

The Council of Knox College and Salmond Hall (Incorporated)

Recommendation

1. That the Assembly approves the amendments to the constitution of the Council of Knox College and Salmond College (Inc.) in accordance with the draft document submitted.

Report

1 Membership of the Council

- 1.1 During the course of 2008-09 the membership of the Council changed significantly, with the occurrence of one vacancy and the appointment of four new members.
- 1.2 In November 2009 Mr Doug Graham died after a short illness. Mr Graham had been a member of the Council since 1995 and served as Convener of the Council's Property and Works Committee for six years. He monitored the Council's interests during the construction of the Macalister Wing at Salmond College, the refurbishment of the Salmond College kitchens, and stages one and two of the Hewitson Wing redevelopment at Knox College. Shortly before his death Mr Graham had submitted his resignation from the Council.
- 1.3 Mr John Henderson is a former Dunedin City Council Engineer.
- 1.4 Mrs Margie Campbell-Price is the head of the Department of Curriculum Development and Teaching within the University of Otago's College of Education.
- 1.5 Ms Hilary Halba, a former resident of Salmond College, is an executive lecturer of the University of Otago's Department of Theatre Studies.
- 1.6 Mr Philip Somerville, a former secretary of the Knox College Students' Club, is Editorial Manager at the *Otago Daily Times*. He is parish clerk of Opoho Presbyterian Church.
- 1.7 Emeritus Professor W. Hew McLeod, a member of Council from 1973 to 2004 died in July 2009. Professor McLeod had been a resident of Knox College from 1951 to 1954, and had served on the Students' Club Executive in his final year. He was a world-renowned and well-respected historian, virtually creating modern Sikh studies. His funeral was held in the Ross Chapel, Knox College, with a video relay into the Junior Common Room being necessary due to the large number of people who attended.

2 Retirement and election of chairman

At the 2010 AGM of the Council, Emeritus Professor George Petersen stepped down as chairman of the Council. Professor Petersen joined the Council in 1986, having previously been a resident of Knox College from 1951 to 1955. He was elected to the Chair in 1989 where he remained for the next 21 years. During his time as Chairman he helped to steer both Colleges through periods of great change in tertiary education, and took a keen and supportive interest in Knox College and Salmond College. Although he stepped down as Chairman, Professor Petersen remains as a respected and valued member of the Council. His position as Chairman was taken by Dr Royden Somerville QC, formerly the Vice-Chairman of Council. The Council's new Vice-Chairman is Mr Philip Somerville.

3 Student accommodation

During 2008 and 2009 both Knox College and Salmond College were full, providing residential accommodation to more than 400 tertiary students in both years. New building projects during the past six years have significantly increased the number of residents accommodated by the Colleges.

4 Knox College

- 4.1 The large proportion of residents who seek re-entry into College each year continues to be a source of satisfaction. Only a very small number of first year residents do not (or are encouraged not to) apply for readmission. At the conclusion of 2008 seven second year students sought re-entry into College as third year residents. It was hoped that this would be the beginning of a trend of third year students returning to Knox College.
- 4.2 2008 and 2009 were both years of academic, cultural and sporting successes. In 2008 1,300 University papers were examined, 42 percent of them receiving an A grade, 36 percent receiving a B grade, and 14 percent receiving a C grade. These were the best results ever achieved by the College since record keeping began. Forty-two residents were admitted to restricted entry courses for the end of 2008. In 2009 there were 1,272 papers examined, with 43 percent of all papers receiving an A grade. Forty residents were admitted to restricted entry courses on the basis of their 2009 results.
- 4.3 2009 marked the inaugural year of the Elman Poole Centennial Fellowship in music. Dr Elman Poole, the founder of the fellowship, is a former resident of the College. The holder of the Fellowship is entitled to full board and lodgings for two years, together with funds for overseas travel during the course of their research. The inaugural Fellow is Miss Rachel Swindells MusB(Hons)(Otago) LTCL LRSM, a PhD candidate who is studying at the University of Otago's Department of Music. Towards the end of 2009, Mr Stephen Gardiner MA, a PhD candidate in the History Department, was awarded the Ross Fellowship.
- 4.4 The Ross Chapel continued to be the venue for weekly chapel services during the academic session. Approximately sixty members of College attended

services each week, while many more attend those services that marked important College or national events.

