

Schedule A

DEFAULT STUDENT SOCIETY CONSTITUTION

This document includes guidance and summaries of the *Student Guild (Student Societies) By-Laws 2023* 'by-laws' and other procedural explanations. These are presented in the form of 'Guidance Notes' and 'By-Law Requirements'. These summaries do not form part of the default constitution. They have been included to assist student societies who wish to modify the default constitution to create their own custom constitution and to understand each of the various requirements.

Note for this constitution:

Section 2(a) of the by-laws require a student society complete 'prescribed areas in the schedule'. If the student society is also incorporated under the Associations Incorporation Act 2015 this section also includes information provided to the commissioner under section 29(5).

Schedule – This information is part of the constitution of your student society and must be attached to the copy of the constitution provided to members. A student society may insert as many additional objects as desired.

A. The name of the Student Society is:

.....

Note: the name of the student society:

- Must not be obscene or in poor taste.
- Must not be the name or so nearly resembles the name, or an abbreviation or acronym of the name, of another student society.
- Must include either "society", "club" or "association" but the student society may operate under a different name or acronym.

B. The objects of the Society are:

- (a) To become and remain registered with the Guild.
- (b) To further the interests of enrolled students.
- (c) To assist new students with orientation to the University.
- (d) To encourage and promote cooperation between the Society and other Student societies.
- (e) To do all things that are necessary and proper for the benefit and advancement of the Society and the Guild.
- (f)
- (g)

By-Law Requirements Generally

The rules specified in the 'By-Law Requirements' sections are extracted from the *Student Guild (Student Societies) By-Laws 2023* and specify areas that are restricted from being amended by a student society.

These summaries do not form part of the constitution.

1. Name of Society

1.1 The name of the Society is specified in Item A of the Schedule.

(Note: Society refers to any society, association, club, or chapter)

2. Definitions and Interpretations

2.1 For the purposes of this Constitution, unless the contrary intention appears:

- (a) "Act" means the Associations Incorporation Act 2015 (WA);
- (b) "Annual General Meeting" means a general meeting of the Society held once every calendar year in accordance with clause 6.2.
- (c) "Appeals Tribunal" has the meaning given to it in the Tribunal Regulations.
- (d) "Associate Member" means an individual, not eligible to be an Ordinary Member of the Society, but granted membership by the Committee in its absolute discretion.
- (e) "Committee" means the committee of the Society established pursuant to clause 8.3.
- (f) "Constitution" means this Default Student Society Constitution.
- (g) "Discipline Tribunal" has the meaning given to it in the Tribunal Regulations.
- (h) "General Meeting" means a meeting of the Society open to all Members and Officers and convened in accordance with clause 7.1.
- (i) "Guild" means the Student Guild of Curtin University.
- (j) "Guild Council" means the governing council of the Guild.
- (k) "Guild President" means the person for the time being holding the office of or acting as President of the Guild.
- (l) "Guild Statute Book" has the same meaning as in the Student Guild (Administration) Regulations 2018.
- (m) "Member" means an Ordinary or an Associate Member of the Society and Members has the corresponding meaning.
- (n) "Officer" means a person who for the time being holds office in a position defined in clause 9 or otherwise acting in one of those positions and Officers has the corresponding meaning.
- (o) "Ordinary Member" means a member of the Society who is a Student and has paid the Society membership fee.
- (p) "President" means the person for the time being holding the office of or acting as the president of the Society.
- (q) "Secretary" means the person for the time being holding the office of or acting as the secretary of the Society.
- (r) "Society" means the Student society of the University established in accordance with this Constitution.

- (s) "Society Rules" means any rules of the Society adopted in accordance with this Constitution.
- (t) "Special General Meeting" meaning a meeting of the Society convened in accordance with clause 7.3.
- (u) "Special Majority" means a minimum of seventy five percent (75%) majority vote of all Ordinary Members present at meeting of the Society.
- (v) "Student" means a student who is enrolled in the University.
- (w) "Student Society Registration Form" means the registration form for Student Societies prescribed by the Guild.
- (x) "Treasurer" means the person for the time being holding the office of or acting as the treasurer of the Society.
- (y) "Tribunal Regulations" means the Student Guild (Tribunal) Regulations 2018.
- (z) "University" means Curtin University.
- (aa) "Vice President" means the person for the time being holding the office of or acting as the vice president of the Society.

2.2 For the purposes of this Constitution, the Interpretation Act 1984 (WA), that Act shall apply except where inconsistent with the following:

- (a) where in this Constitution the word "may" is used in conferring a function, it is to be interpreted to imply that the function so conferred can be exercised or not at discretion. Where in this Constitution the word "shall" is used in conferring a function it is to be interpreted to mean that the function conferred must be exercised;
- (b) where in this Constitution a power or a duty to make appointments to an office or position is imposed on a person or body, unless the contrary intention appears, the power includes the power to remove or suspend a person appointed and to appoint another person temporarily in the place of the person suspended, or in the place of a sick or absent holder of the office or position; and
- (c) Where in this Constitution unless the context otherwise requires, the singular number is to be construed as including the plural number.

3. Objectives

3.1 The objectives of the Society are specified in Item B of the Schedule.

4. Powers

4.1 Subject to the Guild Statute Book, Guild Clubs Charter and Guild Policy, for the purpose of achieving its objectives the Society has the power to:

- (a) purchase, sell, lease, or rent Society property;
- (b) with the prior approval of the Guild, borrow, raise, or secure the payment of money to secure the payment or performance of any debt, liability, contract, or guarantee incurred or entered into by the Society;
- (c) exercise the rights and privileges associated with the registration of a Guild Society;

- (d) invest the monies of the Society; and
- (e) do all such other things as are incidental or conducive to the objects of the Society.

