholeheartedly believe in the message of the Gospel, and this change in no way reflects a desire to back down on any part of our mission, aims or doctrinal basis. It is our desire to see more students put their faith in Jesus Christ as their Saviour, Lord and God and our club still retains the belief in the Bible as the authoritative word of God. Additionally, students who apply for membership will have to sign the Flinders ES Membership Declaration, indicating their acknowledgement and support of the mission, aims, and doctrinal basis of Flinders ES (this is an exemption FUSA gave, as they recognise the importance of this for faith-based clubs).

The current wording of this proposed amendment will hopefully mean that in future, if new regulations from FUSA require our membership form to be amended, this can be done by Committee making a motion to amend the form, rather than requiring the process and time of a General meeting. However, if future regulations required members to not be bound to acknowledge and support the mission, aims and doctrinal basis of the Flinders ES, this would require an amendment of the Flinders ES Constitution.

Additionally, FUSA requires us to have mention, that members will abide by the Member Protection Policy, and this amendment adds that wording in accordance with FUSA regulations.

Current:

4.6.1. Subject to giving a Member an opportunity to be heard or to make a written submission, the Committee may resolve to expel a Member upon a charge of misconduct detrimental to the interests of the FLINDERS E.S, or a breach of the Membership Declaration.

Proposed:

4.6.1. Subject to giving a Member an opportunity to be heard or to make a written submission, the Committee may resolve to expel a Member upon any of the following charges:

(a) misconduct detrimental to the interests of the FLINDERS E.S.

(b) breach of the Membership Declaration.

(c) breach of the Member Protection Policy.

Rationale:

This proposed change adds a new charge that can be brought against a member of the Flinders E.S. Specifically it adds the charge of a breach of the Member Protection Policy as a reason that a member can be expelled as a Member of the Flinders ES under the process outlined in section 4.6 of the Constitution of the Flinders E.S.

Current:

6.2. There shall be five (5) signatories to any account, of whom:

i) at least three (3) are members of the Committee, and

ii) at most one (1) is a Senior AFES Flinders Staffworker, only when the Committee comprises of less than five (5) Enrolled Student/s, and

iii) at most two (2) are AFES Flinders Staffworkers, only when the Committee comprises of less than four (4) Enrolled Student/s.

Proposed:

6.2. Signatories to the accounts of the FLINDERS E.S.

(a) There shall be at least three (3) signatories to any account, and

(b) There shall be no more than five (5) signatories to any account, and

(c) Signatories to any account must be members of the Committee.

Rationale:

FUSA regulations prohibit a signatory of a club bank account to be someone who isn’t an enrolled student. That means that AFES staff are not able to be signatories. Currently, all signatories to ES accounts are enrolled students and members of the committee. All committee members of Flinders ES are required to be enrolled students. This amendment reduces the required number of signatories from 5 to 3. The minimum size of a committee under the current constitution is 3, so it makes sense for the minimum number of signatories to reflect that.

Current:

N/A

Proposed:

6.7. FUSA funding and property.

(a) Any funding provided by FUSA to the FLINDERS E.S. must be returned to FUSA, if required under FUSA regulations.

(b) Any assets purchased with funding provided by FUSA to the FLINDERS E.S. will remain the property of FUSA, and must be returned to FUSA, if required under FUSA regulations.

Rationale:

FUSA regulations require affiliate clubs to have provisions in their constitution regarding assets and funding provided by FUSA. Presently Flinders ES does not have any assets which have been purchased with FUSA provided funding. This new section has been introduced to comply with FUSA regulations.

Current:

N/A

Proposed:

6.8. The Honorary Treasurer shall maintain an updated asset list of all assets belonging to the FLINDERS E.S. and all assets purchased with funding provided by FUSA to the FLINDERS E.S. that remain property of FUSA.

Rationale:

Flinders ES already maintains an asset list. It is now a FUSA requirement that the asset list is mentioned in an affiliate club’s constitution. These provisions specify, that it is the responsibility of the Treasurer to maintain this asset list.

Current:

9.2. The FLINDERS E.S. shall seek to be a non-financial affiliate club with FUSA and abide by current FUSA regulations. The representative of the FLINDERS E.S. on the FUSA clubs sub-committee shall be the President. In the event of the inability of the President to attend a meeting in this role, the Committee of the FLINDERS E.S. may appoint a substitute representative.

Proposed:

9.2. The FLINDERS E.S. shall seek to be an affiliate club with FUSA and abide by current FUSA regulations. The representative of the FLINDERS E.S. to any official FUSA event or proceedings that requires representation by the FLINDERS E.S. shall be the President. In the event of the inability of the President to attend in this role, the Committee of the FLINDERS E.S. may appoint a substitute representative.

Rationale:

This proposed change covers two issues.

The first is the fact that currently section 9.2 prevents Flinders ES from being anything other than a non-financial affiliate of FUSA. If in the future, Flinders ES wanted to become a financial affiliate with FUSA, it would not be able to under this section. The amendment to this section removes the specification of the type of affiliation with FUSA, allowing the committee and membership to determine the most appropriate form of affiliation with FUSA. It is a requirement from FUSA that there is a provision in a club’s constitution stating that the club will abide by current FUSA regulations.