- 4.5 Four new Quinquennial Fellows were elected and admitted to the College in 2008. They were Professor Amanda Barusch, His Honour Judge Oke Blaikie, Mr Richard Madden and the Rev Dr John Roxborough. 2009 saw a large number of new Fellows admitted to the Senior Common Room, in part to mark the College's centennial. The Rev John Allen, the Rev John Sinclair and Professor Sir David Skegg were all elected Life Fellows of the College, and Mrs Wendy Aitken, Professor Andrew Bradstock, Professor Jean Fleming, Dr Warwick Johnston, Professor Liam McIlvanney, Mr Stuart McLauchlan, Emeritus Professor Helen Leach, the Rev Associate Professor Murray Rae and Mr James Wallace were all elected Quinquennial Fellows. Membership of the Common Room now stands at seventy-three.
- 4.6 Three Knox College buildings situated in Somerville Court have been renamed. Marshall House has been so named to commemorate the mastership of the Rev Peter Marshall, the fifth Master of the College. Glendining House and Wilson House respectively commemorate the generosity of Mrs Mary Glendining and Mr Samuel Wilson, significant benefactors of the College during its early years.
- 4.7 Midway through 2008, Dr Richard Berkeley, the Assistant Master, resigned from his post in order to take a position in the High Court in Wellington as a Judge's Clerk. Mr Patrick Harsveldt, then the Ross Fellow, was appointed Assistant Master in Dr Berkeley's stead and continued to hold this position through 2009.
- 4.8 2009 was Knox's centennial year, a significant milestone in the life of any residential College. A weekend of celebrations took place over August 7 to 9, with more than 400 people attending the celebrations. Highlights of the weekend included the launch of *A Living Tradition* – the College's centennial history, the Centennial Ball, the Centennial Church Service, and the Centennial Dinner. College residents participated in many events, swelling the numbers at some functions to more than 600. The weekend was very successful, with the College receiving a constant stream of congratulatory letters from attendees during the weeks and months following the celebrations.

5 Salmond College

- 5.1 2008 and 2009 were both very successful years in the life of Salmond College. As has been the case since 2000, the College was full throughout both years, with 192 residents. There was increasing competition for the available places.
- 5.2 The College continued to provide accommodation and care for a diverse group of students undertaking courses at the University of Otago and Otago Polytechnic. The special relationship between Salmond College and the Dunedin College of Education continued, albeit in a reduced form, following the merger between the College of Education and the University.

- 5.3 The major refurbishment of the College kitchen was largely completed by the start of the 2008 academic year. This project, costing \$1.3m, has resulted in a much improved facility.
- 5.4 In addition to our ongoing refurbishment programme, the stained glass windows of the Waddell Chapel were restored in 2009 and have been returned to their former magnificence.
- 5.5 A number of conferences and functions were successfully hosted at the College in addition to our core function of providing for students.
- 5.6 A wide range of social, cultural and sporting activities was enjoyed by residents. The Southgate Trophy (the College's annual sporting competition between St Margaret's College, Studholme College and Salmond College in 13 different sports, played during weekends throughout the year) was again played for in fine spirit with Salmond succeeding in winning it in 2008. The College also enjoyed participating in the Iona Trophy competition for cultural activities (choir, public speaking and debating) against the same two Colleges, albeit unsuccessfully.
- 5.7 Academically the year was a success as well, with several residents gaining entry to specialised courses as a result of high levels of performance, and overall marks were very pleasing.
- 5.8 An important feature of Salmond College has been the dedicated staff team, many of whom have worked at the College for a long time. In 2008, the College celebrated the completion of 30 years of service by Mr Steve Winter, the Salmond maintenance officer, and 20 years service by three kitchen staff.
- 5.9 The Rev Helen Harray continued with the role of Hall Chaplain in 2008/9. Her weekly visits and participation in several activities during both years were again much appreciated.

6 The Council's financial situation and property

- 6.1 During the 2008/09 summer break the former Theological Students' Union common room and Hewitson Library journal floor were remodelled to become a new Presbyterian Church Archives Office and Archives' stack area. This was a significant project involving structural work, new data communications and a complete rebuild of the former TSU common room. The result has been a significant improvement on the Archives' previous location and marks the first time that the Archives Office has had a purpose-built and designed location.
- 6.2 Shortly before the end of the 2009 session, builders moved on site to remodel the ground floor of much of the Hewitson Wing for the Knox Centre for Ministry and Leadership. This work took some six months to complete and involved a complete demolition of the existing fixtures and fittings and reconstruction into a purpose-built teaching area and staff studies and offices for the Knox Centre.