4.2 The Society cannot enter into a contract of employment with staff unless approved by the Guild Council.

By-Law Requirements – Powers –

These powers cannot be amended by a student society.

5. Membership

5.1 Types of Membership

- (a) Membership of the Society shall consist of Ordinary Members and Associate Members.
- (b) Ordinary membership shall be open to all enrolled students of Curtin University who are over the age of 14 years and pay the Society membership fee as set by the Committee.
- (c) An Ordinary Member has full voting rights and any other rights conferred on Members by this Constitution or approved by resolution at a General Meeting or determined by the Committee.
- (d) Associate membership shall be open to those not eligible for Ordinary membership provided that there cannot be more Associate Members than Ordinary Members.
- (e) Associate Members shall enjoy all the benefits of Ordinary Membership except that they shall not be eligible to:
 - (i) vote at any General Meeting of the Society; or
 - (ii) be an Officer of the Society; or
 - (iii) directly benefit from any money received from the Guild.
- (f) the Student Guild of Curtin University shall be a member of the Society but however will not have any voting rights at any meeting of the Society or be eligible to nominate any person to be a member of the Committee, nor may the Committee suspend or expel the Student Guild of Curtin University as a member.
- (g) A person shall not hold more than type of membership at any time.
- (h) Any other type of membership as defined in the Society Rules.

By-Law Requirements – Membership –

The membership of the student society may include different types of membership in the Society Rules provided that only Curtin University enrolled students may vote at any general meeting of the student society, be an Officer of a student society or directly benefit from any money received from the Guild.

A society may set out the process for accepting applications for membership of the society provided that no application may be rejected on the basis of race, age, gender, sexuality, or disability.

5.2 Minimum number of Members

The Society must at all times have at least ten (10) Ordinary Members but otherwise the Society may have any number of Members provided that Ordinary members comprise more than 50% of the overall membership unless approved otherwise by Guild Council.

5.3 Application for Membership

An applicant for membership of the Society becomes a member when:

- (a) the Committee accepts the application; and
- (b) the applicant pays any membership fees payable to the Society under clause 6.

5.4 Cessation of Membership

Membership shall cease if a Member:

- (a) resigns by written notice to the Secretary;
- (b) fails to pay their membership fee;
- (c) dies; or
- (d) is suspended or expelled from the Society.

5.5 Suspension or Expulsion of a Member

- (a) Any Member of the Society (inclusive of a member of the Committee or an Officer) who fails to observe the Rules of the Society or whose conduct, in the opinion of the Committee, is prejudicial to the interests of the Society may be suspended or expelled from the membership of the Society.
- (b) In the event that the Committee considers it necessary to expel or suspend a Member, it must first notify that Member of their intended suspension or expulsion (as the case may be). The notice must provide the reason(s) for expelling or suspending the Member.
- (c) Any notice of intention to suspend or expel a member and any related communication must also be provided to the Guild at or before the time it is provided to the Member.
- (d) Within ten (10) days of providing written notice to the Member the Committee must convene a meeting in accordance with clause 8.4 to vote on the subject of the Member's expulsion or suspension.
- (e) The Member in question may attend the meeting (convened in accordance with clause 5.5(c)) for the purpose of offering an explanation of their conduct and any reason(s) why they should not be expelled or suspended.
- (f) In the event that the Member is expelled or suspended, the Member may appeal such expulsion or suspension and the appeal shall be presided over by the persons determined by the Guild Council.
- (g) A Member who is suspended or expelled shall not be entitled to any refund of any membership fee, and shall be deemed not to be a Member during the period of their suspension (if applicable) until such time as that suspension is lifted.
- (h) Where the Committee decides by simple majority of members present at an urgent meeting that there is or may be a serious danger to the Society, its Members, or the wider community, due to the actions or threatened actions of an Officer or Member, they may petition the Guild Council to suspend or expel that person without following the processes outlined from 5.5(a) to 5.5(f) and a person suspended or expelled may

petition the Guild Council for reinstatement in accordance with the process determined by the Guild Council.

- (i) Expulsion from the Society or refusal of membership on the grounds of race, age, gender, disability, or sexuality is prohibited.

By-Law Requirements – Membership Suspension –

A society may outline the process by which a person can be suspended or expelled from the membership of the society provided that no person may be suspended or expelled on the basis of race, age, gender, sexuality or disability and the process for suspension or expulsion must comply with the principles of procedural fairness.

5.6 Register of Members

- (a) The Secretary must keep an up-to-date register of Members containing:
 - (i) the name, Curtin ID number (if applicable) and contact details of the Member;
 - (ii) their class of membership;
 - (iii) the date on which the Member last paid their membership fee; and
 - (iv) the date that a person ceases to be a Member.
- (b) The register of members must be kept at the Secretary's place of residence, or at another place determined by the Committee and approved by the Guild Council.
- (c) At the request of a Member, the Secretary will make available to that Member the details held by the Secretary for that Member in the register.
- (d) If:
 - (i) a member inspecting the register of members wishes to make a copy of or take an extract from the register; or
 - (ii) a member makes a written request to be provided with a copy of register of members,

the committee may require the member to provide a statutory declaration setting out the purpose for which the copy or extract is required and declaring that the purpose is connected with the affairs of the Society.

Guidance Note – Members Details –

If a student society is incorporated, under section 54(2) and 56(1) of the Act 5.6(d) may be unable to be altered.

