

# Arc @ UNSW College Limited

## Regulations

<b>Responsible Officer</b>	General Manager
<b>Approved by</b>	Board
<b>Approval date</b>	02/05/2025
<b>Related documents</b>	Arc @ UNSW College Constitution, Arc @ UNSW College Regulations, Corporations Act (CTH), Delegations Policy, Allowances Policy, Strategic & Business Plans, Arc Board Handbook
<b>To be reviewed</b>	As required

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# Arc @ UNSW College Limited REGULATIONS

## 1. Definitions and Interpretations

In these Regulations unless the context otherwise requires:

**Election Period** means the period beginning with the opening of nominations and ending after the vote counting has closed.

**SSAF** is the Student Services and Amenities Fee collected by the UNSW College.

Capitalised words in these Regulations take the same meaning as defined in the Constitution unless expressed to the contrary.

## 2. Delegations and Authorities

The operation of Arc @ UNSW College Limited (**Company**) and the fulfilment of its objectives must be achieved by the delegation of the various areas of operation of the Company activities and services by the Board in accordance with these Regulations. For activities and services not covered by the Company's Constitution or these Regulations, the Board will keep a register of delegations that they shall update from time to time. Any dispute as to which officer or department of the Company is responsible for any activity will be determined by the Board.

## 3. Board

### 3.1 Authority

The Board is responsible for the overall performance and conduct of the Company, compliance with applicable laws and regulations and reporting to external regulators and any matters reserved for the Board from time to time.

### 3.2 Election of Student Directors

- (a) The Student Directors must be elected in accordance with these Regulations and the Constitution.
- (b) The composition of the four (4) Student Directors must include a minimum of two (2) women and/or gender diverse students.
- (c) For the duration of their Directorship on the Company Board, all elected Student Directors have authority to represent the Students in matters relating to SSAF.
- (d) For the duration of their Directorship on the Company Board, all elected Student Directors must maintain their eligibility for Directorship per section 4.7(a) and 4.9 (i). An exception applies to a Student Director who has not yet concluded the relevant appeals process with UNSW College and/or the Company.

### 3.3 Chair

- (a) A Chair of the Board shall be elected by a majority of Directors at the first Board meeting following the 31st of May or at the first meeting following resignation from office by the Chair, whichever is earlier.
- (b) The Chair must be a Student Director as defined in the Constitution.

- (c) Subject to 3.3 (d) below and resignation from office, the newly elected Chair's term of office shall begin when they are elected as per 3.3 (a), and end when they cease to be a Student Director or at the first Board meeting following the 31st of May of the following year, whichever is earlier.
- (d) The Chair may be removed as Chair as a result of the passing of a Special Resolution at a Meeting of Directors.
- (e) The Chair's primary duties are to:
  - (i) Chair meetings of the Board
  - (ii) undertake the duties as an official spokesperson of the Company both internally and externally in accordance with the Media Policy approved by Board from time to time; and
  - (iii) Represent the Company on UNSW College committees and other bodies, as appropriate.
- (f) The Chair shall be entitled to an allowance as determined by the Allowance Policy approved by the Board from time to time.

### **3.4 Officer Bearers of the Board**

- (a) The Board, at its first meeting after the 31st of May each year may appoint an Honorary Treasurer and any other officer bearers of the Board as it decides from time to time.
- (b) Roles may be held by any director; and
- (c) A Director may hold multiple roles with the exception of Chair (student Director) and General Manager (Arc Staff).

### **3.5 Director Onboarding**

- (a) The Company Secretary or delegate will prepare and disseminate all relevant onboarding paperwork, training and regulatory requirements to new Directors in advance of their official appointment to the Board. This may include, but is not limited to:
  - (i) Letter of Appointment;
  - (ii) Policy Acknowledgements;
  - (iii) Consent to Act as a Director;
  - (iv) Online Training Modules;
  - (v) Provision of Identification Documentation;
  - (vi) Responsibility to obtain Director ID.
- (b) Directors are responsible for completing all requirements to the satisfaction of the Company Secretary:
  - (i) at least 24 hours prior to their first Board meeting; or
  - (ii) by the deadline provided by the Company Secretary.
- (c) In the event that requirements are not complete per 3.5(b), the Director's position will be deemed vacant at the close of the Board meeting following the missed deadline, via a resolution of the Board. Casual Vacancies are to be filled in accordance with the Constitution and section 3.4 of these Regulations.
- (d) A deadline extension may be granted with leave of the Board in exceptional circumstances. Where the extension does not result in an organisational breach of legislation;
  - (i) The Board will follow any legislative requirements or direction from regulatory authorities where applicable.
  - (ii) The Board may request that specific actions are undertaken and evidenced in order for an extension to remain in place;