- 6.3 Both summer breaks have seen much building, refurbishment and maintenance work at both Colleges. During the 2008/09 break ten new bedrooms were constructed at Knox College through the addition of a second floor to the (then) Somerville Court unit 5 and two new bedrooms in the Mackay Wing. During the 2009/10 break two new rooms were constructed in the (then) Somerville Court units 3 and 4. This work has raised the capacity of Knox College to 214 residential rooms.
- 6.4 A further stage in the Oamaru stone restoration and earthquake strengthening work at Knox College was completed, with the chimneys, finials, and battlements being restored, pinned and tied in accordance with current building practice. This has restored the roofline to its original form and, once the new stonework fades, it will be difficult to detect the new from the old. This project was funded from various donor organisations, including the Lottery Grants Board and the Otago Community Trust.
- 6.5 Over the 2007/08 summer break the Salmond College kitchen received an extensive and expensive refurbishment. The room and amenities refurbishment programme continued during both summer breaks, with several bathrooms being rebuilt and a number of bedrooms repainted.

7 The Hewitson Library

- 7.1 **Journal Collection**
The retrospective cataloguing of the journal collection has been completed. All the Library's journal records have been updated and catalogued onto *Te Puna*, the New Zealand Bibliographic Database and *Voyager* the on-line catalogue of the University of Otago Library. The journals are now available on the World Wide Web.
- 7.2 **Hewitson Wing Redevelopment**
In order for stage one to begin the Library surrendered its floor in the Centennial Wing and swapped this space for the space occupied by the Archives collections in the basement of the Hewitson Wing. The journal collection was removed to temporary storage to allow work to begin and then moved to its new home in the basement after the completion of Stage I. Consequently, the Library had a very patchy year in terms of office accommodation and access to users. However, the end result was well worth all the turmoil and inconvenience.
- 7.3 **Friends of the Knox College Library**
The Friends has now invigorated itself under the careful stewardship of its president, Dr David Galloway, a Fellow of Knox College. The Friends has engaged with members and the wider community by offering a range of programmes culminating in the *Darwin Symposium* in September last year.
- 7.4 **Donations**
The Library received the book and journal collection from the former Centre for Contextual Theology and a substantial number of books from the Chrysalis Seed Trust. The Chrysalis Seed Trust collection, which was formerly based in Christchurch, consists of art books around the theme of art and faith.

8 Council constitution

One of the recommendations from recent reviews of each College has been that the Council constitution be thoroughly updated. The new constitution has been comprehensively debated and was adopted, by the Council at its Annual General Meeting, held on 18 May 2010, (subject to the approval of the General Assembly).

R J Somerville QC
Chairman

Appendix: Amended constitution for approval by the General Assembly

THE CONSTITUTION OF THE COUNCIL OF KNOX COLLEGE AND SALMOND COLLEGE**1. DEFINITIONS**

- 1.1 In this Constitution and in any Regulations made under this Constitution unless the contrary intention appears:

"Centre" means the Knox Centre for Ministry and Leadership.

"Council Member" means a member of the Council for the time being.

"Council" means the Council of the Colleges appointed pursuant to this Constitution.

"Chairperson" means the person for the time being appointed to that office pursuant to clause 4.3.

"Church" means the Presbyterian Church of Aotearoa New Zealand.

"Constitution" means the Constitution of the Council as amended from time to time.

"Fellows" means members of the Senior Common Room of either Knox College or Salmond College duly elected and admitted in accordance with the constitutions of such Senior Common Rooms.

"General Assembly" means the General Assembly of the Church.

"Master" means the person for the time being appointed to that office by the Church on the recommendation of the Council for the Colleges.

"Office Bearers" means those persons holding the office of Chairperson, Vice-Chairperson, Secretary or Masters.

"Officers" includes Council Members and Office Bearers.

"Regulations" means regulations made by the Council pursuant to this Constitution.

"Secretary" means the person for the time being appointed to that office by the Council.

"Students" means all those persons who are currently enrolled as students at the Colleges in accordance with the Regulations.

