terms as the Trustee thinks fit. The Trustee may remove any Auditor and appoint a replacement.

8. **ACTUARIAL INVESTIGATION**

The Trustee must require the Actuary to make an actuarial investigation and valuation of UniSuper at intervals of not more than 3 years. The Trustee, the Secretary and each Member must supply the Actuary with all information which the Actuary may require. The Actuary must give the Trustee a written report in relation to:

(a) its investigation and valuation;
(b) the financial position of UniSuper;
(c) any other matters required under Superannuation Law; and
(d) any other matters which the Trustee may require.

9. **CONSULTATIVE COMMITTEE**

9.1 **Establishment of Consultative Committee**

There will be a Consultative Committee consisting of persons nominated, appointed or elected as follows:

(a) in the case of an Employer with 750 or more Employees who are Members of Divisions A, B or C:

(i) two persons representing the Employer appointed by the controlling body of the Employer;

(ii) one person representing the academic staff of the Employer, being a person who is:

   (A) a Member entitled to benefits under Division A, B or C;
   (B) a member of the academic staff of the Employer; and
   (C) elected by such of the academic staff of the Employer who are Members;

(iii) one person representing the non-academic staff of the Employer, being a person who is:

   (A) a Member entitled to benefits under Division A, B or C;
   (B) a member of the non-academic staff of the Employer; and
   (C) elected by such of the non-academic staff of the Employer who are Members;

(b) in the case of an Employer with more than 249 but less than 750 Employees who are Members of Divisions A, B or C:

(i) one person representing the Employer appointed by the controlling body of the Employer;
(ii) subject to Clause 9.2, one person representing the academic or non-academic staff of the Employer, being a person who is:

(A) a Member entitled to benefits under Division A, B or C;

(B) a member of the academic or non-academic (as the case may be) staff of the Employer; and

(C) elected by such of the staff of the Employer who are Members.

9.2 Trustee to direct Employers in relation to certain nominations

For the purposes of Clause 9.1(b), the Trustee may direct an Employer as to whether the person to be nominated, appointed or elected is to represent the academic or non-academic staff of the Employer having regard to:

(a) the composition of the Consultative Committee; and

(b) the intention that, as near as practicable, one quarter of the membership is to represent the academic staff of Employers and one quarter is to represent the non-academic staff of Employers.

9.3 Determining the number of Employees who are Members

For the purpose of determining the number of Employees who are Members in respect of a calendar year, the number of Employees who are Members of Divisions A, B or C at the preceding 30 June will be taken into account.

9.4 Term of office for Consultative Committee

Subject to Clause 9.5, a person who has been elected to the Consultative Committee pursuant to Clause 9.1 (as opposed to appointed) will hold office until the conclusion of the election held on or about the fourth anniversary of the effective date of their most recent election to the Consultative Committee. Such a person will be eligible for re-election.

9.5 Ceasing to be a member of the Consultative Committee

A person elected to the Consultative Committee pursuant to Clause 9.1 (as opposed to appointed) will cease to hold office if they:

(a) retire from office by giving notice in writing to the Employer and the Trustee;

(b) cease to be a Member;

(c) cease to be a member of the academic staff or the non-academic staff (as the case may be); or

(d) die.

9.6 Meetings of the Consultative Committee and quorum

The Consultative Committee may determine the basis on which its meetings are to be conducted and the quorum for the transaction of business. Unless otherwise determined, a quorum for a meeting of the Consultative Committee will be 50% of the total number of eligible representatives (including not less than 30% of the total
number of eligible representatives of each of the classes of representatives referred to in Clause 9.1(a)).

9.7 **Functions of the Consultative Committee**

The functions of the Consultative Committee are as follows:

(a) to advise and to make recommendations to the Trustee:

   (i) on matters of difficulty in the implementation or application of the Deed;

   (ii) on matters concerning the Deed; and

   (iii) on any other matters on which the Trustee requires advice; and

(b) to consider and, if thought fit, to give its consent in relation to any matter requiring its consent under the Deed.

9.8 **Alternates and Proxies**

Members of the Consultative Committee who are likely to be absent may, in accordance with procedures determined by the Consultative Committee, appoint:

(a) an alternate to receive notices and papers concerning the business of the Consultative Committee and to attend at or vote on any matter or resolution before the Consultative Committee whether in meeting, by circular resolution or otherwise; and

(b) a proxy to vote on any resolution before a meeting of the Consultative Committee.

10. **POWER TO ESTABLISH COMMITTEES**

(a) The Trustee may appoint one or more committees to perform such duties as may be delegated or conferred by the Trustee at its discretion.

(b) The members of any such committee may be removed from office by the Trustee at any time.

(c) Any committee so appointed must conform with any directions which may be given by the Trustee.

(d) The Trustee will not be liable for any breach of duty or other wrongful act of any committee or of any member of any committee.

11. **POWER TO APPOINT SECRETARY**

(a) The Trustee may appoint any person as Secretary on such terms as it thinks fit and may remove the Secretary and appoint a replacement at any time.

(b) The Secretary will perform such duties as the Trustee may direct.

(c) The Trustee may appoint an acting Secretary:

   (i) pending the appointment of a Secretary;