

RULES OF ASSOCIATION
GLOBAL LAW STUDENTS ASSOCIATION

CONSTITUTION OF THE Global Law Students Association

1. *Name and Purpose*

(1) The name of the incorporated association is the *Global Law Students Association* ("the Association").

(2) The goals of the Association are ("statement of purpose"):

(a) to provide our Members with information, contacts and opportunities relevant to international careers, issues and events; and

(b) to provide support to Members of the Association who are also International Students. (*amended October 2020*)

2. *Definitions*

(1) In these Rules, unless the contrary intention appears-

"Act" means the Associations Incorporation Reform Act 2012;

"committee" means the officers of the Association listed under Rule 19 and any other ordinary member of the committee;

"financial year" means the year ending on 30 June;

"general meeting" means a general meeting of members convened in accordance with Rule 11;

"law student" means a student currently enrolled in an undergraduate or a postgraduate degree offered by the Law School at the University of Melbourne;

"member" means a member of the Association;

"ordinary member of the committee" means a member of the committee who is not an officer of the Association under Rule 19 and who is appointed in accordance with Rule 22;

"Regulations" means regulations under the Act;

“Rules” means this document as amended from time to time in accordance with Rule 3;

"relevant documents" has the same meaning as in the Act;

“special resolution” has the same meaning as in the Act.

(2) Any requirements under the Act relating to the Secretary are taken to apply to the Executive Director of this Association.

2A. Powers of Association

- (1) Subject to the Act, the Association has power to do all things incidental or conducive to achieve its purposes.
- (2) The Association may only exercise its powers and use its income and assets (including any surplus) for its purposes. *(Added October 2020)*

2B. Not for profit organization

- (1) Subject to the Act, the Association has power to do all things incidental or conducive to achieve its purposes.
- (2) Subrule (1) does not prevent the Association from paying a member –
 - (a) reimbursement for expenses properly incurred by the member; or
 - (b) for goods or services provided by the member

if this was done in good faith on terms no more favourable than if the member was not a member. *(Added October 2020)*

3. Alteration of the rules

- (1) These Rules and the statement of purposes of the Association may be amended at a General Meeting by a three-quarter majority of the members of the Association voting at the meeting, whether in person or by proxy, voting in favour of the amendment.
- (2) These Rules and the statement of purposes of the Association must not be altered except in accordance with the Act.

4. Membership, entry fees and subscription

- (1) All law students are eligible for full membership of the Association.
- (2) A law student becomes a Member of the Association upon registering in the form determined by the Executive Director.

(3) Members must not be required to pay:

- (a) an entrance fee
- (b) an annual subscription fee

(4) The rights or obligations of a member of the Association:

- (a) are not capable of being transferred or transmitted to another person; and
- (b) terminate upon the cessation of membership, which occurs on death, resignation, or graduation of the law student from Melbourne Law School.

(5) If a person ceases to become a member of the Association, the Executive Director must, as soon as practicable, enter the date the person ceased to be a member in the register of members. (*Amended October 2020*)

5. *Register of members*

(1) The Executive Director must keep and maintain a register of Members of the Association (whether in written or electronic form) specifying:

- (c) the full name and postal address; and
- (d) the email address; and
- (e) any other information that the Executive Director, from time to time, determines of each person who is a Member of the Association, together with the date upon which the person became, and ceased to become (if applicable) a Member.

(2) Any Member may, at a reasonable time and free of charge, inspect the register of Members. (*Amended October 2020*)

6. *Discipline, suspension and expulsion of members*

(1) Subject to these Rules, if the committee is of the opinion that a member has refused or neglected to comply with these Rules, or has been guilty of conduct unbecoming a member or prejudicial to the interests of the Association, the committee may by resolution –

- (a) suspend that member from membership of the Association for a specified period; or
- (b) expel that member from the Association.