"Synod" means the Synod of Otago and Southland.

"The Colleges" means Knox College and Salmond College.

"The Treasurer" means the person for the time being appointed to that office by the Council.

"The Trust Board" means the Otago Foundation Trust Board established under the Otago Foundation Trust Board Act 1992.

"University" means the University of Otago.

"Vice-Chairperson" means the person for the time being appointed to that office pursuant to clause 4.4.

"Visitor" means the Moderator of the General Assembly of the Church for the time being.

"Year" means the period from 1 January to 31 December in each year.

- 1.2 Where a word or phrase is given a defined meaning, any other part of speech or other grammatical form in respect of that word or phrase has a corresponding meaning.

- 1.3 Unless the context otherwise requires, a word which denotes:

- 1.3.1 the singular denotes the plural and vice versa;

- 1.3.2 any gender denotes the other gender;

- 1.3.3 a person denotes an individual, a body corporate, a partnership, a firm, an unincorporated association or institution and a government body; and

- 1.3.4 a notice denotes any publication or other written communication.

2. AFFILIATION WITH THE UNIVERSITY AND ASSOCIATION WITH THE CENTRE

- 2.1 The Colleges were founded by the Church and are affiliated with and connected to the University under terms set out in the University's Affiliated Colleges and Halls Statute 2000.

- 2.2 Knox College from its foundation was the location of the Theological Hall of the Church and is the location of the Centre.

3. OBJECTS OF THE COUNCIL

- 3.1 The Council is established to carry out the following spiritual, charitable or educational purposes:

- 3.1.1 to act as the governing body of the Colleges;
- 3.1.2 to have due regard and care for accommodation of the Hewitson Library, the Centre, and the Archives of the Church;
- 3.1.3 to provide suitable accommodation and pastoral care for tertiary students to reside under Christian influence and discipline. Neither religious faith nor race shall be barriers to accommodation;
- 3.1.4 to provide an environment in which the members of the Colleges may optimise their academic and personal potential;
- 3.1.5 to enhance student learning by ensuring that academic support and assistance is provided;
- 3.1.6 to achieve public recognition of the Colleges' distinctive quality and leadership as residential Colleges;
- 3.1.7. to provide facilities, services, board and lodging for fellows, staff and other persons;
- 3.1.8 to determine the fees to be charged for residence and tuition;
- 3.1.9 to recommend to the General Assembly suitable candidates for appointment as Masters of the Colleges;
- 3.1.10 to make by-laws for regulating the discipline and management of the Colleges and for conducting proceedings of the Council, provided that the registrar of Incorporated Societies consents thereto in so far as such consent may be necessary;
- 3.1.11 to purchase or otherwise acquire or sell or otherwise alienate any real or personal property, and to maintain, improve and otherwise manage property owned by the Council;
- 3.1.12 to raise money by way of loan on the security of the Council's property or in such other manner as may be deemed expedient and for the purchase of any such loan the Council may seal and issue debentures secured on the property of the Council both present and future and may also seal and execute any deed of mortgage or other instrument for securing payment of money raised;
- 3.1.13 to prosecute and defend legal or other proceedings relating to the Colleges or the property of the Council;
- 3.1.14 to do all such other acts and things as are incidental to or will further or conducive to the attainment of the forgoing objects or any of them PROVIDED THAT nothing hereinbefore contained shall authorise any objects that are not charitable in law.

4. MEMBERSHIP

- 4.1 The College Council shall consist of:
 - 4.1.1 both Masters ex officio;
 - 4.1.2 the Principal of the Centre, ex officio;
 - 4.1.3 six members appointed by the Church on the recommendation of the Council, of whom at least four shall be former residents of either Knox College or Salmond College;
 - 4.1.4 four members appointment by the Council;
 - 4.1.5 one member appointed by the Synod on the recommendation of the Council.
- 4.2 The Regulations may make provision for the manner of appointment of Council Members and the election of the Chairperson and Vice-Chairperson.
 - 4.2.1 The Council Members appointed pursuant to clauses 4.1 to 4.1.5 are appointed for a 3 year term and are eligible for re-appointment.
- 4.3 The Council shall elect a person to be the Chairperson of the Council in accordance with Regulations made for that purpose.
 - 4.3.1 The Chairperson holds office for a period of one year and is eligible for re-election.
- 4.4 The Council shall elect a person to be the Vice-Chairperson of the Council in accordance with regulations made for that purpose.
 - 4.4.1 The Vice-Chairperson holds office for a period of one year and is eligible for re-election.
- 4.5 The office of a Council Member becomes vacant:
 - 4.5.1 If the Council Member dies or resigns that office by notice in writing to the Chairperson of the Council;
 - 4.5.2 If the Council Member becomes an insolvent under administration;
 - 4.5.3 If the Council Member becomes a person whose estate or person is liable to be dealt with in any way under the law relating to mental health;
 - 4.5.4 If the Council Member is absent without leave of the Council from three consecutive meetings of the Council and the Council determines that the Council Member should no longer be a Council Member;

