WAIKATO UNIVERSITY LAW STUDENTS’ ASSOCIATION CONSTITUTION

INTERPRETATION

In this constitution, unless the context otherwise requires:

“Act” means the Incorporated Societies Act 1908 and its amendments.
“Committee” means the elected officers of the Waikato University Law Students’ Association.
“Association” means the Waikato University Law Students’ Association (Incorporated), #851025. “s” means section references in the Act.
“Schedule” means the Schedule to this constitution.
Definitions in Act - Words or expressions used in this constitution bear the same meaning as in the Act.
Masculine, feminine, and neuter - Words which import any gender include the other genders.
Singular and plural - Words which import the singular and plural number include the plural and singular number respectively.
No limitation - the words "include", "including" or similar do not imply any limitation.
Conflict - If there is a conflict between the provisions of this constitution and a mandatory provision of the Act, the Act shall prevail, and if there is a conflict between any provision set out in the Schedule and any other provision in this constitution, the Schedule shall prevail.

PART 1 - PRELIMINARY

1. NAME
1.1. The name of the Association is the “Waikato University Law Students’ Association (Incorporated)” (“Association”) or “TeRoopu Tauira Ture O Waikato (Incorporated)”, being a society incorporated under the Incorporated Societies Act 1908.

2. VISION
2.1 To act as an independent advocate of every law student’s rights; to enhance every student’s wellbeing; and to recognise the value of the diverse communities and cultures that are part of the Association and Te Piringa -Faculty of Law.
3. **VALUES**

3.1 Committee members will at all times act with the aims and objectives of the association as the paramount concern. They will behave professionally, with courtesy, integrity, honesty, to insure that the Association is respected, credible and valued.

3.2 All members of the Committee are to follow the Schedule 1: Code of Conduct to the Constitution which outlines the minimum standard expected from each committee member.

4. **OBJECTS**

4.1 The objects of the Association shall be:

4.1.1 To protect and foster the educational and vocational interests of members of the Association;

4.1.2 To advocate for members on matters of concern;

4.1.3 To liaise with law students throughout New Zealand and internationally;

4.1.4 To organise, promote and encourage educational, social and cultural activities within the Law School;

4.1.5 To organise and conduct competitions;

4.1.6 To promote understanding of the Treaty of Waitangi/ TeTiriti o Waitangi and the concept of law in context, with the aim of aiding development of a unique New Zealand Jurisprudence;

4.1.7 To comment publicly on relevant and substantive social, economic, political and cultural issues;

4.1.8 To liaise with the New Zealand Law Students’ Association (“NZLSA”), the Australasian Law Students Association (“ALSA”), The Waikato Students’ Union (“WSU”), and the Waikato District Law Society (“WDLS”);

4.1.9 To publish and distribute literature relevant to law students; and

4.1.10 To generally do such things as are necessary for the provision of better educational facilities for members.

4.1.11 To practice good financial management at all times.

4.1.12 The Association is not formed for pecuniary gain and the income, assets and property of the Association shall be applied only towards the promotion of the objects of the Association. In particular no portion of its income or funds should be applied directly or indirectly by way of dividend, bonus, or otherwise by way of gift to any person or persons, provided that nothing in these rules shall prevent payment in good faith as reasonable remuneration to any servant of the association or the payment of reasonable expenses to any authorised representatives or delegates of the association.
5. **POWERS**

5.1. The Association has and is hereby given power to do all things it deems necessary in pursuance of the objectives of the Association listed above.

5.2. Without derogating from the generality of its powers, the Association has the power:

5.2.1. To affiliate with such bodies as the Executive deems expedient for the purpose of any of its objects; and

5.2.2. To raise, borrow and expend money for the purpose of fostering those objectives.

5.3. The Association shall not borrow or impose a levy, fee, or charge on its members unless both the amount to be borrowed or charged and the purpose for the loan or fee are approved at a General Meeting of the Association.