6. Fees

- (a) The Committee must determine the entrance fee (if any) and the annual membership fee (if any) to be paid for membership of the Society.
- (b) The fees determined under clause 6(a) may be different for different classes of membership.

- (c) A member must pay the annual membership fee to the Treasurer, or another person authorised by the Committee to accept payments, by the date (“due date”) determined by the Committee.
- (d) If a member has not paid the annual membership fee within the period of three (3) months after the due date, the member ceases to be a member on the expiry of that period.
- (e) If a person who has ceased to be a member under clause 6(d) offers to pay the annual membership fee after the period referred to in that clause has expired:
 - (i) the Committee may, at its discretion, accept that payment; and
 - (ii) if the payment is accepted, the person’s membership is reinstated from the date the payment is accepted.

7. Meetings

7.1 General Meeting

- (a) The Committee may convene a General Meeting.
- (b) The Committee must convene a General Meeting::
 - (i) if at least twenty percent (20%) or twenty (20), whichever value is lowest, of the Ordinary Members require a General Meeting be convened; or
 - (ii) upon receipt of a written request from the Guild to convene a General Meeting.
- (c) All Ordinary Members of the Society are entitled to attend a General Meeting.
- (d) The Guild shall be notified of any General Meeting of the Society.

By-Law Requirements – Guild Notice –

The Guild must be notified of any General Meeting of the Society.

- (e) The Secretary, or, in the case of a General meeting convened under 7.1(b) the Members convening the meeting, must give to each member a minimum of:
 - (i) twenty one (21) days’ notice to all Ordinary Members if a special resolution is to be proposed at the meeting; or
 - (ii) fourteen (14) days’ notice to all Ordinary Members in any other case.
- (f) The notice must:
 - (i) specify the date, time and place of the meeting;
 - (ii) indicate the general nature of each item of business to be considered at the meeting;
 - (iii) if a special resolution is proposed:
 - (A) set out the wording of the proposed resolution; and

- (B) state that the resolution is intended to be proposed as a special resolution; and
- (C) comply with clause 7.1(m) if the society is an incorporated association.

Guidance Note – Notice –

Section 12 provides information about how notice must be given where required.

Guidance Note – Special Resolutions for Incorporated Associations –

Section 51 of the Act provides information about the requirements for special resolutions if you are an Incorporated Association.

- (g) There is quorum at a General Meeting if there are ten (10) or more Ordinary Members, or a higher requirement as set out in the Society Rules, present at the meeting.

By-Law Requirements – Quorum –

Quorum must be at least ten (10) members. It may be set at a higher figure in the Society Rules but cannot be reduced.

- (h) The President shall chair a General Meeting and Annual General Meeting, or (if the President is unwilling or unable to do so) an Ordinary Member elected by those present at the General Meeting or Annual General Meeting shall act as Chair.
- (i) Only Ordinary Members may vote at a General Meeting.
- (j) The Chair shall have their own vote but shall not have a casting vote.
- (k) A tied motion shall be deemed to have failed.
- (l) The Secretary will take minutes at a General Meeting or (if the Secretary is unwilling or unable to do so) a person elected by those present at the General Meeting shall take minutes.
- (m) On any question arising at a General Meeting:
 - (i) each Ordinary Member has one (1) vote ; and
 - (ii) Ordinary Members may vote personally.

By-Law Requirements – Voting –

Only Curtin University students may vote at a General Meeting.

- (n) Except where otherwise provided in this Constitution, every issue at a General Meeting is determined by a simple majority of the votes cast by the Members present in person and shall be by show of hands (except for the election of the Committee which shall be by secret ballot).

- (o) The Chair of a meeting may permit a person to participate in the meeting by video or telephone link, or by other instantaneous means of communication, from a location approved by the Chair.
- (p) A person who participates in a meeting under 7.1(o) is taken to be present at the meeting for the purposes of assessing whether there is a quorum.
- (q) The Chair can adjourn a General Meeting or Annual General Meeting if there are not enough Members at the meeting to form a quorum within 30 minutes of the meeting start time, or if there is not enough time at a meeting to consider all business. A new notice must be sent to Members for the adjourned meeting (but the notice does not have to comply with the time for notice requirements, unless the adjourned meeting is more than 21 days after the original meeting date). Only unfinished business may be dealt with at a resumed meeting.
- (r) The Chair must adjourn a General Meeting or Annual General Meeting if a majority of Members entitled to vote at the meeting direct the Chair to do so.
- (s) A new notice must be sent to Members for adjourned meetings (notice requirement to resume an adjourned meeting shall be at least twenty-four (24) hours unless the adjourned meeting is more than 21 days after the original meeting date then normal notice requirements apply). Only unfinished business may be dealt with at a resumed meeting.

7.2 Annual General Meeting

The Society shall hold an Annual General Meeting in September, October, or November (unless otherwise approved by the Guild Council) at which the following shall occur:

- (a) the confirmation of the minutes of the previous General Meeting;
- (b) the President's report;
- (c) the Treasurer's report and statement of account for the preceding financial year;
- (d) the Secretary's report;
- (e) the election of the Committee for the next year; and
- (f) general business of the Society.

By-Law Requirements – Annual and Special General Meeting –

An annual general meeting must be held each year to elect the Officers of the student society and receive the financial report of that society.

Student Society constitutions must include a provision for special general meetings of the student society to be called by the committee of the student society, by a petition of members equal to the quorum at a general meeting or by the written request of the Guild.

