

Blackstone Society (Incorporated)

Constitution

1. NAME OF SOCIETY

- 1.1. The formal name of the Society shall be the Blackstone Society (Incorporated), hereafter referred to as 'the Society'.

2. OBJECTS

- 2.1. The Society's primary object is to advance the education of law students enrolled at the University of Western Australia by pursuing the following charitable purposes:
 - 2.1.1. To represent and promote the interests and concerns of law students enrolled at the University of Western Australia;
 - 2.1.2. To encourage and facilitate intellectual and cultural exchange between law students; and
 - 2.1.3. To remain an affiliated member of the Australian Law Students' Association.
- 2.2. The property and income of the Society shall be applied solely towards the promotion of these Objects.
- 2.3. No part of the property or income of the Society may be paid or otherwise distributed, directly or indirectly, to members, except in accordance with Article 19.4.

3. MEMBERSHIP

- 3.1. The membership of the society shall consist of Ordinary Members, Associate Members and Honorary Life Members as follows:
 - 3.1.1. Ordinary Members shall consist of Financial Ordinary Members and Non-Financial Ordinary Members.
 - 3.1.1.1. Financial Ordinary Members shall consist of individuals who are enrolled in a degree programme offered by the University of Western Australia that is suitable to be used as part of an application for admission to the Supreme Court of Western Australia and have completed the registration requirements and paid the annual membership fee prescribed by the Committee.
 - 3.1.1.2. Non-Financial Ordinary Members shall consist of individuals who are enrolled in a degree programme offered by the University of Western Australia that is suitable to be used as part of an application for admission to the Supreme Court of Western Australia and have completed the registration requirements but have not paid the annual membership fee prescribed by the Committee.
 - 3.1.2. Associate Members shall consist of individuals who are enrolled in a degree programme offered by the University of Western Australia other than of the kind referred to in 3.1.1, who have completed the registration requirements and paid the annual membership fee prescribed by the Committee.
 - 3.1.3. Honorary Life Members shall consist of those past or present Members or past or present members of the Faculty of Law at the University of Western

Australia on whom the Society in General Meeting has conferred Honorary Life Membership by a three-quarters majority of those present and voting.

3.2. The Committee shall prescribe the annual membership fees for Financial Ordinary Members and Associate Members.

3.3. Membership may be terminated when a Member:

3.3.1. submits to the Administrative Vice-President notice in writing terminating membership; or

3.3.2. ceases to fulfil the qualifications for membership prescribed in 3.1.

4. GENERAL MEETINGS

Calling of a General Meeting

4.1. The Committee or Executive may at any time convene a Special General Meeting.

4.2. The Committee or Executive shall convene an Annual General Meeting in the Second Semester of the University calendar.

4.3. The Committee or Executive shall, within ten days of receiving a written request from at least 10 percent of the total number of Ordinary Members, convene a Special General Meeting. The Ordinary Members making a request under this Article shall:

4.3.1. specify in the request the purpose for which the Special General Meeting is required; and

4.3.2. sign the request.

4.4. If the Committee or Executive fails to convene a Special General Meeting within the ten days referred to in Article 4.3, the Ordinary Members who made the request may convene a Special General Meeting.

4.5. The Administrative Vice-President shall cause notice to be given of any General Meeting at least five days before the date of that Meeting, specifying:

4.5.1. when and where the General Meeting is to be held;

4.5.2. particulars of the business to be transacted at the General Meeting and of the order in which that business is to be transacted; and

4.5.3. the intention to propose any resolution to amend this Constitution and the particulars of any such proposed resolution.

Quorum at a General Meeting

4.6. Forty Ordinary Members present in person shall constitute a quorum at a General Meeting.

4.7. A resolution, other than a resolution to amend this Constitution, passed at a General Meeting shall not be invalid due to the lack of a quorum, provided that:

4.7.1. notice has been given in accordance with Article 4.5; and

4.7.2. no objection is made at the General Meeting.