(2) A resolution of the committee under sub-rule (1) does not take effect unless -

- (a) at a meeting held in accordance with sub-rule (3), the committee confirms the resolution; and

- (b) if the member exercises a right of appeal to the Association under this rule, the Association confirms the resolution in accordance with this rule.
- (3) A meeting of the committee to confirm or revoke a resolution passed under sub-rule (1) must be held not earlier than 14 days, and not later than 28 days, after notice has been given to the member in accordance with sub-rule (4).
- (4) For the purposes of giving notice in accordance with sub-rule (3), the Executive Director must, as soon as practicable, cause to be given to the member a written notice-
- (a) setting out the resolution of the committee and the grounds on which it is based; and
 - (b) stating that the member, or his or her representative, may address the committee at a meeting to be held not earlier than 14 days and not later than 28 days after the notice has been given to that member; and
 - (c) stating the date, place and time of that meeting; and
 - (d) informing the member that he or she may do one or both of the following-
 - (i) attend that meeting;
 - (ii) give to the committee before the date of that meeting a written statement seeking the revocation of the resolution;
 - (e) informing the member that, if at that meeting, the committee confirms the resolution, he or she may, not later than 48 hours after that meeting, give the Executive Director a notice to the effect that he or she wishes to appeal to the Association in general meeting against the resolution.
- (5) At a meeting of the committee to confirm or revoke a resolution passed under sub-rule (1), the committee must-
- (a) give the member, or his or her representative, an opportunity to be heard; and
 - (b) give due consideration to any written statement submitted by the member; and
 - (c) determine by resolution whether to confirm or to revoke the resolution.
- (6) If at the meeting of the committee, the committee confirms the resolution, the member may, not later than 48 hours after that meeting, give the Executive Director a notice to the effect that he or she wishes to appeal to the Association in general meeting against the resolution.
- (7) If the Executive Director receives a notice under sub-rule (6), he or she must notify the committee and the committee must convene a general meeting of the Association to be held within 21 days after the date on which the Executive Director received the notice.
- (8) At a general meeting of the Association convened under sub-rule (7) -
- (a) no business other than the question of the appeal may be conducted; and

- (b) the committee may place before the meeting details of the grounds for the resolution and the reasons for the passing of the resolution; and
 - (c) the member, or his or her representative, must be given an opportunity to be heard; and
 - (d) the members present must vote by secret ballot on the question whether the resolution should be confirmed or revoked.
- (9) A resolution is confirmed if, at the general meeting, not less than three-quarters of the members vote in person in favour of the resolution. In any other case, the resolution is revoked.

7. Disputes and mediation

- (1) The grievance procedure set out in this rule applies to disputes under these Rules between-
- (a) a member and another member; or
 - (b) a member and the Association.
- (2) The parties to the dispute must meet and discuss the matter in dispute, and, if possible, resolve the dispute within 14 days after the dispute comes to the attention of all of the parties.
- (3) If the parties are unable to resolve the dispute at the meeting, or if a party fails to attend that meeting, then the parties must, within 10 days, hold a meeting in the presence of a mediator.
- (4) The mediator must be-
- (a) a person chosen by agreement between the parties; or
 - (b) in the absence of agreement-
 - (i) in the case of a dispute between a member and another member, a person appointed by the committee of the Association; or
 - (ii) in the case of a dispute between a member and the Association, a person who is a mediator appointed or employed by the Dispute Settlement Centre of Victoria (Department of Justice).
- (5) A member of the Association can be a mediator.
- (6) The mediator cannot be a member who is a party to the dispute.
- (7) The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.
- (8) The mediator, in conducting the mediation, must--
- (a) give the parties to the mediation process every opportunity to be heard; and
 - (b) allow due consideration by all parties of any written statement submitted by any

party; and

(c) ensure that natural justice is accorded to the parties to the dispute throughout the mediation process.

(9) The mediator must not determine the dispute.

(10) If the mediation process does not result in the dispute being resolved, the parties may seek to resolve the dispute in accordance with the Act or otherwise at law.

8. Annual general meetings

(1) The annual general meeting shall be held once every calendar year.

(2) The annual general meeting shall be held during the academic period but no later than 31 October.