7.3 Special General Meeting

- (a) A Special General Meeting may be convened by:
 - (i) resolution of the Committee
 - (ii) a petition of at least twenty percent (20%) or twenty (20), whichever value is lowest, or more Ordinary Members to the Secretary; or

- (iii) by the written request of the Guild Council.
- (b) Subject to clause 7.3(a), all Special General Meetings will be conducted in the same manner as a General Meeting.

8. Committee

8.1 The Committee

- (a) The Committee members are the persons who, as the management committee of the Society, have the power to manage the affairs of the Society.
- (b) The Committee must take all reasonable steps to ensure that the Society complies with the Constitution and the Statutes, regulations and by-laws which comprise the Guild Statute Book and where the Society is incorporated, the Act.
- (c) The Committee must take all reasonable steps to ensure that the Society complies with any policy, procedure or charter approved by the Guild Council that applies to societies.

8.2 Powers of the Committee

The Committee:

- (a) has the power to do all things necessary or convenient to be done for the proper administration and management of the affairs of the Society;
- (b) has the power to expend monies for certain matters and to incur debts and liability on behalf of the Society for which the members of the Committee shall be liable;
- (c) has the power to fill any vacancy in its membership before the next Annual General Meeting; and
- (d) may form subcommittees in order to achieve any of the objectives of the Committee.

8.3 Appointment of Committee

- (a) The Committee will consist of the following minimum roles and Officers:
 - (i) the President or equivalent;
 - (ii) the Vice President or equivalent (optional);
 - (iii) the Treasurer or equivalent; and
 - (iv) the Secretary or equivalent.
- (b) The role of secretary and treasurer may be a combined role in a student society provided that a student society must have at least 3 officers.
- (c) A resolution of Members passed at General Meeting may establish other roles and Officers.
- (d) The term of each elected Committee shall be from the 1st of January to the 31st of December annually.
- (e) The Committee may co-opt additional Ordinary Members of the Society to serve as ordinary members of the Committee.

By-Law Requirements – Committee –

The committee of the student society are responsible for the administration and management of the society. The committee must consist of the Officers of the student society.

Quorum for committee meetings must be 50%+1 rounded down to the nearest whole number.

There must also be a mechanism for a meeting to be called if requested by a proportion of the members of the committee.

8.4 Meetings of the Committee

- (a) The Committee shall meet at such times and places as the President determines and must meet a minimum of four (4) times each calendar year.
- (b) The date, time, and place of the first Committee meeting must be determined by the Committee members as soon as practicable after the Annual General Meeting at which the Committee members are elected.
- (c) At least five (5) days' notice of a Committee meeting shall be given to all Officers. The notice must state the date, time and place of the meeting and must describe the general nature of the business to be conducted at the meeting.
- (d) Subject to clause 8.4(e), the only business that may be conducted at the meeting is the business described in the notice.
- (e) Urgent business that has not been described in the notice may be conducted at the meeting if the Committee members at the meeting agree by simple majority to treat that business as urgent.
- (f) There is a quorum at a Committee meeting if there are at least fifty percent (50%) plus one (1) (rounded down to the nearest whole number) of the Officers present at the meeting.
- (g) At the request of twenty five percent (25%) plus one (1) of the Officers comprising the Committee, the Secretary must convene a meeting of the Committee and such meeting must be held within ten (10) days of receipt of the request.
- (h) The President shall chair a Committee meeting or (if the President is unwilling or unable to do so) an Officer elected by those present at the Committee meeting shall act as Chair.
- (i) The Secretary shall take minutes at a Committee meeting or (if the Secretary is unwilling or unable to do so) person elected by those present at the Committee Meeting shall take minutes.
- (j) The minutes must record the following:
 - (i) the names of the Committee members present at the meeting;
 - (ii) the name of any person attending the meeting under clause 8.4(n);
 - (iii) the business considered at the meeting; and
 - (iv) any motion on which a vote is taken at the meeting and the result of the vote.
- (k) The minutes of a Committee meeting must be entered in the Society's minute book within thirty (30) days after the meeting is held.

- (l) The Chair must ensure that the minutes of a Committee meeting are reviewed and signed as correct by:
 - (i) the Chair of the meeting; or
 - (ii) the Chair of the next committee meeting.
- (m) When the minutes of a Committee meeting have been signed as correct, they are, until the contrary is proved, evidence that:
 - (i) the meeting to which the minutes relate was duly convened and held;
 - (ii) the matters recorded as having taken place at the meeting took place as recorded; and
 - (iii) any appointment purportedly made at the meeting was validly made.
- (n) Any Member of the Society may attend a meeting of the Committee. However, a Member of the Society must not comment about any matter discussed at the meeting unless invited by the Committee to do so, and cannot vote on any matter that is to be decided at the meeting.
- (o) The procedure to be followed at a Committee meeting must be determined from time to time by the Committee.
- (p) The order of business at a Committee meeting may be determined by the Committee members at the meeting.

9. Officers

9.1 The Officers of the Society shall be:

- (a) the President or equivalent;
- (b) the Vice President or equivalent (optional);
- (c) the Treasurer or equivalent;
- (d) the Secretary or equivalent;
- (e) other roles or Officers established in accordance with 8.3(b); and
- (f) any ordinary Committee members appointed in accordance with 8.3(j).

By-Law Requirements – Minimum Officers –

All student societies must have at minimum, a president (or equivalent), a secretary (or equivalent) and a treasurer (or equivalent). The role of secretary and treasurer may be a combined into a single role in a student society provided there are at least three officers.

Roles cannot be shared between people and each role must be occupied by different people. All Officers must be Guild members.

9.2 Only an Ordinary Member of the Society who is a Guild Member and is 18 years of age or older may be an Officer.

9.3 An Officer shall hold office for no longer than one (1) year before a new election or appointment to the position is required.