Procedure at a General Meeting

- 4.8. Only Ordinary Members shall vote at a General Meeting.
- 4.9. A resolution, other than a resolution to amend this Constitution, shall be passed by the affirmative vote of a majority of the Ordinary Members present and voting.
- 4.10. Subject to Article 4.11, votes shall be determined by a show of hands.
- 4.11. If requested by at least three Ordinary Members, a poll shall be conducted by the officer presiding at a General Meeting.
- 4.12. The President shall act as the presiding officer at all General Meetings, or in his or her absence, the Administrative Vice-President shall preside. If both the President and the Administrative Vice-President are not in attendance, the Ordinary Members present at the meeting may appoint an Ordinary Member to preside by simple majority.
- 4.13. Any business specified in a written request in accordance with Article 4.5.2 shall have priority over all other business at a Special General Meeting.
- 4.14. Subject to this Constitution, General Meetings shall be conducted in accordance with such procedure as the Committee may provide.

5. COMMITTEE

- 5.1. The Committee shall be responsible for giving effect to the Objects of the Society as per this Constitution.
- 5.2. The Committee shall consist of the following:
 - 5.2.1. All members of the Executive;
 - 5.2.2. All Elected Office-Bearers
- 5.3. Subject to this Constitution, the Committee may be split into any number of Sub-Committees with responsibilities, membership and reporting structures as decided by resolution of the Executive.
- 5.4. Elected Office Bearers shall attend all Committee Meetings for the duration of their term unless they can provide a reasonable explanation for their absence.

6. COMMITTEE MEETINGS

Calling of a Committee Meeting

- 6.1. The President may at any time convene a Committee Meeting.
- 6.2. The President shall convene a Committee Meeting at least twice in each Semester of the University calendar.
- 6.3. The President shall, within seven days of receiving a written request signed by at least three members of the Committee, convene a Special Committee Meeting. The members of the Committee making a request under this Article shall:
 - 6.3.1. specify in the request the purpose for which the Special Committee Meeting is required; and
 - 6.3.2. sign the request.

- 6.4. If the President fails to convene a Special Committee Meeting within the seven days referred to in Article 6.3, the members of the Committee who made the request may convene a Special Committee Meeting.
- 6.5. The Administrative Vice-President shall cause notice to be given of any Committee Meeting at least forty-eight hours before the date of that Meeting, specifying:
 - 6.5.1. when and where the General Meeting is to be held;
 - 6.5.2. particulars of the business to be transacted at the General Meeting and of the order in which that business is to be transacted.

Quorum of a Committee Meeting

- 6.6. Ten members of the Committee present in person, of whom at least three are members of the Executive, shall constitute a quorum at a Committee Meeting.

Procedure of a Committee Meeting

- 6.7. Only members of the Committee shall vote at a Committee Meeting.
- 6.8. Any member of the Committee may attend a Committee Meeting.
- 6.9. The following individuals may be invited to attend any or all Committee meetings:
 - 6.9.1. An Appointed Officer-Bearer by invitation of the Executive; or
 - 6.9.2. Any or all Ordinary Members by invitation of the Committee.
- 6.10. For the avoidance of doubt, any person attending a Committee Meeting under an invitation issued in accordance with Article 6.9 shall not be entitled to vote in a Committee Meeting.
- 6.11. Subject to Article 6.12, a resolution shall be passed by the affirmative vote of a majority of the members of the Committee present and voting, decided on a show of hands, provided that if there is no majority, the President shall have a casting vote.
- 6.12. The Committee may resolve, on a show of hands, to conduct any vote on a future motion at the Committee Meeting by a secret ballot.
- 6.13. The President shall act as the presiding officer at all Committee Meetings, or in his or her absence, the Administrative Vice-President shall preside. If both the President and the Administrative Vice-President are not in attendance, members of the Committee may appoint a member of the Executive to preside by simple majority.
- 6.14. Any business specified in a written request in accordance with Article 6.5.2 shall have priority over all other business at a Committee Meeting.
- 6.15. Subject to this Constitution, Committee Meetings shall be conducted in accordance with such procedure as the Committee may provide.
- 6.16. Minutes of all Committee Meetings shall be kept by the Administrative Vice President.