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**PART 2 - MEMBERSHIP**

6. **MEMBERSHIP**

6.1. Categories of members:

6.1.1. Paying members – All Waikato University students, who are enrolled for the given year and subscribe to gain full membership on an annual basis. Conferred upon whom certain benefits (ie: discounts, inter alia) which are subject to change as the committee sees fit. The benefits can be subject to change on an annual basis.

6.1.2. Non-paying members – All law students who do not subscribe for a full membership.

6.2. In addition to clause 4.1, the Committee may confer honorary Memberships upon persons not otherwise being members of the Association.

6.3. Such honorary memberships may be conferred for certain periods of time on resolution of the Committee.

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7. **DURATION AND CESSATION OF MEMBERSHIP**

7.1. Membership to the Association shall be terminated:

7.1.1. If the member ceases to fulfil the provisions for eligibility for membership of the association.

7.1.2. Honorary members may terminate their membership by expressing this in writing to the board, or the Association.

7.1.3. A member of the Committee may resign by way of giving notice in writing to the Deputy President. The notice should be no shorter than fourteen working days.

7.1.4. Upon resignation of a Committee member, the committee must call for applications for the vacated position.
8. MEMBERS OF THE COMMITTEE

8.1. The Association shall be governed by a Committee (“Committee”).

8.2. Powers and Duties of the Committee

8.2.1. The Committee has control of the funds of the Association and the management of its affairs and has all power to do all things necessary to carry out the objects of the Association, subject to clause 8.2.2.

8.2.2. Where the Association has formed policy in a particular area, the President may comment publicly as the Association’s representative.

8.2.3. In forming Association policy, the Committee must take all reasonable steps to ascertain the views of the members.

8.2.4. In the absence of direct consultation with members, the Committee may form policy, so long as such policies are in accordance with the Objects of the Association (Clause 4)

8.3. Membership of the Committee

8.3.1. The Committee shall consist of the following positions ex officio:

8.3.1.1. The Patron (being the current President of the WDLS, or their nominee); and

8.3.1.2. The Vice-Patron (being the current Dean of the University Of Waikato School Of Law or their nominee).

8.3.1.3. The Past President (being the President of the Waikato University Law Student Association in the previous year)

8.3.1.4. The President(s) of TeWhakahiapo

8.3.1.5. The President(s) of the Waikato Pacific Law Students’ Association

8.3.2. The Committee shall have the power to appoint up to two WULSA members as Coordinators of the Committee.

8.3.3. Ex officio committee members and appointed committee coordinators shall have no voting rights or powers.

8.3.4. The Committee shall also consist of the following elected positions:

8.3.4.1. Executive Officers (the Executive); and

8.3.4.2. General Committee Members.

8.3.5. Elected members of the Committee must also be members of the Association at all times, and any member of the Committee who ceases to be a member of the Association shall immediately cease to be a member of the Committee.

8.3.6. The Executive Officers of the Association shall comprise the following officeholders:

8.3.6.1. President;

8.3.6.2. Deputy President; and
8.3.6.3. Treasurer.

8.3.7. The General Committee shall comprise the following elected positions:

8.3.7.1. Education and Training Officers (2);
8.3.7.2. Public Relations Officer;
8.3.7.3. Sport & Societies Officer;
8.3.7.4. Social Events & Hospitality Officers (2);
8.3.7.5. Competitions Officer (2);

8.3.8. Members of the Committee shall hold power from one Inauguration Day until the next.

8.3.8.1. “Inauguration Day” shall be no longer than one week after the conclusion of the NZLSA Annual Conference.
8.3.8.2. The Members of the outgoing Committee shall attend the first meeting of the incoming Committee
8.3.8.3. Newly elected Committee members shall not have authority to exercise voting rights or any other Committee power until Inauguration Day.

8.3.9. In the event that the President resigns within five (5) months of the Annual General Meeting, the Deputy President will take up the position of President, and a new Deputy President will be elected at a subsequent Special General Meeting.

