

## **RE: Template Constitution for Affiliated Student Societies**

Following several meetings touching on the topic, one component of the Student Guild's pursuit of refined Student Club guidelines is a model constitution.

The rationale is to ensure that Guild-affiliated student bodies have robust and effective rules and procedures guiding their management, which are moderately consistent with each other. This will make it easier for the Student Guild to oversee their activities and also provide greater security to ensure that distributed funding is managed and spent appropriately.

I have now completed this model constitution.

The model constitution is adapted from the Model Rules for Incorporated Associations provided by the Queensland Government, and is also consistent with several provisions covered in the *Associations Incorporation Act 1981* (Qld).

While the Clubs and Societies are not incorporated associations, these guidelines still serve as an ideal starting point. The model constitution has been made as succinct as justifiably possible, making omissions and simplifications where appropriate since the model rules are designed for incorporated associations.

Blue highlights provide commentary to guide club leaders when adapting the constitution to fit their individual needs, and yellow highlights cover key terms of the constitution which must be adapted.

### **Recommendation**

It is recommended that the Committee of Management endorse these constitution templates for distribution to affiliated clubs at the next Clubs and Societies Committee meeting and on the website, as **attached**.

# Constitution of <Society Name>

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## 1. NAME

- 1.1. The name of the society is '<Society Name>' ('the society').

## 2. ORIGIN AND AFFILIATION

- 2.1. The society's origin...

a) Optional: insert information about origin for groups that have broader scope than a single student club, eg Amnesty International USC's would be "The society is an official group of Amnesty International, a Non-Governmental Organisation (NGO) and worldwide movement of people campaigning to protect human rights." If none, simply remove 2.1.

- 2.2. The society is based at the University of the Sunshine Coast Sippy Downs campus, in Australia.
- 2.3. The society is to be affiliated with the University of the Sunshine Coast Student Guild.

## 3. VISION AND OBJECTS

- 3.1. The society exists for the purposes of... (see example below at 3.2 and 3.3)

Put some thought into the exact objects because financial expenditure under section 13.3 is limited to that which is consistent with the objects stated here. Where possible/applicable, clubs are encouraged to emphasise an educative element within their objects.

- 3.2. Amnesty International has a vision of a world in which every person enjoys all of the rights stated in the Universal Declaration of Human Rights and other international human rights standards.

- 3.3. Amnesty International USC exists for the purposes of raising awareness and promoting Human Rights values at USC, and its activities are aligned with the campaigns of Amnesty International Australia. Its core purposes are to foster a community of students who are passionate about social justice, and to run events for the wider student community to engage in human rights campaigns.

## 4. POWERS

- 4.1. The society has all of the powers of an individual. The society may, for example:
  - a) enter into contracts;
  - b) acquire, hold, deal with and dispose of property;
  - c) make charges for services and facilities it supplies; and
  - d) do other things necessary or convenient to be done in carrying out its affairs.

## 5. MEMBERSHIP

- 5.1. The membership of the society consists of students who are enrolled in academic programs at the University of the Sunshine Coast.
- 5.2. Students can become members by completing and submitting the membership form, as created and made available by the management committee, and paying the membership fee.
- 5.3. The membership fee is \$10.
- 5.4. Membership lasts for the duration of the society financial year.
- 5.5. The number of members is unlimited.
- 5.6. A member may cease to be a member of the society by giving written notice of membership resignation to the secretary.
- 5.7. The management committee may also terminate a member's membership if the member—
  - a) is convicted of an indictable offence; or
  - b) does not comply with any of the provisions of these rules; or
  - c) conducts himself or herself in a way considered to be injurious or prejudicial to the character or interests of the society.

## **6. MANAGEMENT COMMITTEE**

- 6.1. The society will be run by the management committee.
- 6.2. The management committee is comprised of the:
  - a) President;
  - b) Vice-President;
  - c) Treasurer.

Recommended minimum default committee; add other positions as desired depending on circumstances. Large societies may wish to have a separate larger committee, and rename this group as the Executive Committee, for example.

- 6.3. Members of the management committee must be:
  - a) An adult aged 18 or over;
  - b) A member of the society; and
  - c) Not ineligible under section 61A of the Act.
- 6.4. Members of the management committee must retire from office upon the commencement of each annual general meeting, but are eligible, on nomination, for re-election.

## **7. MANAGEMENT COMMITTEE OPERATIONS**

- 7.1. Subject to these rules or a resolution of the members of the society carried at a general meeting, the management committee has the general control and management of the administration of the affairs, property and funds of the society.
- 7.2. The management committee may meet and conduct its proceedings as it considers appropriate, at least once every 2 months to exercise its functions.
- 7.3. The president will be the chairperson of each management committee meeting, or if they are unwilling or not present within 15 minutes after the time fixed for the meeting's commencement, then the chairperson will be another member elected by the members present.
- 7.4. Quorum must be formed by more than 50% of the members elected to the committee, as at the close of the last general meeting of the members.
- 7.5. A question arising at a committee meeting is to be decided by a majority vote of members of the committee present at the meeting and, if the votes are equal, the question is decided in the negative.
- 7.6. A member of the management committee must not vote on a question about a contract or proposed contract with the society if the member has a conflicting interest in the contract or proposed contract.
- 7.7. The management committee may appoint a subcommittee consisting of members of the society considered appropriate by the committee to help with the conduct of the society's operations. A member of the subcommittee who is not a member of the management committee is not entitled to vote at a management committee meeting.
- 7.8. A written resolution signed by each member of the management committee is as valid and effectual as if it had been passed at a committee meeting that was properly called and held.