7. EXECUTIVE

- 7.1. The Executive shall consist of:
 - 7.1.1. the President;

- 7.1.2. the Education Vice-President;
 - 7.1.3. the Administrative Vice-President;
 - 7.1.4. the Competitions Vice-President;
 - 7.1.5. the Careers Vice-President;
 - 7.1.6. the Equity Vice-President;
 - 7.1.7. the Wellness Vice-President;
 - 7.1.8. the Social Vice-President; and
 - 7.1.9. the Pre-Law Vice-President.
- 7.2. In addition to the specific duties imposed by this Constitution, the Executive shall be responsible for giving effect to the Objects of the Society and for the efficient organisation, administration, and conduct of the activities and affairs of the Society.
- 7.3. Subject to this Constitution and to the resolutions of the Society in General Meeting, the Executive may do all things necessary or convenient for carrying out the Objects of the Society, and in particular, may:
- 7.3.1. acquire, hold, deal with, and dispose of any real or personal property;
 - 7.3.2. open and operate bank accounts;
 - 7.3.3. invest the Society's money;
 - 7.3.4. borrow money on behalf of, or in the name of, the Society, to no greater amount than two dollars for each Financial Ordinary Member existing at that time;
 - 7.3.5. seek out and co-ordinate sponsorship for the Society; and
 - 7.3.6. enter into any contract the Executive considers necessary or desirable, subject to Article 7.2.

8. EXECUTIVE MEETINGS

Calling of an Executive Meeting

- 8.1. The President may at any time convene an Executive Meeting.
- 8.2. The President shall convene an Executive Meeting at least once in every calendar month from March to November of each year.

Quorum of an Executive Meeting

- 8.3. Five members of the Executive present in person shall constitute a quorum at an Executive Meeting.

Procedure of an Executive Meeting

- 8.4. A resolution shall be passed by the affirmative vote of a majority of the members of the Executive present and voting, decided on a show of hands.
- 8.5. In the event of a tied vote, the President shall have the casting vote.
- 8.6. Subject to this Constitution, Executive Meetings shall be conducted in accordance with such procedure as the President may provide.

9. ELECTED OFFICE-BEARERS

9.1. The Elected Office-Bearers shall consist of:

- 9.1.1. Social Representative;
- 9.1.2. First Year Social Representative;
- 9.1.3. Education Representative;
- 9.1.4. First Year Education Representative;
- 9.1.5. Wellness Representative;
- 9.1.6. First Year Wellness Representative;
- 9.1.7. Male Sports Representative;
- 9.1.8. Female Sports Representative;
- 9.1.9. First Year Business Law Representative;
- 9.1.10. First Year Law & Society Representative;
- 9.1.11. Competitions Representative;
- 9.1.12. Competitions Representative;
- 9.1.13. Careers Representative;
- 9.1.14. Careers Representative;
- 9.1.15. First Year Careers Representative;
- 9.1.16. Women's Representative;
- 9.1.17. Alternative Pathway Student Representative;
- 9.1.18. Queer Representative;
- 9.1.19. Indigenous Representative; and
- 9.1.20. Volunteering Representative.

9.2. Subject to Article 16, the Elected Office-Bearers shall hold office from 1 December of the year of their election until 30 November of the subsequent year.

9.3. Elected Office-Bearers who are in their first calendar year of study of a degree of the kind referred to in Article 16 shall hold office from 1 April of the year of their election until 30 November of that year.

10. PRE-LAW

- 10.1. The Pre-law Vice President, once elected, becomes an Ordinary Member.
- 10.2. For the avoidance of doubt, the rights granted by Article 10.1, do not allow the Pre-law Vice President to nominate for an Elected Office-Bearer position unless he or she would otherwise fulfil the necessary requirements of nominating were he or she not the Pre-law Vice President.
- 10.3. The Executive shall appoint, within 5 months of their election, anywhere between 1 and 3 Pre-law Officers.
- 10.4. A person holding the position of Pre-law Officer shall have a right to attend Committee Meetings and to vote in Committee meetings.

11. ELECTIONS

- 11.1. Election shall be held annually and in accordance with the Blackstone Society Election Regulations.
- 11.2. Amendments to the Blackstone Society Election Regulations are to be approved by a resolution of the Committee in accordance with Article 6.11.