8.3.10. Duties of Executive Officers (The Executive).

8.3.11. The duties of the President are:

8.3.11.1. To act as the official representative of the Association at a local, regional, national and international level;
8.3.11.2. To chair Committee meetings;
8.3.11.3. To establish and oversee links and liaisons with the University of Waikato School of Law, NZLSA and ALSA;
8.3.11.4. To assist the Committee as required in the administration and promotion of Association activities.
8.3.11.5. To undertake tasks which will further the objects of the Association;
8.3.11.6. To provide a report to the Annual General Meeting, stating how the Association’s objects have been furthered during the term of office; and
8.3.11.7. To attend NZLSA Council meetings.

8.3.12. The Deputy President is the Secretary of the Association. The duties of the Deputy President shall be.
8.3.12.1. To keep and maintain all minutes, records and correspondence as may reasonably be required by the Committee for the proper conduct of the Association’s affairs.

8.3.12.2. To oversee that all meetings, notices and other acts and things required under this Constitution are duly summoned, given or done.

8.3.12.3. To carry out the duties of the President outlined above in the event of illness, absence or otherwise incapacity during the President’s term of office.

8.3.12.4. To have custody of the Common Seal and ensure its proper use (including any Inland Revenue requirements for tax exemptions);

8.3.13. The duties of the Treasurer of the Association shall be:

8.3.13.1. To take responsibility for the receipt and deposit of all Association income;

8.3.13.2. To make provision for the prompt payment of Association debts;

8.3.13.3. To keep records of receipts, deposits and payments as necessary;

8.3.13.4. To prepare an Annual Report outlining the finances of the Association;

8.3.13.5. To ensure compliance with section 23 of the Incorporated Societies Act 1908 (or its amendments) requiring annual financial statements to be submitted to the Registrar.

8.3.13.6. To prepare an Annual Budget of the Association.

8.3.13.7. To approve all budgets prepared and submitted by other members of the Committee in relation to the Running of the Committee or Association-related events.

8.3.13.8. To ensure that the financial accounts of the association are audited.

8.4. Duties of General Committee Members

8.4.1. Each General Committee Member shall present a report to the Annual General Meeting, outlining how their duties have been achieved and suggestions for their successor.

8.4.1.1. The report per 8.5.1 must be provided in writing to their successor not later than seven (7) days after Inauguration Day.

8.4.2. The duties of the Vice President Education and Training shall be:

8.4.2.1. To liaise with class representatives and the Board of Studies Representatives;
8.4.2.2. To facilitate the training of the representatives in clause 8.5.2.1;
8.4.2.3. To facilitate regular meetings between the representatives in 8.5.2.1 and WULSA;
8.4.3. The duties of the Vice President Public Relations shall be:
  8.4.3.1. To be proactive in promoting WULSA within the Law School and the wider community;
  8.4.3.2. To publish an Association Newsletter at least twice per semester;
  8.4.3.3. To publish any other material that may be relevant and of interest to members of the Association;
  8.4.3.4. To coordinate and organise advertising for the above publications
  8.4.3.5. To be the main public relations officer between WULSA, the students, and the law faculty.
8.4.4. The duties of the Vice President Sport & Societies shall be:
  8.4.4.1. Plan, organise, and promote any sporting events of the Association as may be determined from time to time by the Committee including:
    a. The Log of Wood exchange with the University of Auckland law students; and
    b. Any other sporting events, at the discretion of the Executive.
  8.4.4.2. Report when called upon by the President, or where appropriate to do so at any meeting of the Association, on any business relating to the sports portfolio.
    a. Have the responsibility for sporting events specifically involving the students of Te Piringa- Faculty of Law.
    b. Liaise, at the discretion of the President, with the Waikato Students’ Union (WSU), their affiliated societies, and any other person on behalf of the Association in relation to the planning, organisation and promotion of its sporting events.
8.4.5. The duties of the Co-Vice Presidents Social Events & Hospitality:
  8.4.5.1. To organise and promote all social functions for members of the Association, including:
    a. Law School barbeques;
    b. Law School Ball/ Formal Dinner; and
    c. Any other events at the discretions of the Committee.
8.4.6. The duties of the Co-Vice Presidents Competitions shall be:
8.4.6.1. To assist TePiringa – Faculty of Law Director of Clinical Legal Education in the organisation and promotion of internal competitions such as mooting, witness examination, paper presentation, client interviewing, negotiation and advocacy;