- (iii) Relevant evidence of actions or activity on outstanding requirements must be provided to the Company Secretary and reported to the Board on a regular basis determined within the deadline extension;
- (iv) Should the evidence of actions or activity on outstanding requirements be unsatisfactory to the Board, the Board retains the authority to revoke any deadline extension.
- (v) The grant and /or revocation of an extension is to be provided in writing by the Company Secretary.

## **4. Elections**

### **4.1 General**

- (a) Elections must be held on an Academic Day.
- (b) Elections may be conducted by postal ballot, in person ballot (e.g. on the ground voting) or online ballot as technology allows.
- (c) The Board shall determine from time to time the form of each ballot.
- (d) Elections must be conducted in accordance with these Regulations and Arc's Constitution.
- (e) Prospective candidates must be eligible to be elected in order to have their nomination accepted, and must be eligible at the close of nominations and remain eligible up to the conclusion of the election period.

### **4.2 Returning Officer**

- (a) For each election the Board must appoint a Returning Officer to conduct elections in accordance with these Regulations.
- (b) Wherever applicable, the Returning Officer position must be advertised publicly.
- (c) The Returning Officer must be an independent person, not connected with any person who proposes to stand for any position in that election. The Returning Officer may not be a person who is, or has nominated or seconded, a candidate in the current elections.
- (d) The Board may appoint a non-Member as the Returning Officer and may pay the Returning Officer a sum it deems appropriate for the work carried out in relation to elections.
- (e) The Returning Officer is appointed by and accountable to the Board or its delegate/s.
- (f) The Returning Officer's decision is final on all matters affecting the eligibility of candidates, the conduct and results of an election and such other matters as may at any time affect the conduct of elections.

### **4.3 Responsibilities of Returning Officer**

The Returning Officer reports to the Governing Board of the Company only and is responsible for:

- (a) Candidates' speeches, videos or other promotional materials as approved and within the budget;
- (b) Reviewing and approving/denying all relevant the Company publications or Company facilitated content (including the release or dissemination of such content) during the election period with the right to veto any material deemed not to be independent or in line with these Regulations;
- (c) Appointment, training and supervising of polling clerks;
- (d) Obtaining a roll of students, or reasonable alternative as determined by the Board from time to time, who are entitled to vote at each election. The roll must contain the names, membership number and, if available, controlling faculty, for each Student;

- (e) Reviewing, validating and determining whether candidate nomination forms meet the requirements of candidacy;
- (f) Clarifying candidates queries on matters relating to the election regulations;
- (g) Ensuring that all nominees and candidates are given clear and direct contact details for the Returning Officer;
- (h) Ruling on disputes and complaints raised against candidates and campaigners during the election period including the UNSW College Code of Conduct and any conduct standards adopted by the Company.
- (i) Counting votes as soon as practical after polling closes;
- (j) With reference to the relevant “composition” of each body, ensuring that during the counting of votes the positions contested are filled by eligible candidates;
- (k) Causing the results of the election to become public (“the declaration of the ballot”);
- (l) Preparation and submission of a Returning Officer’s report to the Board, which includes the official election results and a budget/expenses statement;
- (m) The general conduct of the elections and any other matters related to the elections, including directions to enforce these Regulations, and/or ensure the health and safety of candidates, campaigners, students involved in the elections and other individuals.
- (n) Determining the permitted physical designated areas for on-campus campaigning including designated days/times, as well as timeframes/periods for online campaigning, including designated days/times where applicable.
- (o) The preparation of any relevant election guidelines that supplement these Regulations and making these available to all students at the commencement of the Election Period.

#### **4.4 Assistant Returning Officers and Polling Clerks**

- (a) The Returning Officer may appoint Assistant Returning Officers and Polling Clerks to assist in the conduct of elections.
- (b) Assistant Returning Officers and polling clerks must be independent and not affiliated with any candidate standing in an election.