9.4 An Officer must:

- (a) comply with the obligations under this Constitution and any Society Rules, and ensure that the Society complies with its obligations under this Constitution and any Society Rules;
- (b) exercise their powers and discharge their duties with the degree of care and diligence that a reasonable individual would exercise if they were an Officer;
- (c) act in good faith (fairly and honestly) in the best interests of the Society and to further its objectives;
- (d) not misuse their position as an Officer;
- (e) not misuse information they gain in their role as an Officer;
- (f) disclose any perceived or actual material conflicts of interest to the Committee;
- (g) ensure that the financial affairs of the Society are managed responsibly; and
- (h) not allow the Society to operate while it is insolvent (as that term is defined in the Corporations Act 2001).

Guidance Note – Duty of Officers –

The *Student Guild (Administration) Regulations 2018* and by-laws create requirements for Officers including signing a statement to abide by the provisions of the Guild Statute Book, this constitution, the clubs charter and policy. Officers must also act in the best interest of the student society and not for personal benefit.

9.5 An Officer of the Committee shall have their office declared vacant or be removed from office by the following means:

- (a) resignation;
- (b) death;
- (c) by the Discipline Tribunal/Appeals Tribunal; or
- (d) upon making of a declaration by the Chair of the Committee at a meeting of the Society certifying that the Officer has:
 - (i) been absent without apology from two (2) consecutive meetings or any three (3) meetings;
 - (ii) been absent with or without an apology for three (3) consecutive meetings without a leave of absence;
 - (iii) failed to observe the Rules of the Society or whose conduct, in the opinion of the Committee, was prejudicial to the interests of the Society;
 - (iv) their membership cancelled or suspended;
 - (v) not met, or at any point during their term failed to meet, the eligibility requirements in this Constitution; or

- (vi) has been deemed by a two thirds (2/3) majority vote of the committee to not have been performing the requirements of the role to an acceptable standard.

By-Law Requirements – Removal of Officers –

Section 9.5 or clauses to the same material effect must remain in every society constitution.

- 9.6 The Committee may fill a single casual vacancy in its membership:
- (a) Such elected Officer will hold office until the next General Meeting where the appointment will be subject to confirmation by the Members.
 - (b) If more than one casual vacancy arises, the Committee must convene a Special General Meeting where the vacant Officer positions will be subject to election on the same basis as applies to the election of Officers at an Annual General Meeting.
- 9.7 The Committee may fill a role for up to four (4) months with an acting officer if the person elected or appointed to that role is unwilling or unable to fulfill their duties.

By-Law Requirements – Officers –

All Officers must be Curtin University students and members of the Guild. No Officer can hold office for longer than one (1) year before a new election or appointment to the position is required. The method of election for Officers must be through optional proportional representation which is outlined in Schedule A of the *Student Guild (Election and Referenda) Regulations 2018*.

Guidance Note – Student Society Elections –

Elections for Officers of student societies shall be conducted through sound electoral practices, which shall include:

- the committee of the student society appointing a returning officer that is not contesting the election and agrees to conduct the election fairly and without bias.
- a call for nominations sent to all members of the student society at least fourteen (14) days prior to the meeting at which the election is going to be held;
- where the nominations are equal to the number of vacancies that that person will be elected unopposed subject to any conditions in the Society Rules.
- where the nominations are greater than the number of vacancies then a secret ballot will be held at a general meeting and counted in accordance with the rules of optional proportional representation as outlined in Schedule A the Student Guild (Election and Referenda) Regulations 2018. or some other method as approved by Guild Council in the Society Rules, provided that the method is fair and robust.
- where less nominations are received than vacancies, nominations may be called for at a general meeting, further should not enough committee positions be filled to form a quorum then a further general meeting should be convened putting the remaining positions up for another election.
- where any dispute arises within any election for a student society any appeal shall be heard in accordance with the processes established by the Guild Council

Society Rules may allow an election to occur in a way that is not at a general meeting provided that the processes for that election are fair and robust. This includes allowing online or postal elections.

10. Elections

- (1) Elections for Officers of the society shall be conducted through sound electoral practices which shall include:
- (a) the committee of the student society appointing a returning officer that is not contesting the election and agrees to conduct the election fairly and without bias;

- (b) Elections shall be held at a General Meeting or as otherwise specified in the society's rules.
- (c) a call for nominations sent to all members of the student society at least fourteen (14) days prior to the election commencing;
- (d) where the nominations are equal to the number of vacancies that person will be elected unopposed unless the society's rules specify otherwise;
- (e) where the nominations are greater than the number of vacancies then a secret ballot will be held and counted in accordance with the rules of optional proportional representation as outlined in Schedule A the *Student Guild (Election and Referenda) Regulations 2018* or some other method as approved by the Guild Council in the Society Rules, provided that the method is fair and robust;
- (f) where less nominations are received than vacancies, additional nominations may be called for at a general meeting or by extending the nomination period.
- (g) should not enough committee positions be filled to form a quorum then a further election shall take place putting the remaining positions up for another election; and
- (h) where any dispute arises within any election for a student society any appeal shall be heard in accordance with the processes established by the Guild Council;

11. Finances and Records

- 11.1 The Society's financial year will be as set out by the Guild Council. If no financial year is specified then it shall be the period of twelve (12) months commencing on 1 January and ending on 31 December of each year.
- 11.2 The Committee shall:
- (a) ensure true accounts are kept of the monies received and expended by the Society; and
 - (b) keep an up to date register of all assets purchased on behalf of the Society.
- 11.3 Subject to clause 10.4, the books and any securities of the Society must be kept in the Secretary's custody or under the Secretary's control.
- 11.4 The financial records and, as applicable, the financial statements or financial reports of the Society must be kept in the Treasurer's custody or under the Treasurer's control.
- 11.5 Clauses 10.3 and 10.4 have effect except as otherwise decided by the Committee.
- 11.6 The books of the Society must be retained for at least seven (7) years.
- 11.7 A balance sheet containing a summary of assets and liabilities of the Society together with a statement of income and expenditure for the preceding year must be completed and submitted to the next Annual General Meeting.