8.4.6.2. To promote the development and improvement of internal competitions;

8.4.6.3. To maintain links between the Association and NZLSA;

8.4.6.4. To maintain links between the Association and ALSA;

8.4.6.5. To coordinate the competitors and delegates getting to and from NZLSA and ALSA conferences and their accommodation while at those conferences; and

8.4.6.6. To support the President in representing WULSA at NZLSA meetings.

8.4.7. The duties of the Coordinators shall be:

8.4.7.1. To provide support to the Committee’s activities as directed by the President or as agreed by the Committee.

8.4.8. At least seven (7) members of the Committee (including at least two (2) members of the Executive) must be present to form a quorum at committee meetings. The quorum must be present at all times during a meeting.

8.4.8.1. If less than seven (7) members of the Committee members are present, the meeting shall be deemed to have ended at the point when there was no longer quorum.

8.4.9. Any member of the Committee who is absent from three consecutive meetings without prior apologies may be removed from office at the discretion of the Committee.

8.4.10. Any member of the Association may attend Committee meetings and may address the meeting on any motion, matter of other question before the meeting, though such person is not entitled to vote on any matter, nor propose or second such motion.

8.5. Replacing Committee members during term of office

8.6.1. When the committee experiences a reduction of member(s) during the operation of a term of office the committee may, at its discretion, nominate an existing committee member to fulfil the duties of the empty position. (Nominate from within).

8.5.1.1. Any committee member may hold any number of positions provided that the following rules are followed:

   a. No person holds the positions of both President and Deputy President.
b. No person holds the positions of both President and Treasurer.

c. No person holds the positions of both Deputy President and Treasurer.

8.5.2. If the Committee does not wish to appoint from within the Committee it may, at its discretion, appoint a non-committee WULSA member to the empty position (appointment from without) provided that the procedure detailed in clauses 8.5.2.1 to 8.5.2.5 is followed.

8.5.2.1. The members of WULSA are notified in an appropriate manner (following the AGM notification requirements set out in clause 9.2.2) of the empty position, the intention to appoint from without, and the nominee for the position.

8.5.2.2. Such nomination shall pass and the appointment proceeds unless ten percent (10%) of WULSA’s members object to the appointment. Such objection must be in writing and received by the committee within two weeks of such notification being published.

8.5.2.3. If such objection is received within the two week period the Committee shall convene a Special General Meeting.

8.5.2.4. The first vote at the Special General Meeting will be a vote on the proposed appointment.

8.5.2.5. The appointment will pass if a majority of students attending the Special General Meeting are in favour of such an appointment.

8.5.2.6. If the majority of attending students do not support the appointment the appointment will fail and the normal voting procedures of WULSA will be used.

8.5.2.7. If the proposed appointment fails the floor will open for nominations to the vacant position.

8.5.2.8. Nominations will be taken in the usual manner. Any WULSA member is eligible for nomination, including the failed nominee.

8.5.2.9. Voting will be taken on the nominations in the usual manner.

8.5.3. If the Committee chooses not to appoint from within, or appoint from without, the Committee must convene a Special General Meeting for the purpose of selecting a new Committee member.
PART 3 – MEETINGS

9. MEETINGS AND ELECTIONS

9.1. Voting at General Meetings

9.1.1. Each member of the Association in attendance at a General Meeting shall have one vote.

9.1.2. No member shall delegate, transfer or nominate their voting right to another member.

9.1.3. There shall no voting by proxy.

9.1.4. Voting at a General Meeting shall be by show of hands, except for the election of Committee, which is dealt with under clause 9.4.