#### **4.5 Misconduct of Assistant Returning Officers:**

Misconduct of Assistant Returning Officers and Polling Clerks is defined as:

- (a) Campaigning on behalf of any one or more candidates;
- (b) Posting election material for any one or more candidates on campus;
- (c) Allowing irregularities to occur in the voting;
- (d) Accepting money, gifts or favours on the understanding that the recipient will attempt to influence the outcome of the election; or
- (e) Producing an Election Broadsheet that deliberately prejudices the chances of a candidate.

#### **4.6 Time of Elections**

- (a) Elections to elect Students to the Board must be held once every year on an Academic Day as determined by the Board from time to time.
- (b) In accordance with these Regulations, only Student Director positions shall be the positions contested at the election.

## **4.7 Qualifications for Elections**

- (a) Any person who seeks election in accordance with these Regulations as a Student Director of the Board, must be a Student or an Alumni Student.
- (b) All Students are entitled to vote at elections of Student Directors to the Board.

## **4.8 Notice**

- (a) For the Board elections, the Returning Officer must give notice of elections to all Members at least 21 days prior to the proposed date of that election.
- (b) The notice must be published in the relevant official Company publications and on relevant official Company notice boards and Company website, and through UNSW College channels where possible. The notice must include:
  - (i) A list of all positions to be elected;
  - (ii) Notification of the date and time nominations open and close; and
  - (iii) Notification of where nomination forms may be obtained and lodged.
  - (iv) Notification that elected Directors and Officers of the Company are authorised to represent Students on matters relating to SSAF.

## **4.9 Making of Nominations**

- (a) For all Company elections, candidates must give written consent to the Company to verify their eligibility for the Arc elections and consent for UNSW College to disclose their student records in relation to misconduct. This consent will be taken to expire upon the conclusion of the candidate's term of office.
- (b) Nominations of candidates for an election are to be made by sending or delivering nomination papers to the Returning Officer within the timeframe set by the Returning Officer in accordance with these Regulations.
- (c) Nomination papers shall be in a form approved by the Returning Officer.
- (d) There must be a separate nomination paper for each candidate.
- (e) A candidate may provide with the nomination paper a recent photograph and a statement of not more than 150 words, or as determined by the Returning Officer, containing information relating to the candidate that they wish to supply.
- (f) The Returning Officer may edit statements supplied to ensure they are not sexist, homophobic, racist or otherwise offensive in such a manner that the Returning Officer believes would discriminate against, or be offensive to members of the university community.
- (g) Statements containing more than 150 words may be cut beyond the 150th word so as not to exceed that limit.
- (h) The edited statements, and a copy of any photograph supplied, must be made available to eligible voters.
- (i) The Returning Officer must reject a nomination paper if satisfied that:
  - (i) The nomination is not duly made; or
  - (ii) The person nominated is not eligible to be elected; or
  - (iii) The candidate has failed to give written consent in accordance with section 4.9(a) or

- (iv) Persons nominated are found to have an entry on the Student Misconduct Register will have their nomination instantly rejected and will not be eligible to stand and run in any Arc elections; or
- (v) Arc has prior knowledge that the nominee has contravened any of Arc's employment or conduct related policies.
- (j) The Returning Officer must immediately submit the rejected nomination and any supporting details to the Board for consideration when rejecting a nomination under section 4.9 (i)(v) of these Regulations. The Board, acting in good faith, will determine, by ordinary resolution, whether the nomination will be accepted or rejected. The decision of the Board will be final.
- (k) Persons nominated who have had their nomination paper rejected for reasons other than those included in clause 4.9(i)(iv) and 4.9(i)(v), may resubmit an application but only within 48 hours from notification from the Returning Officer to correct any errors or omissions that resulted in the rejection – this process will only be afforded to persons on one (1) occasion.

#### **4.10 Notice of Candidates**

- (a) The Returning Officer must, as soon as practicable after the close of nominations for an election, cause a notice of the names of the persons whose nominations have been accepted, to be posted on relevant publications and websites of the Company and in such other places as the Board may determine.
- (b) The notice must also include the polling dates, times and locations for the elections.

#### **4.11 Dealing with Nominations**

- (a) If no more valid nominations are received of persons for election than there are positions available, the Returning Officer must declare the person or persons nominated to be elected. If more nominations are accepted than there are positions available, there must be a ballot for the positions concerned.
- (b) If insufficient valid nominations are received of persons for election than there are positions available those nominated shall be declared elected with the Returning Officer re-opening nominations for the unfilled positions;
  - (i) The Returning Officer must re-open nominations for a period of seven (7) days and follow the process outlined in Regulation 10.
  - (ii) If after seven (7) days there still remain insufficient valid nominations, the Board may with a majority vote at a Board Meeting co-opt a person(s) who would have qualified to nominate as a candidate to fill the position(s) available.