12. APPOINTED OFFICE-BEARERS

- 12.1. The Executive may resolve to create any Appointed Office-Bearer position.
- 12.2. The Executive must:
 - 12.2.1. Cause notice to be given to Ordinary Members of the creation of any Appointed Office-Bearer position;
 - 12.2.2. As part of that notice, call for applications to be made for that position; and
 - 12.2.3. Make reasonable efforts to assess the merits of all applications that are made.
- 12.3. The Executive may resolve to appoint or remove any person to an Appointed Office-Bearer position.
- 12.4. Appointed Office-bearers are to carry out all reasonable tasks as directed by the Executive that give effect to the Objects of the Society.

13. DISCIPLINARY ACTION

- 13.1. For the purposes of Articles 13, 14 and 15, *member*, in relation to a member who is expelled from the Society, includes former members.

Suspension of Members

- 13.2. The Committee may decide to suspend a member's membership or to expel a member from the Society if —
 - 13.2.1. the member contravenes any of these rules; or
 - 13.2.2. the member acts detrimentally to the interests of the Association.
- 13.3. The Administrative Vice President must give the member written notice of the proposed suspension or expulsion at least 28 days before the committee meeting at which the proposal is to be considered by the committee.
- 13.4. The notice given to the member must state —
 - 13.4.1. when and where the committee meeting is to be held; and
 - 13.4.2. the grounds on which the proposed suspension or expulsion is based; and
 - 13.4.3. that the member, or the member'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 proposed suspension or expulsion;
- 13.5. At the committee meeting, the committee must —
 - 13.5.1. give the member, or the member's representative, a reasonable opportunity to make written or oral (or both written and oral) submissions to the committee about the proposed suspension or expulsion; and

- 13.5.2. give due consideration to any submissions so made; and
- 13.5.3. decide —
 - 13531. whether or not to suspend the member's membership and, if the decision is to suspend the membership, the period of suspension; or
 - 13532. whether or not to expel the member from the Association.
- 13.6. A decision of the committee to suspend the member's membership or to expel the member from the Association takes immediate effect.
- 13.7. The committee must give the member written notice of the committee's decision, and the reasons for the decision, within 7 days after the committee meeting at which the decision is made.
- 13.8. A member whose membership is suspended or who is expelled from the Association may, within 14 days after receiving notice of the Committee's decision under Article 13.7 give written notice to the Administrative Vice President requesting the appointment of a mediator under Articles 15.3 to 15.6.
- 13.9. If notice is given under Article 13.8, the member who gives the notice and the committee are the parties to the mediation.

Consequences of Suspension

- 13.10. During the period a member's membership is suspended, the member —
 - 13.10.1. loses any rights (including voting rights) arising as a result of membership; and
 - 13.10.2. is not entitled to a refund, rebate, relief or credit for membership fees paid, or payable, to the Association.
- 13.11. When a member's membership is suspended, the Administrative Vice President must record in the register of members —
 - 13.11.1. that the member's membership is suspended; and
 - 13.11.2. the date on which the suspension takes effect; and
 - 13.11.3. the period of the suspension.
- 13.12. When the period of the suspension ends, the Administrative Vice President must record in the register of members that the member's membership is no longer suspended.

14. RESOLVING DISPUTES

Terms used

- 14.1. In this Division:
 - 14.1.1. ***grievance procedure*** means the procedures set out in this Division;
 - 14.1.2. ***party to a dispute*** includes a person —
 - 14.121. who is a party to the dispute; and
 - 14.122. who ceases to be a member within 6 months before the dispute has come to the attention of each party to the dispute.

Application of the Division

14.2. The procedure set out in this Division (the grievance procedure) applies to disputes –

14.2.1. Between members; or

14.2.2. Between one or more members and the Society

Parties to attempt to resolve disputes

14.3. The parties to a dispute must attempt to resolve the dispute between themselves within 14 days after the dispute has come to the attention of each party.

How grievance procedure is started

14.4. If the parties to a dispute are unable to resolve the dispute between themselves within the time required by Article 14.11, any party to the dispute may start the grievance procedure by giving written notice to the Administrative Vice President of —

14.4.1. the parties to the dispute; and

14.4.2. the matters that are the subject of the dispute.

14.5. Within 28 days after the Administrative Vice President is given the notice, a committee meeting must be convened to consider and determine the dispute.

14.6. The Administrative Vice President 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 7 days before the meeting is held.