9.1.5. Quorum at all types of General meetings requires at least seven (7) members of the Committee, including at least two (2) members of the Executive, to be present.

9.1.6. The Committee must allow a method of voting in absentia for elections. The process of voting in absentia is at the Committee’s discretion; however such processes must be published in a manner easily accessible and understood by most members.

9.2. Annual General Meetings

9.2.1. The Annual General Meeting (“AGM”) shall be held two (2) weeks before the commencement of the NZLSA Annual Conference, at a time and place decided by the Committee.

9.2.2. Notice of the venue, date and time of the AGM shall be posted on the law school noticeboard(s) and communicated to students in any other form that the Committee deems appropriate.

9.2.2.1 If the Association has no fixed office, notice placed in the Law School Resource Room shall be deemed to satisfy this clause.

9.3. Special General Meetings

9.3.1. A Special General Meeting (“SGM”) may be ordered by the President or by a majority resolution of the Committee. In addition, an SGM shall be called by the Deputy President on receipt of a valid petition signed by 10% of the Association’s members.

9.3.2. Any such meeting is to be held within one calendar month of an order by the President, Executive or receipt of a petition.

9.3.3. The Deputy President shall give at least fourteen (14) days notice of the time, place, and agenda of the meeting.

9.3.4. Notice shall be in the same manner as notice of the AGM as described in clause (9.2.2).
9.3.5. For the purposes of clause 9.3.1, any petition purporting to call an SGM must list a specific motion to be voted upon.

9.3.6. Any member of the Committee may be removed from their position through a vote of no confidence passed at a Special General Meeting.

9.4. Election Procedure

9.4.1. The nominations for positions listed in clauses 8.3.6 and 8.3.7 shall take place at the Association’s AGM.

9.4.2. Members of the Association who are not present at the AGM are eligible for nomination for election, so long as the Deputy President receives written notification of their intention to stand in absentia at least one week before the date of the AGM. However the candidate must be nominated and seconded at the AGM itself.

9.4.3. Members may not be nominated to more than one position on the Executive at the AGM.

9.4.4. Subject to the exceptions in clauses 8.6.1, no Committee member may simultaneously hold more than one of the positions listed in clause 8.3.5.

9.4.5. The President of the Association must not be President of NZLSA during their term of office.

9.4.6. Voting for the election of Committee members shall be by secret ballot.

9.4.7. An impartial member of the University of Waikato (Staff or Student) shall act as returning officer and they shall verify the votes cast.

9.4.8. During all elections conducted by WULSA a vote of “no confidence” shall be an option open to all voters.

9.4.9. If positions are not filled the acting Committee will either postpone the meeting or follow the steps listed in clause 8.6 and the appropriate sub clauses.

**PART 4- CONVENTIONS**

10. **BANK ACCOUNT**

10.1. The Association shall open bank accounts, which will be operated jointly by the President, Deputy President, and Treasurer.

10.2. Withdrawals from these accounts shall require the signatures of any two of the officers mentioned in the above clause.

11. **DISPOSITION OF PROPERTY**

11.1. The funds and property of the Association must be applied solely for the objects of the Association, and towards expenses incurred in its running.
11.1.1. For the avoidance of doubt the Association shall not provide grants or gratuities, even where the proposed recipient is another club, society or association with similar aims and objectives to WULSA.

12. DISSOLUTION
12.1. The Association will be dissolved at an Annual General Meeting or a Special General Meeting called for that purpose on a resolution passed by two-thirds majority members present and voting.
12.1.1. The dissolution must be confirmed at a subsequent meeting held not earlier than thirty days after the date on which the resolution was first passed.
12.1.2. Upon dissolution all funds and assets of the Association shall be transferred to the Dean of Te Piringa - The Faculty of Law, or their nominee after payment of all costs, debts and liabilities.