## **8. ANNUAL GENERAL MEETING**

- 8.1. Annual general meetings must be held on the grounds of the University of the Sunshine Coast within four months of the conclusion of the society's financial year.
- 8.2. The business conducted at each annual general meeting must include:
  - a) Receiving the society's financial statements for the last reportable financial year and presenting it to the meeting for adoption; and
  - b) Electing members of the management committee.

## **9. GENERAL MEETINGS**

- 9.1. The secretary or president may call a general meeting of the society by giving at least 14 days' notice of it to every member of the society, in any way the management committee decides. Such notice must state the business to be conducted at the meeting. For annual general meetings, the notice must

also include instructions for members who wish to nominate for election.

- 9.2. The quorum for a general meeting is at least the number of members elected or appointed to the management committee at the close of the society's last general meeting plus 1. However, if all members of the society are members of the management committee, the quorum is the total number of members minus 1. No business may be conducted at a general meeting unless there is a quorum of members when the meeting proceeds to business.
- 9.3. Any member may take part and vote in a general meeting in person, by proxy, or by using any technology that reasonably allows the member to hear and take part in discussions as they happen. Members who participate in a meeting in any of these ways is taken to be present at the meeting.
- 9.4. The president will be the chairperson of each general meeting, or if they are unwilling or not present within 15 minutes after the time fixed for the meeting's commencement, then the chairperson will be another member elected by the members present.
- 9.5. Each question, matter or resolution, other than a special resolution, must be decided by a majority of votes of the members present. Each member present and eligible to vote is entitled to 1 vote only and, if the votes are equal, the chairperson has a casting vote as well as a primary vote. The method of voting is to be decided by the management committee.

## **10. ELECTION**

- 10.1. Members of the management committee must be elected as follows:
  - a) Members of the society may complete a nomination form, as made available by the secretary prior to the election, to indicate their desire to be elected to a specified position.
  - b) Each member of the society present at the annual general meeting may vote for 1 candidate for each vacant position on the management committee.
  - c) If, at the start of the meeting, a position on the management committee has no nominees, nominations may be taken from the floor of the meeting.

## **11. RESIGNATION, REMOVAL AND VACANCY**

- 11.1. A member of the management committee may resign from the committee by giving written notice of resignation to the secretary.
- 11.2. A member may be removed from office at a general meeting of the society if a majority of the members present and eligible to vote at the meeting vote in favour of removing the member. Before a vote of members is taken about removing the member from office, the member must be given a full and fair opportunity to show cause why he or she should not be removed from office.
- 11.3. If an elected member of the management committee resigns, dies or otherwise stops holding office, a casual vacancy arises on the management committee. The continuing members of the committee may appoint another member of the society to fill the vacancy until the next annual general meeting.

## **12. MINUTES**

- 12.1. The secretary must ensure full and accurate minutes of all questions, matters, resolutions and other proceedings of each general meeting and management committee meeting are entered in a minute book.
- 12.2. To ensure the accuracy of the minutes, the minutes of each general meeting must be signed by the chairperson of the meeting, or the chairperson of the next general meeting, verifying their accuracy. The minutes of annual general meetings can alternatively be signed by the chairperson of the next meeting of the society that is a general meeting or annual general meeting, verifying their accuracy.
- 12.3. If asked by a member of the society, the secretary must, within 28 days after the request is made, give the member digital copies of the minutes of the specified meeting.

## **13. FINANCE**

- 13.1. The society's financial year is 1 January through to 31 December each year.

13.2. On behalf of the management committee, the treasurer must, as soon as practicable after the end date of each financial year, ensure a financial statement for its last reportable financial year is prepared.

13.3. The income and property of the society must be used solely in promoting the society's objects and exercising the society's powers, as specified in these rules.

#### **14. FUNDS AND ACCOUNTS**

14.1. The funds of the society must be kept in an account in the name of the society in a financial institution decided by the management committee.

14.2. Records and accounts must be kept in the English language showing full and accurate particulars of the financial affairs of the society.

14.3. All amounts must be society in the financial institution account as soon as practicable after receipt.

14.4. Any payment by the society of \$50 or more must be made by cheque or electronic funds transfer, and approved by any 2 of the following members of the management committee:

- a) President;
- b) Treasurer;
- c) Vice-President;

14.5. Cheques must also be signed by any two of the above members, and crossed not negotiable.

14.6. If one of the above members holds their position by appointment to fill a casual vacancy and was not elected by members at a general meeting, they cannot approve payments.

14.7. A petty cash account must be kept on the imprest system, and the management committee must decide the amount of petty cash to be kept in the account.

14.8. All expenditure must be ratified at a management committee meeting.

#### **15. DOCUMENTS**

15.1. The management committee must ensure the safe custody of books, documents, instruments of title and securities of the society.

#### **16. BY-LAWS**

16.1. The management committee may make, amend or repeal by-laws, not inconsistent with these rules, for the internal management of the society.

**Club leaders note: any additional club rules, guidelines and policies not covered by the constitution should be included in the by-laws.**

16.2. A by-law may be set aside by a vote of members at a general meeting of the society.

#### **17. ALTERATION OF RULES**

17.1. Subject to the Act, these rules may be amended, repealed or added to by a special resolution carried at a general meeting.

#### **18. DISSOLUTION**

18.1. If the society is wound-up under part 10 of the Act and has surplus assets (see section 92(3) of the Act), the surplus assets must not be distributed among the members of the society.

18.2. The surplus assets must be given to another entity—

- a) having objects similar to the society's objects; and
- b) the rules of which prohibit the distribution of the entity's income and assets to its members.

18.3. If it is possible at the time of dissolution, the entity chosen to receive these surplus assets will be University of the Sunshine Coast Student Guild.

**19. INTERPRETATION**

19.1. **Act** refers to the *Associations Incorporation Act 1981* (Qld).

19.2. A word or expression that is not defined in these rules, but is defined in the Act has, if the context permits, the meaning given by the Act.