14.7. The notice given to each party to the dispute must state —

14.7.1. when and where the committee meeting is to be held; and

14.7.2. 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.

14.8. If —

14.8.1. the dispute is between one or more members and the Association; and

14.8.2. any party to the dispute gives written notice to the Administrative Vice President stating that the party —

14821. does not agree to the dispute being determined by the committee;
and

14822. requests the appointment of a mediator under Articles 15.3 to 15.6.

the committee must not determine the dispute.

Determination of dispute by Committee

14.9. At the committee meeting at which a dispute is to be considered and determined, the committee must —

14.9.1. 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; and

14.9.2. give due consideration to any submissions so made; and

- 14.9.3. determine the dispute.
- 14.10. The committee must give each party to the dispute written notice of the committee's determination, and the reasons for the determination, within 7 days after the committee meeting at which the determination is made.
- 14.11. A party to the dispute may, within 14 days after receiving notice of the committee's determination under Article 14.9.3, give written notice to the Administrative Vice President requesting the appointment of a mediator under Articles 15.3 to 15.6 .
- 14.12. If notice is given under Article 14.11 each party to the dispute is a party to the mediation.

15. MEDIATION

Application of the Division

- 15.1.** This Division applies if written notice has been given to the Administrative Vice President requesting the appointment of a mediator —
 - 15.1.1. by a member under Article 13.8; or
 - 15.1.2. by a party to a dispute under Article 14.8.2.2 or 14.11.
- 15.2.** If this Division applies, a mediator must be chosen or appointed under Articles 15.3 to 15.6.

Appointment of a Mediator

- 15.3.** The mediator must be a person chosen —
 - 15.3.1. if the appointment of a mediator was requested by a member under Article 13.8 — by agreement between the Member and the committee; or
 - 15.3.2. if the appointment of a mediator was requested by a party to a dispute under rule Article 14.8.2.2 or 14.11 — by agreement between the parties to the dispute.
- 15.4.** If there is no agreement for the purposes of Article 15.3, then, subject to Articles 15.5 and 15.6, the committee must appoint the mediator.
- 15.5.** The person appointed as mediator by the committee must be a person who acts as a mediator for another not-for-profit body, such as a community legal centre, if the appointment of a mediator was requested by —
 - 15.5.1. a member under Article 13.8; or
 - 15.5.2. a party to a dispute under rule Article 14.8.2.2; or
 - 15.5.3. a party to a dispute under rule 14.11 and the dispute is between one or more members and the Association.
- 15.6.** The person appointed as mediator by the committee may be a member or former member of the Association but must not —
 - 15.6.1. have a personal interest in the matter that is the subject of the mediation; or
 - 15.6.2. be biased in favour of or against any party to the mediation.

Mediation Process

- 15.7.** The parties to the mediation must attempt in good faith to settle the matter that is the subject of the mediation.
- 15.8.** Each party to the mediation must give the mediator a written statement of the issues that need to be considered at the mediation at least 5 days before the mediation takes place.
- 15.9.** In conducting the mediation, the mediator must —
- 15.9.1. give each party to the mediation every opportunity to be heard; and
 - 15.9.2. allow each party to the mediation to give due consideration to any written statement given by another party; and
 - 15.9.3. ensure that natural justice is given to the parties to the mediation throughout the mediation process.
- 15.10.** The mediator cannot determine the matter that is the subject of the mediation.
- 15.11.** The mediation must be confidential, and any information given at the mediation cannot be used in any other proceedings that take place in relation to the matter that is the subject of the mediation.
- 15.12.** The costs of the mediation are to be paid by the party or parties to the mediation that requested the appointment of the mediator.

If mediation results in decision to suspend or expel being revoked

- 15.13.** If —
- 15.13.1. mediation takes place because a member whose membership is suspended or who is expelled from the Association gives notice under Article 13.8; and
 - 15.13.2. as the result of the mediation, the decision to suspend the member's membership or expel the member is revoked,

that revocation does not affect the validity of any decision made at a committee meeting or general meeting during the period of suspension or expulsion.