13. INTERPRETATION OF RULES
13.1. Any decision of the Committee on the interpretation of this Constitution, or any matter not contained in these rules but pertaining to the Association or the Association’s property or interests shall be conclusively binding on the Association until accepted, revoked or amended by the majority of members at a General Meeting.
13.2. The Deputy President shall keep a record of all decisions under clause 13.1 and must table them at the next General Meeting.

14. AMMENDMENT OF RULES
14.1. The Constitution may be added to, repealed or otherwise amended at a Special General Meeting, provided that no such action shall be deemed to be valid unless the notice calling such meeting shall specify in general terms the proposed resolution and unless it be carried by a majority of at least two-thirds of the members present and voting thereon.
14.2. No addition, alteration, or recession of the Constitution shall be valid if it affects the substance of Disposition of Property (11) or Dissolution (12) clauses.

15. ADDITIONAL PROVISIONS
15.1. Liability
15.1.1. Except only to the extent as otherwise provided by the Act, no officer of the Association shall be personally liable for any debt, fee, monetary penalty or other financial obligation that may arise as a consequence of conducting the affairs of the Association in accordance with this Constitution and the Act.
15.2. Conflict of Interest
15.2.1. Any member of the Committee, and any observer or person involved in the decision making of the Committee, who has a conflict of interest in regard to a matter which falls to be considered by the Committee shall as soon as possible disclose the nature of the interest to a meeting of the Committee.

15.2.2. The Committee shall have the sole right to decide what constitutes business under this rule and to require anyone present to withdraw from deliberations or to take no part in any decision with respect to that matter. The Committee’s decision shall be final.

15.3. The Association’s Colours

15.3.1. The Colours of the Association shall be black and red.

15.4. The Common Seal

15.4.1. The common seal of the Association shall be that appointed by the Committee and shall be kept in the custody of the Deputy President and shall be affixed to any dead, document or instrument only in pursuance of a resolution of the Committee and in the presence of the authorised cheque signatories, the Executive Officers, who shall thereupon sign such dead, document or instrument as witnesses.
SCHEDULE 1: CODE OF CONDUCT

A. Confidentiality – All Committee members are to ensure that any information that is exchanged or gained through their positions on the committee is to remain absolutely confidential, unless consent is obtained from a member of the Executive.

B. Working relationships – All Committee members are to maintain professionalism in their conduct with other committee members and anyone else. All members are to treat members of the Committee and non-members with courtesy, honesty integrity and respect.

C. Work related Issues with other committee members – In the event of a dispute or misunderstanding which arises amongst general Committee members the matter must be referred to the Executive. If a member of the general committee has a dispute or misunderstanding with a member of the Executive, it is to be referred to another member of the Executive. If the general Committee has a dispute or misunderstanding with all three members of the Executive, they must sign a petition and call a Special General Meeting in accordance with clause 9.3 of the Constitution.

D. Communication – All members of the Committee (including the Executive) must inform all members of the Executive of any transactions, exchange of information or dealings that are carried out in the course of their business (on behalf of WULSA)

E. Profiles – All members of the Committee must ensure that all business associated with their portfolios are completed to the best of their ability. All members of the committee must ensure they have the time to work with another member in another portfolio, without detriment to their own portfolio.

F. Communications with the Dean – All members of the Committee must inform the Deputy President if they wish to communicate with the Dean of TePiringa - Faculty of Law “the Dean”. Any meetings with the Dean must include at least one member of the Executive to be present at all times.

G. Meetings – All meetings with third parties must be attended by at least two members of the Association.

H. Deadlines – All members of the Committee will work to any deadlines given. If any member of the Committee is unable to meet that deadline, notice must be given at the earliest possible time that this is the position.