The second change is the reference to the FUSA clubs sub-committee. This body is not referenced in present FUSA clubs’ regulations, and I am not under the understanding that the particular body presently exists. Regardless, the amendment now covers any FUSA event or proceedings that must be attended by Flinders ES; to be attended by the president, and if the president is not available then another person appointed by the committee.

Current:

11.2 The quorum for General or Annual General Meetings shall be 30% of the total membership or ten Members, whichever is the least; provided that for a General Meeting called under clause 8.1 ii) of this Constitution, the quorum shall include at least fifty percent (50%) of the petitioning Members.

Proposed:

11.2 The quorum for General or Annual General Meetings shall be 30% of the total membership or ten Members, whichever is the least, except where otherwise stated in this Constitution; provided that for a General Meeting called under clause 8.1 ii) of this Constitution, the quorum shall include at least fifty percent (50%) of the petitioning Members.

Rationale:

This change particularly relates to the proposed amendments to section 13.1 surrounding the winding up of Flinders E.S. This amendment specifies that there are additional quorum requirements in particular situations, like that outlined in the proposed amendment 13.1.

Current:

13.1. The FLINDERS E.S. may be wound up after seeking advice from AFES and passing a motion at a General Meeting.

Proposed:

13.1. The FLINDERS E.S. may be wound up only after seeking advice from AFES, and then passing a motion at a General Meeting. To be valid the motion and General Meeting are subject to these requirements:

(a) The notice of the General Meeting must state all requirements listed in section 13.1 of this Constitution; and shall be sent to all Members of the FLINDERS E.S. at least fourteen (14) days before the meeting.

(b) The notice of the General Meeting must state that the General Meeting is being called to wind up and cease all operations of the FLINDERS E.S.

(c) The General Meeting must be attended by at least 80% of the total membership of the FLINDERS E.S.

(d) The motion must state that the FLINDERS E.S. is to be wound up and all operations of the FLINDERS E.S. shall herein cease.

(e) The motion to wind up the FLINDERS E.S. shall only be passed if agreed to by at least 90% of the Members of the FLINDERS E.S. present at the General Meeting.

Rationale:

In essence, these amendments outline a clear process by which the Flinders ES may be wound up, with a high threshold of attendance by the membership. In amending this provision, it makes it a more difficult process to wind up the Flinders ES, which we do not want to be a process which is taken lightly.

Current:

13.2. If, after the winding up of the FLINDERS E.S., there are assets that remain after the liabilities of the FLINDERS E.S. have been discharged and the costs and expenses of the winding up have been paid, these assets shall be distributed to the general funds of the AFES in South Australia or to other AFES affiliated clubs in South Australia.

Proposed:

13.2. In the event the FLINDERS E.S. is wound up and dissolved at a General Meeting of the kind described in section 13.1. of this Constitution, only then shall the following apply:

i) All funding provided by FUSA to the FLINDERS E.S.; and all assets purchased with funding provided by FUSA to the FLINDERS E.S. must be returned to FUSA.

ii) All assets and funds that remain after the winding up and dissolution of the FLINDERS E.S.; and the satisfaction of all debts and liabilities, shall be transferred to another organisation with similar purposes, which is charitable at law, and which has rules prohibiting the distribution of its assets and income to its members.

iii) The AFES must be informed of the winding up of the FLINDERS E.S. and FLINDERS E.S. will cease to be affiliated with the AFES.

iv) FUSA must be informed of the winding up of the FLINDERS E.S. and FLINDERS E.S. will cease to be affiliated with FUSA.

v) All current Members of the FLINDERS E.S. shall cease to be Members of the FLINDERS E.S.

vi) Finally, this Constitution of the FLINDERS E.S. shall cease to be binding.

Rationale:

Clause i) of the proposed amendment is a requirement of FUSA in the winding up provisions of all clubs.

In 2022, the Committee of the Flinders ES made an application to the ACNC, in the hope of attaining official Not-For-Profit Status. This was made at the time when Flinders ES acquired its square EFTPOS payment system, and it was going to be beneficial for our subscription costs to be a registered not-for-profit. It also means that those who give donations to Flinders ES can make them tax deductable. Section 13.2 was identified to us in this process, by our Law Interpretation Analyst from the Australian Charities and Not-for-profits Commission. We were told we would need to amend Chapter 13 of this Constitution. Clause ii) of the proposed amendment was issued by our Law Interpretation Analyst. In reality, as AFES and some of the ES groups in SA are registered not-for-profits, we would still be able to direct funds toward other groups.

Clauses iii) and iv) specify that the affiliation with FUSA and AFES will cease upon winding up.

Clause v) specifies that all membership of the Flinders E.S. will cease to be valid and that Flinders ES will then have no members.

Clause vi) specifies that the Constitution will cease to be a binding document.