(3) The committee may determine the date, time and place of the annual general meeting of the Association, subject to sub-rules (1) and (2).

(4) The notice convening the annual general meeting must specify that the meeting is an annual general meeting.

(5) The ordinary business of the annual general meeting shall be-

(a) to confirm the minutes of the previous annual general meeting and of any general meeting held since that meeting; and

(b) to receive from the committee reports upon the activities of the Association during the preceding financial year; and (*Amended October 2020*)

(c) to receive and consider the statement submitted by the Association in accordance with s 100(1) of the Act; and (*Amended October 2020*)

(d) to receive the President's written annual report; and (*Amended October 2020*)

(e) *repealed October 2020*

(f) election results for the new committee shall be announced; and

(g) other moved motions may be discussed and voted upon, with preference going to motions of which notice was given before the meeting; and

(h) the committee is required to submit all annual general meeting documents within 7 days of the annual general meeting

(6) The annual general meeting may conduct any special business of which notice has been given in accordance with these Rules.

9. Special general meetings

- (1) In addition to the annual general meeting, any other general meetings may be held in the same year.
- (2) All general meetings other than the annual general meeting are special general meetings.
- (3) The committee may, whenever it thinks fit, convene a special general meeting of the Association.
- (4) If, but for this sub-rule, more than 15 months would elapse between annual general meetings, the committee must convene a special general meeting before the expiration of that period.
- (5) The committee must, on the request in writing of members representing not less than 10 per cent of the total number of members, convene a special general meeting of the Association.
- (6) The request for a special general meeting must--
 - (a) state the objects of the meeting; and
 - (b) be signed by the members requesting the meeting; and
 - (c) be sent to the address of the Association.
- (7) If the committee does not cause a special general meeting to be held within one month after the date on which the request is sent to the address of the Association, the members making the request, or any of them, may convene a special general meeting to be held not later than 3 months after that date.
- (8) If a special general meeting is convened by members in accordance with this rule, it must be convened in the same manner so far as possible as a meeting convened by the committee.

10. Special business

All business that is conducted at a special general meeting and all business that is conducted at the annual general meeting, except for business conducted under the rules as ordinary business of the annual general meeting, shall be deemed to be special business.

11. Notice of general meetings

- (1) The Executive Director of the Association shall give 7 days notice of the date, time and the nature of business of the general meeting. (If passing a special resolution then notice is 21 days).
- (2) Notice shall be sent by electronic transmission to the email address appearing in the register of members. (*Amended October 2020*)

(3) *(repealed October 2020)*

(4) A member intending to bring any business before a meeting may notify in writing, or by electronic transmission, to the Executive Director, who shall include that business in the notice calling the next general meeting after the reception of that notice.

12. Quorum at general meetings

(1) No item of business may be conducted at a general meeting unless a quorum of members entitled under these Rules to vote is present at the time when the meeting is considering that item.

(2) 20 members personally present (being members entitled under these Rules to vote at a general meeting) constitutes a quorum for the conduct of the business of a general meeting. *(Amended October 2020)*

(3) If, within half an hour after the appointed time for the commencement of a general meeting, a quorum is not present-

(i) in the case of a meeting convened upon the request of members--the meeting shall be dissolved; and

(ii) in any other case--the meeting shall stand adjourned to the same day in the next week at the same time and (unless another place is specified by the Chairperson at the time of the adjournment or by written notice to members given before the day to which the meeting is adjourned) at the same place.

(4) If at the adjourned meeting the quorum is not present within half an hour after the time appointed for the commencement of the meeting, the members personally present (being not less than 5) shall be a quorum.

13. Presiding at general meetings

(1) The President, or in the President's absence, the Vice-President, shall preside as Chairperson at each general meeting of the Association.

(2) If the President and the Vice-President are absent from a general meeting, or are unable to preside, the members present must select one of their number to preside as Chairperson.

14. Adjournment of meetings

(1) The person presiding may, with the consent of a majority of members present at the meeting, adjourn the meeting from time to time and place to place.