#### **4.12 Form of Ballot**

A ballot for election must be a secret ballot held in accordance with these Regulations.

#### **4.13 Contents of Ballot Paper**

- (a) For each ballot where there is only one candidate to be elected, each ballot paper must contain the names of the candidates in an order determined by the Returning Officer by conducting a draw as follows:
  - (i) The names of the candidates concerned are to be written on separate and similar slips of paper,
  - (ii) The slips are to be folded so as to prevent identification,
  - (iii) The slips are then to be mixed and drawn at random,
  - (iv) The candidates' names are to be listed in the order in which they are drawn.
- (b) All ballot papers for ballots where there is more than one candidate to be elected will be in a form which provides for above and below the line voting. The ballot papers must contain the names of the candidates in each Ticket in the order supplied by the Ticket. The Tickets will be shown on the ballot paper in an



order determined by the Returning Officer by conducting a draw in the same manner as in (a) above. This draw will be done once and will apply to all such ballots within the particular election.

- (c) The ballot paper must be initialled by the Returning Officer or by an assistant Returning Officer or polling clerk appointed by the Returning Officer. A ballot paper stamped with a facsimile of the relevant initials is taken to be initialled in accordance with this subclause.

#### **4.14 Method of Voting**

- (a) Each voter is to mark a vote on the ballot paper by placing the figure “1” in the square opposite the name of the candidate to whom the voter desires to give first preference. A clear intention using a tick, cross or slash will also be accepted as a first preference vote, however no further preferences will be counted.
- (b) The voter may, but need not, place consecutive figures (commencing with the figure “2”) in the squares opposite the names of any of the remaining candidates so as to indicate, by numerical sequence, the order of the voter’s preference for them.
- (c) For postal voting the voter must return to the Returning Officer the ballot paper enclosed (without anything else) and sealed in the envelope marked “Ballot Paper”, which must be enclosed and sealed in the other envelope addressed to the Returning Officer, with the form of declaration as to identity and entitlement to vote duly completed.
- (d) For on-the-ground voting, voters may only be issued with ballot papers after their identity and eligibility to vote has been verified by the Returning Officer or an assistant Returning Officer or polling clerk appointed by the Returning Officer. The voter must return the ballot paper by placing it in the ballot box provided by the Returning Officer at the polling location.
- (e) All formal ballot papers received by the Returning Officer before the close of ballot must be counted in the ballot.
- (f) All ballot boxes and/ or envelopes received by the Returning Officer under this clause must remain unopened until the close of the ballot.

#### **4.15 Informal Ballot Papers**

A ballot paper is informal if it has on it any mark or writing that, in the opinion of the Returning Officer, would enable any person to identify the voter.

#### **4.16 Procedure on Close of Ballot**

- (a) As soon as practicable after the close of ballot, the Returning Officer must;
  - (i) Open the ballot boxes and/ or envelopes addressed to the Returning Officer and received before the close of ballot,
  - (ii) For postal voting, if the declaration of identity and entitlement to vote is duly signed by a qualified voter, place the unopened envelope containing the ballot paper with other similar envelopes;
  - (iii) For postal voting, open the envelopes referred to in Section (ii) and take out the ballot papers; and
  - (iv) Count the votes, and ascertain the result of the ballot, in accordance with these Regulations.

#### **4.17 Deferment**

- (a) Deferred Students may vote in Company elections, provided all other requirements for voting are met.
- (b) If a deferred candidate nominates for election to any position, the Returning Officer is only to accept their nomination provided that the Student declares that it is their intention not to be deferred at the commencement of their next trimester after the date they are elected.
- (c) Should any Student wish to defer after they are elected to any position, they must consult the head of their council or student body (if applicable), then gain the consent of the Board.

(d) This clause also applies to students who are on program leave.

## 5. **Variation of Regulations**

These Regulations may only be amended, varied or repealed by a Special Resolution of the Board passed in accordance with the Constitution.

<b>Responsible Officer</b>	General Manager
<b>Approved by</b>	Board
<b>Approval date</b>	02 May 2025
<b>Related documents</b>	Company Constitution
<b>To be reviewed</b>	As deemed necessary by the Board
<b>Modifications/ Amendment history</b>	02 May 2025: New Policy