By-Law Requirements – Accounts Kept –

A student society must at minimum ensure true accounts are kept of all money received and expended by the student society including a statement of income and expenditure and a balance sheet of all assets and liabilities

Clause 10.7 or clauses to the same material effect must remain in every society constitution.

- 11.8 Unless an exemption is granted, the Society's primary bank account must be a sub-account of the Guild Any other bank account must be authorised by the Guild Council and used in accordance with the conditions of the authorisation.

Guidance Note – Bank Accounts –

Student society bank accounts must be opened by the Guild in the name of the Society. This means that personal accounts cannot be used and bank accounts cannot be shared with different societies, associations or other individuals.

- 11.9 The Society will inform the Guild of any required changes to bank account signatories.
- 11.10 Subject to any restrictions imposed at a General Meeting, the Committee may approve expenditure on behalf of the Society.
- 11.11 The Committee may authorise the Treasurer and other officers, as specified in the Society Rules or by resolution at a General Meeting, to expend funds on behalf of the Society up to a specified limit without requiring approval from the committee for each item on which the funds are expended.
- 11.12 All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments of the Society must be signed by:
- (a) any two (2) Committee members; or
 - (b) one (1) Committee member and a person authorised by the Committee.

By-Law Requirements – Bank Accounts –

Any bank accounts of the student society must be advised to the Guild and the authority to access and authorise expenditure from those bank accounts shall require the approval of at least two (2) Officers of the student society, one of which must be the treasurer (or equivalent);

- 11.13 All funds of the Society must be deposited into the Society's account within five (5) working days after their receipt.
- 11.14 The income and property of the Society shall be applied solely towards the promotion of the objectives of the Society.
- 11.15 No portion of the income or property of the Society shall be paid, transferred, or distributed directly or indirectly to the Members of the Society except in good faith in the promotion of those objects or purposes.

By-Law Requirements – Non-Profit Clauses –

Clause 10.14 and 10.15 or clauses to the same material effect must remain in every society constitution.

- 11.16 A payment may be made to a member out of the funds of the Society only if it is authorised under clause 10.17.
- 11.17 A payment to a Member out of the funds of the Society is authorised if it is:

- (a) the payment in good faith to the Member as reasonable remuneration for any services provided to the Society, or for goods supplied to the Society, in the ordinary course of business;
- (b) the payment of interest, on money borrowed by the Society from the Member, at a rate not greater than the cash rate published from time to time by the Reserve Bank of Australia;
- (c) the payment of reasonable rent to the Member for premises leased by the Member to the Society; or
- (d) the reimbursement of reasonable expenses properly incurred by the Member on behalf of the Society.

11.18 Within a reasonable time of a request being made by a Member or the Guild:

- (a) the Treasurer must arrange access to and inspection of the accounts and asset register of the Society at a time and place convenient to the Treasurer; and/or
- (b) the Secretary must arrange access to and inspection of the minutes of all meetings of the Society at a time and place convenient to the Secretary,
- (c) by the Member or the Guild (as the case may be).

11.19 Within a reasonable time of a request being made, the Secretary must provide an up-to-date copy of the Constitution to the Member or the Guild so requesting a copy.

By-Law Requirements – Inspection –

A member of the student society or Guild must be entitled to request to view the inspection of the accounts of the student society, the minutes of the student society or a copy of the constitution of the student society.

12. Miscellaneous

12.1 The Society shall:

- (a) be affiliated as a student society with the Student Guild of Curtin University;
- (b) not seek to obtain or give loans without the prior consent of the Guild;
- (c) meet any requirements of the Guild Council;
- (d) not become incorporated;
- (e) cease to exist if they become disaffiliated from the Guild unless incorporated;
- (f) at all times to act responsibly and with proper regard to their health and safety and that of third parties when participating in the Society's activities; and
- (g) not do anything which adversely affects the reputation of the University or the Guild or brings the University or the Guild into disrepute.

12.2 The Society is bound by and shall comply with all:

- (a) Guild and University policies;
- (b) Guild Clubs Charter

- (c) Statutes, rules, regulations, and by-laws which comprise the Guild Statute Book; and
 - (d) If the Society is an incorporated association, the *Associations Incorporation Act 2015 (WA)*.
- 12.3 The Society, its Officers and Members shall treat everyone, regardless of race, religion, national origin, ethnicity, disability, sex, gender identity, sexual orientation, or age with respect and without judgement or bias.
- 12.4 The Society indemnifies the Guild, and each of its Officers, against all losses, liabilities, costs (including legal costs on an indemnity basis) and expenses incurred by the Guild in connection with a demand, action, arbitration, or other proceeding arising directly or indirectly as a result of or in connection with:
- (a) a breach of this Constitution;
 - (b) a breach of the Society Rules;
 - (c) loss of life, personal injury, illness in connection with the performance of the Society's functions; or
 - (d) loss of, damage to, or loss of use of any property (including the Society's property) in connection with the performance of the Society's functions.
- 12.5 If an act or omission of the Society, or its Officers, constitutes Guild Misconduct (as that term is defined in the Tribunal Regulations) the Society, or its Officers, the Guild Council may refer them to the Discipline Tribunal to be dealt with in accordance with Part 2 of the Tribunal Regulations as if that Part were set out in full in this Constitution.