(2) No business may be conducted at an adjourned meeting other than the unfinished business from the meeting that was adjourned.

(3) If a meeting is adjourned for 14 days or more, notice of the adjourned meeting must be given in accordance with rule 11.

(4) Except as provided in sub-rule (3), it is not necessary to give notice of an adjournment or of the business to be conducted at an adjourned meeting.

15. Voting at general meetings

(1) Upon any question arising at a general meeting of the Association, a member has one vote only.

(2) All votes may be given personally or electronically.

(3) In the case of an equality of voting on a question, the Chairperson of the meeting is entitled to exercise a second or casting vote.

16. Poll at general meetings

(1) If at a meeting a poll on any question is demanded by not less than 5 members, it must be taken at that meeting in such manner as the Chairperson may direct and the resolution of the poll shall be deemed to be a resolution of the meeting on that question.

(2) A poll that is demanded on the election of a Chairperson or on a question of an adjournment must be taken immediately and a poll that is demanded on any other question must be taken at such time before the close of the meeting as the Chairperson may direct.

17. Proxies

A member is entitled to appoint another member as a proxy to cast a vote on his or her behalf at general meetings

18. Committee of Management

(1) The affairs of the Association shall be managed by the committee of management.

(2) The committee--

(a) shall control and manage the business and affairs of the Association; and

(b) may, subject to these Rules, the Act and the Regulations, exercise all such powers and functions as may be exercised by the Association other than those powers and

functions that are required by these Rules to be exercised by general meetings of the members of the Association; and

(c) subject to these Rules, the Act and the Regulations, has power to perform all such acts and things as appear to the committee to be essential for the proper management of the business and affairs of the Association.

(3) The committee of management shall consist of –

- a. the Executive Officers of the Association; and
- b. the Appointed Officers (*Amended October 2020*)

19. Office Holders

(1) The Executive Officers of the Association shall be –

- (a) the President;
- (b) the Vice-President(s);
- (c) the Treasurer;
- (d) the Executive Director;
- (e) the International Student Liaison Director(s);
- (f) the Professional Development Director(s);
- (g) the Careers Director(s);
- (h) the Marketing and Communications Director(s);
- (i) the Alumni Director; and
- (j) any other pertinent committee positions, as the officers may see fit.

(2) The Executive Officers of the Association shall be known as the Executive Committee.

(3) The Cabinet shall be formed of the President, Vice President(s), Treasurer and the Executive Director.

(4) The President may appoint the outgoing President to the role of Non-Executive Director. Alternatively, any other member of the previous year's Cabinet may be appointed. (*Amended October 2020*)

20. Term of Executive Office Holders

(1) Each Executive Officer shall hold office until the annual general meeting next after the date of his or her election, but is eligible for re-election, subject to sub-rule (2).

- (2) The President is not eligible for re-election.
- (3) Each Executive Officer shall hold honorary office for a period of 6 months after the annual general meeting as advisers to the new Executive Officers of the Association.
- (4) In the event of a casual vacancy in any office referred to in subrule (1), the committee may appoint one of its members to the vacant office and the member appointed may continue in office up to and including the conclusion of the annual general meeting next following the date of the appointment. (*Amended October 2020*)

21. Election of the President

(1) Election of the President of the Association must be completed and announced before nominations of candidates for all other officers have closed. (*Amended October 2020*)

(1A) Only persons who are currently serving on the committee of management as either an Executive Officer or a Committee Co-opt are eligible to be nominated as a candidate for election as President of the Association. (*Added October 2020*)

(2) Nominations of candidates for election as President of the Association –

- (a) must be made in writing, signed by two members of the Association and accompanied by the written consent of the candidate (which may be endorsed on the form of nomination); and

- (b) must be delivered to the Returning Officer of the Association; and

- (c) must strictly close on the date advised on the nomination form, except as otherwise provided in the section at (5) below; and

- (d) the Returning Officer shall be--

- (i) the President; or

- (ii) a former officer of the Association.