- 4.5.5 If the Council Member is directly or indirectly interested in any contract or proposed contract with the College and fails to declare the nature of that interest and the Council determines that the Council Member should no longer be a Council Member;
- 4.5.6 If the Council Member commits any act or omission likely in the bona fide opinion of the Council to bring discredit to the College or be inimical to its objects and the Council determines that the Council Member should no longer be a Council Member.
- 4.6 Any casual vacancy in the office of a Council Member shall be filled by the remaining Members of the Council.
- 4.6.1 Any casual vacancy in the office of an appointed Council Member shall be filled in the same manner as is hereby provided for appointment of a Council Member for the place in the Council which has become vacant.
- 4.6.2 A Council Member appointed to fill a casual vacancy shall have the qualifications required by this Constitution or Regulations made under it for appointment to the place in the Council which has become vacant.
- 4.6.3 A person appointed to fill a casual vacancy holds office during the residue of the term of the Council Member whose place is to be filled.
- 4.7 Notwithstanding the provisions of clause 4 the Council constituted under this Constitution approved by the Church on (date of last constitution) continues to be the governing body of the Colleges until the date this Constitution comes into force.

5. POWERS AND DUTIES OF THE COUNCIL

- 5.1 The welfare, business affairs, concerns and property of the Colleges are the responsibility of the Council. The Council may exercise all powers of the Colleges and on behalf of the Colleges do all such acts as may be exercised and done by the Colleges and as are provided for in this Constitution.
- 5.2 The Council shall at each Annual General Meeting elect a Chairperson and a Vice-Chairperson.
- 5.3 The Council shall have full power to appoint and remove all Officers of the Colleges other than those appointed by the Church and Synod.
- 5.4 The Council shall have the power to conduct its business as it sees fit, to formulate procedural rules and appoint committees.
- 5.5 The Council shall have the power to delegate all or any of its powers and functions to individuals or committees.

- 5.6 The Council shall control, manage and invest the Council's funds.
- 5.7 The Council shall:
- 5.7.1 take the steps necessary or appropriate for the welfare and good government of the Colleges and
 - 5.7.2 report to each General Assembly of the Church and to each Annual General Meeting of the Synod.
- 5.8 Without limiting the generality of the provisions of clauses 5.1 and 5.6, the Council may:
- 5.8.1 seek, encourage and accept gifts, grants, donations and endorsements;
 - 5.8.2 obtain or procure by contract or otherwise, intellectual property rights, professional, administrative, technical or other services for the purposes of the Council;
 - 5.8.3 fix the fees to be paid by students;
 - 5.8.4 approve an annual budget for the Colleges;
 - 5.8.5 recommend the appointment of the Masters to the General Assembly;
 - 5.8.6 make and amend Regulations for any of the purposes of this Constitution;
 - 5.8.7 admit Fellows in accordance with the Regulations.

6. PROCEEDINGS OF THE COUNCIL

- 6.1 The Council shall convene and hold an Annual General Meeting not later than the 30th day of June in each year.
- 6.2 All members of Council shall be notified of the Annual General Meeting and of the business to be transacted at the Meeting not less than seven days before the Meeting.
- 6.3 The quorum for the Annual General Meeting shall be 50% of Council members who shall be personally present.
- 6.4 At every Annual General Meeting the Statement of Financial Performance and the Statement of Financial Position for the last financial year shall be submitted and dealt with.
- 6.5 All questions and matters brought before the Annual General Meeting shall be decided by a majority of the votes of the members present. Each member has one vote and the Chairperson also has a casting vote.