By-Law Requirements – Miscellaneous –

Sections 11.1 through until 11.5, or clauses to the same material effect must remain in every society constitution.

- 12.6 Where the Guild is of the reasonable opinion that:
- (a) an Officer or Member has refused or neglected to comply with this Constitution, the Society Rules or the Guild Statute Book;
 - (b) act or omission of the Society, or its Officers, constitutes Guild Misconduct (as that term is defined in the Tribunal Regulations); or
 - (c) an Officer or Member has caused serious disruption to the use and enjoyment of amenities or services provided by the Guild or the Society,
- then without limitation to other actions and remedies available to the Guild Council (including a referral to the Discipline Tribunal or the police for investigation where appropriate):
- (d) the Guild may suspend the right of that Officer or Member to use the amenities and services of the Guild and/or the Society for a specified period; and
 - (e) the Guild may de-register the Society, withhold Guild funding, or cancel any sponsorships and grants issued to the Society.
- 12.7 There will be no liability for any loss or injury suffered by a Society, an Officer or Member as a result of any decision made in good faith (fairly and honestly) under clause 11.6.

12.8 A Society, an Officer or Member that does not accept the outcome of the disciplinary procedure in clause 11.6 may petition the Guild Council for reinstatement in accordance with the process determined by the Guild Council.

12.9 Nothing in this clause 11.6 limits or restricts the rules and regulations of the University. To the extent that any behaviour is or becomes subject to the rules and regulations of the University, then the rules and regulations of the University will prevail.

13. Notice to Members

13.1 In this clause, “recorded” means recorded in the register of members.

13.2 A notice or other document that is to be given to a Member under this Constitution is taken not to have been given to the Member unless it is in writing and:

- (a) delivered by hand to the recorded address of the Member;
- (b) sent by prepaid post to the recorded postal address of the Member; or
- (c) sent by electronic transmission to an appropriate recorded number or recorded electronic address of the Member.

14. Society Rules

14.1 The Society may adopt a set of rules of the society (Society Rules);

14.2 The Society Rules shall be subject to the Guild Statute Book and Default Constitution and to the extent of any inconsistency between the two the Guild Statute Book shall prevail and to the extent of any inconsistency have priority in the following order:

- (a) Guild Statute Book;
- (b) this Constitution; and
- (c) Society Rules.

14.3 Society Rules must be in the form prescribed by Guild Council;

14.4 The Society Rules may cover the following subject to meeting the requirements set out in this Constitution and the *Student Guild (Student Societies) By-Laws 2023*:

- (a) additional categories of membership and the rights, privileges and requirements of those categories;
- (b) electoral procedures;
- (c) qualifications and disqualifications for officers of the society;
- (d) functions and powers of officers;
- (e) quorum requirements for committee and general meetings;
- (f) the methods by which a Special General Meeting may be convened
- (g) additional officer roles;
- (h) standing sub-committees of the society and their roles, powers and functions; and

- (i) other operational and administrative processes and procedures deemed necessary and appropriate in order for a Society to meet its objectives.
- 14.5 Any adoption of the rules of the Student Society or amendment to such rules:
- (a) must be approved by the Guild Council;
 - (b) must be passed by a 75%+1 majority of the members of the student society present at a general meeting of that student society with seven (7) days' notice of the proposed amendment having been given to the members of the society;
 - (c) will take effect on the day it receives approval of the Guild Council or such other date as approved by the Guild Council upon the recommendation of the student society; and;
 - (d) if incorporated, any additional requirements of the AI Act.
- 14.6 The Guild Council may make necessary amendments to the rules of an unincorporated student society of its own volition to ensure compliance with the Guild Statute Book or other legislation.
- 14.7 Once Society Rules have been adopted by the Student Society, it is bound by those rules as if they were part of the society's constitution.
- 14.8 On any question of interpretation of the student society's rules it shall be determined by the Guild Council. The decision of the Guild Council shall be final.
- 14.9 Unless it is expressly provided otherwise, any power conferred by the student society's rules upon a person or body within the Guild (inclusive of the Guild Council, a Guild committee or any employee or Officer of the Guild) may be delegated by that person or body to any other person or body within the Guild.
- 15. This Constitution**
- 15.1 This Constitution is subject to the Guild Statute Book and to the extent of any inconsistency between this Constitution and the Guild Statute Book, the Guild Statute Book shall prevail.
- 15.2 Where a question arises regarding the interpretation of this Constitution it shall be referred to the Guild Council. The decision of the Guild Council or delegate shall be final.
- 15.3 This Constitution was accepted by Special Majority of the Members present at the General Meeting, as per the information and details as listed on the Student Society Registration Form.
- 15.4 Amendment of Constitution
- (a) No alteration, addition or amendment of this Constitution shall be made unless and until agreed by Special Majority of the Members present at any General Meeting called for such purpose.
 - (b) No amendment to this Constitution will have any force until the proposed change or changes have been approved by the Guild Council.
 - (c) The Guild Council may make necessary amendments to the constitution of a student society of its own volition to ensure compliance with the Guild Statute Book or other legislation.
 - (d) An amendment to this Constitution will take effect on the day it receives approval of the Guild Council or such other date as approved by the Guild Council upon the recommendation of the Society.