16. REMOVAL OF OFFICE-BEARERS

- 16.1.** A member of the Committee may be removed from office by:
- 16.1.1. A special majority of the Executive and a special majority of the Committee; or
 - 16.1.2. A special majority of a General Meeting
- 16.2.** The removal of an office holder may be commenced by any Ordinary Member.
- 16.3.** Notice must be given to the Executive, the Committee, and in the case of a vote by a General Meeting, all Ordinary Members at least 14 days prior to the vote. The Notice is to state the name of the office holder that is to be removed and the reason for the proposed removal.
- 16.4.** The office holder must be given a reasonable opportunity to give reasons as to why they should not be removed to the Executive, the Committee and in the case of a vote of a General Meetings, the General Meeting.

- 16.5. At any point after notice is given under Article 16.3 and before a vote occurs, the Executive may resolve by simple majority to quash the removal proceedings.

17. PROXIES

- 17.1. An Ordinary Member may authorise in writing another Ordinary Member to attend, and vote on his or her behalf in, any Meeting.
- 17.2. A person may only attend, and vote in, a Meeting on behalf of another if he or she is otherwise eligible to attend and vote in that Meeting.
- 17.3. The written authorisation must be conveyed by the authorisor to the Office-Bearer presiding at that Meeting.

18. IMMEDIATE PAST PRESIDENT

- 18.1. The person to have held office as President prior to the election of the new President taking office 1 December, shall be appointed Immediate Past President.
- 18.2. The Immediate Past President shall have a standing invite to attend Society committee meetings.

19. FINANCE

- 19.1. The financial year of the Society shall be the period commencing on 1 July and ending on 30 June of the following year.
- 19.2. The Administrative Vice-President shall be responsible for the receipt of all monies paid to the Society and shall issue receipts for those monies in the name of the Society.
- 19.3. Any two members of the Executive may sign cheques and forms authorising the withdrawal or payment from the funds of the Society.
- 19.4. A payment may be made to a member out of the funds of the Society only if it is for the reimbursement of reasonable expenses properly incurred by the member on behalf of the Society and in the pursuit of the Objects of this Constitution.

20. REGISTER AND RECORDS

- 20.1. The Administrative Vice President is responsible for the requirements imposed on the Society under section 53 of the *Associations Incorporations Act* 2015 (WA) to maintain the register of members and record in that register any change in the membership of the Society.
- 20.2. In addition to the matters referred to in section 53(2) of the Act, the register of members must include the class of membership (if applicable) to which each member belongs and the date on which each member becomes a member.
- 20.3. A member who wishes to inspect the register of members must contact the Administrative Vice President to make the necessary arrangements.
- 20.4. If —
- 20.4.1. a member inspecting the register of members wishes to make a copy of, or take an extract from, the register under section 54(2) of the Act; or
- 20.4.2. a member makes a written request under section 56(1) of the Act to be provided with a copy of the 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 Association.

21. AMENDMENT OF THIS CONSTITUTION

- 21.1. Any five Ordinary Members may, at least five days before a General Meeting, submit to the Administrative Vice-President a written request, signed by them, specifying their intention to propose a resolution to amend this Constitution and the particulars of that proposed resolution.
- 21.2. This Constitution may be amended as follows:
- 21.2.1. A resolution to amend this Constitution shall be passed by the affirmative vote of at least three quarters of the Ordinary Members present and voting at a General Meeting, decided on a show of hands.
- 21.2.2. Within one month of the passing of a resolution in accordance with Article 21.2.1, the Administrative Vice-President of the Society shall lodge with the relevant statutory authority:
21221. notice of the resolution setting out particulars of the amendment to this Constitution; and
21222. a certificate, signed by the officer presiding at the General Meeting, certifying that the resolution was duly passed and that the Constitution so amended conforms with the requirements of the *Associations Incorporation Act 2015 (WA)*.

22. DISSOLUTION

- 22.1. Any property remaining upon the winding up or dissolution of the Society, after satisfaction of all the Society's debts and liabilities, shall not be paid or distributed among the Members but shall be given or transferred to another association incorporated under the *Associations Incorporation Act 2015 (WA)* that:
- 22.1.1. has similar objects;
- 22.1.2. is not carried out for the purposes of profit or gain to its individual members; and
- 22.1.3. is approved by resolution of the Society in General Meeting.