- 6.6 The quorum for meetings other than the Annual General Meeting of the Council shall be 50% of the Council members.
- 6.7 Aside from the special requirements relating to the Annual General Meeting in clauses 6.1 to 6.6 above, the Council shall have full power to make rules regarding the mode of conducting its own proceedings.

7. THE MASTERS

- 7.1 The Council shall recommend to the Church persons to be Masters on such terms, conditions and remuneration as the Council determines.
- 7.2 The appointment of the Masters is made by the Church on the recommendation of the Council.
- 7.3 The Masters have the obligation to further the objects of the Colleges as set out in clause 3 of this Constitution.
- 7.4 The Masters are responsible for the welfare of the College communities and are the chief executive officers of their respective Colleges.
- 7.5 The Council may from time to time and upon such terms and conditions and with such restrictions as it deems fit, confer upon the Masters all or any of the powers, authorities, delegations and discretions vested in the Council generally. Any powers, authorities, delegations and discretions so conferred may be concurrent with, or be to the exclusion of, the powers of the Council, and the Council is bound to abide by and conform to a valid exercise of power, authority, delegation or discretion by the Masters in regard to the activities of the Colleges.
- 7.6. The Council may at any time or times, alter, revoke, withdraw or vary all or any of the powers delegated to the Master.
- 7.7 The Masters are required to reside in the Colleges unless otherwise provided in his or her terms of appointment, or agreed by the Council. If required to reside in the College, the Master is entitled to occupy the Master's Lodge.

8. ACTING MASTER

- 8.1 The Council may appoint a person as Acting Master during the absence or following the death, retirement or personal disability of a Master. The person so appointed has, during the period of that appointment, all the powers and duties of such Master, and takes that Master's place on the Council.

9. PROPERTY OF THE COUNCIL

- 9.1 The property of the Council which is vested in the Otago Foundation Trust Board pursuant to the Otago Foundation Trust Board Act 1992 shall be administered by the Council for the purposes of the Colleges in accordance with the Constitution.

- 9.2 All other property of the Council shall be administered by it for the purposes of the Colleges in accordance with the Constitution.

10. ACCOUNTS AND AUDIT

- 10.1 The Council shall cause proper accounting and other records to be kept of the Colleges.
- 10.2 The Council shall cause to be prepared an annual set of accounts of the operations of the Council.
- 10.3 The Council shall appoint and maintain the services of an auditor to audit the accounts of the Council. The auditor may only be removed by the Council.
- 10.4 The Council shall consider the audited annual set of accounts and if considered appropriate adopt them.

11. INDEMNITY FOR COUNCIL MEMBERS

- 11.1 To the extent lawfully permitted, every person who is or has been an Officer of the Council is indemnified out of the assets of the Council against any liability arising out of the execution of the duties of their office which is incurred by them in defending any proceedings, whether civil or criminal, in which judgment is given in their favour or in which they are acquitted or in connection with any application in which relief is granted to them by a court in respect of any negligence, default, breach of duty or breach of trust.
- 11.2 To the extent lawfully permitted, the Council may indemnify a person who is or has been an Officer of the Council against liability to another person (other than the Council) incurred by such a person as Officer unless the liability arises out of conduct involving a lack of good faith.
- 11.3 The Council may pay the premium for a contract insuring a person who is or has been an Officer against:
- (a) any liability incurred by that person as an Officer which does not arise out of conduct involving a wilful breach of duty in relation to the Colleges; and
 - (b) any liability for costs and expenses incurred by that person in defending proceedings relating to that person's position with the Colleges, whether civil or criminal, and whatever their outcome.

12. COMMON SEAL

The Council shall have a Common Seal. It shall be used as directed by Council. It shall be affixed to a document only in the presence of and accompanied by the signature of two members of the Council.

13. DISSOLUTION

If any property remains after the winding up or dissolution of the Council and the settlement of all of the Council's debts and liabilities that property shall be given or transferred to the Otago Foundation Trust Board.

14. ALTERATION OF CONSTITUTION

- 14.1 This Constitution may be amended or repealed only at a General Meeting of the Council with a majority of 75 per cent of the Council members, and with the approval of the General Assembly and, where necessary, the Registrar of Incorporated Societies.
- 14.2 All members of the Council shall be provided with a Notice of Motion setting out the proposed amendments to the Constitution at least seven days prior to the General Meeting.