- (e) Except for amendments made by the Guild Council under (c), notice of any proposed alteration, addition or amendment shall be given to all Ordinary Members at least fourteen (14) days prior to the General Meeting.
- (f) If this student society approves the adoption of the Default Constitution, it is taken to have adopted any subsequent amendment to the Default Constitution as an alteration of its constitution.

Note for this rule: It is recommended that the Guild Council approves a Student Society's proposed amendments in principle prior to presenting the amendments at a General Meeting.

By-Law Requirements – Amending Constitutions or Society Rules –

Any amendment made to the constitution or Rules of a Student Society must be approved by the Guild Council and must be passed by a 75%+1 majority of the members of the student society present at a general meeting of that student society with seven (7) days' notice of the proposed amendment having been given to the members of the society.

Amendments take effect on the day it receives approval of the Guild Council or such other date as approved by the Guild Council upon the recommendation of the student society.

The Guild Council may make necessary amendments to the constitution or Rules of a student society of its own volition to ensure compliance with the Guild Statute Book or other legislation.

If a student society approves the adoption of the Default Constitution, it is taken to have adopted any subsequent amendment to the Default Constitution as an alteration of its constitution. On any question of interpretation of a student society's constitution it shall be determined by the Guild Council. The decision of the Guild Council shall be final.

Unless it is expressly provided otherwise any power conferred by a student society constitution upon a person or body within the Guild (inclusive of the Guild Council, a Guild committee or any employee or Officer of the Guild) may be delegated by that person or body to any other person or body within the Guild.

Guidance Note – Inconsistency between the Constitution, Society Rules and other Legislation

All student society constitutions shall be subject to the Guild Statute Book and to the extent of any inconsistency between the two the Guild Statute Book shall prevail, and to the extent of any inconsistency have priority in the following order:

- (a) Guild Statute Book;
- (b) this Constitution; and
- (c) Society Rules

16. Resolving Disputes

16.1 In this clause:

- (a) “grievance procedure” means the procedures set out in this clause;
 - (b) “party” to a dispute includes a person:
 - (i) who is a party to the dispute; and
 - (ii) who ceases to be a member within six (6) months before the dispute has come to the attention of each party to the dispute.
- 16.2 The procedure set out in this clause (the “grievance procedure”) applies to disputes:
- (a) between members; or
 - (b) between one or more members and the Society.
- 16.3 The parties to a dispute must attempt to resolve the dispute between themselves within fourteen (14) days after the dispute has come to the attention of each party.
- 16.4 If the parties to a dispute are unable to resolve the dispute between themselves within the time required by clause 15.3, any party to the dispute may start the grievance procedure by giving written notice to the Secretary of:
- (a) the parties to the dispute; and
 - (b) the matters that are the subject of the dispute.
- 16.5 Within twenty eight (28) days after the Secretary is given the notice, a Committee meeting must be convened to consider and determine the dispute.
- 16.6 The Secretary must give each party to the dispute written notice of the committee meeting at which the dispute is to be considered and determined at least seven (7) days before the meeting is held.
- 16.7 The notice given to each party to the dispute must state:
- (a) when and where the Committee meeting is to be held; and
 - (b) that the party, or the party’s representative, may attend the meeting and will be given a reasonable opportunity to make written or oral (or both written and oral) submissions to the committee about the dispute.
- 16.8 If:
- (a) the dispute is between one or more members and the Society; and
 - (b) any party to the dispute gives written notice to the Secretary stating that the party:
 - (i) does not agree to the dispute being determined by the Committee; and
 - (ii) requests that the Guild Council, via the Guild President, determine the dispute,
- the Committee must not determine the dispute.
- 16.9 At the Committee meeting at which a dispute is to be considered and determined, the Committee must:

- (a) give each party to the dispute, or the party's representative, a reasonable opportunity to make written or oral (or both written and oral) submissions to the committee about the dispute;
 - (b) give due consideration to any submissions so made; and
 - (c) determine the dispute.
- 16.10 The Committee must give each party to the dispute written notice of the Committee's determination, and the reasons for the determination, within seven (7) days after the Committee meeting at which the determination is made.
- 16.11 A party to the dispute may, within fourteen (14) days after receiving notice of the Committee's determination under clause 15.9(c), give written notice to the Secretary and the Guild Council, via the Guild President, requesting that the Guild Council, via the Guild President, determine the dispute.
- 16.12 If notice is given under 15.11, the dispute will be referred to the Guild Council, for a determination, to be made within twenty one (21) days of the referral.
- 16.13 The determination of the Guild Council made under clause 15.12 will be final and binding on the parties to the dispute.

17. Dissolution of Society

- 17.1 The Society may, at any time, by a Special Majority vote of Members present at a General Meeting called for the purpose, be dissolved.
- 17.2 Such dissolution is to be notified to the Guild in writing.
- 17.3 If upon the dissolution or winding up of the Society there remains any property, assets, or monies whatsoever after the satisfaction of all debts and liabilities, the same shall not be distributed among the Members of the Society, but shall be given or transferred to :
- (a) In the case that the society is not incorporated, the Guild and the accounts and records of the Society shall be turned over to Guild, or at the Guild's instruction, to another society of similar objectives to the dissolved entity.
 - (b) In the case that the society is incorporated, the provisions for winding up in the AI Act shall apply.

By-Laws Requirements – Dissolution –

If a student society is wound up or deregistered, all its assets must be transferred to the Guild.

Guidance Note – Dissolution by the Guild or Discipline Tribunal –

There are circumstances in which the Guild Council or Discipline Tribunal are empowered to dissolve a student society. These can be found in the Statute Book.