(3) Candidates for the election of the President are permitted to campaign only in such manner as the Executive Committee may direct.

(4) The ballot for the election of the President is to be conducted in such manner as the Executive Committee may direct.

(5) If insufficient nominations are received to fill the vacancy by the date advised on the nomination form, further nominations may be received by the date advised by the sitting President.

(6) If the number of nominations received is equal to the number of vacancies to be filled and the sitting President does not advise further nominations to be received pursuant to (5) of this section, the persons nominated shall be deemed to be elected President unopposed.

21A. Election of officers other than for the office of the President

(1) Nominations of candidates for election as officers of the Association other than for the office of the President -

(a) must be made in writing, signed by two members of the Association and accompanied by the written consent of the candidate (which may be endorsed on the form of nomination); and

(b) must be delivered to the Returning Officer of the Association; and

(c) must strictly close on the date advised on the nomination form, except as otherwise provided in subrule (4) below. (*Amended October 2020*)

(d) the Returning Officer shall be--

(i) the President; or

(ii) a former officer of the Association.

(1A) A candidate must be a Member of the Association prior to nominating for election as an officer of the Association. (*Added October 2020*)

(2) A candidate may ~~only be nominated for one office~~ be nominated for a maximum of three offices, other than the office of President, prior to the annual general meeting. (*altered September 2018*)

(3) For the avoidance of doubt, candidates who were nominated for, and not elected as, President of the Association may be nominated for election as other officers.

(4) If insufficient nominations are received to fill all vacancies on the committee by the date advised on the nomination form:

(a) the Executive Director may extend the date advised on the nomination form by a maximum of 3 days; and

(b) if, by the revised application deadline, insufficient nominations have been received to fill all vacancies on the committee, the candidates nominated shall be deemed to be elected and further nominations may be received at the general meeting. (*Amended October 2020*)

(5) If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated shall be deemed to be elected.

(6) If the number of nominations exceeds the number of vacancies to be filled, a ballot must be held.

(7) Candidates for the election of officers other than the President are permitted to campaign only in such manner as the Executive Committee may direct.

(8) The ballot for the election of officers other than the President is to be conducted in such manner as the Executive Committee may direct, provided that the President-elect to the new Committee is consulted in the ballot process.

22. Election of Committee Co-opts (Amended October 2020)

- (1) The committee, in accordance with rule 18(2), may create, and call for applications for, co-opt positions as it sees fit.
- (2) All non-committee members shall be eligible to apply.
- (3) The committee may offer applicants co-opt positions. Upon the member's written acceptance of the offer, that member shall be deemed co-opted and will be considered to be an ordinary member of the committee for the purposes of Rule 20.
- (4) Subject to these Rules, each appointed member shall hold office until the annual general meeting next in accordance with Rule 20.
- (5) Each appointed member may be removed from his or her position in accordance with rule 29.

23. Vacancies

The office of an officer of the Association, or of an ordinary member of the committee, becomes vacant if the officer or member--

- a. ceases to be a member of the Association in accordance with rules 2(1) and 4; or
- b. resigns from office by notice in writing given to the Executive Director
 - i. in the event of resignation of the Executive Director, the notice must be given to the President.

24. Meetings of the committee

- (1) The committee must meet at least once in each calendar year at such place and such times as the committee may determine.
- (2) Special meetings of the committee may be convened by the President or by any 4 members of the committee.

25. Notice of committee meetings

- (1) Written notice of each committee meeting must be given to each member of the committee at least 3 business days before the date of the meeting.
- (2) Written notice must be given to members of the committee of any special meeting specifying the general nature of the business to be conducted and no other business may be

conducted at such a meeting.

26. Quorum for committee meetings

- (1) Any 5 members of the committee constitute a quorum for the conduct of the business of a meeting of the committee.
- (2) No business may be conducted unless a quorum is present.
- (3) If within half an hour of the time appointed for the meeting a quorum is not present--
 - (i) in the case of a special meeting--the meeting lapses;
 - (ii) in any other case--the meeting shall stand adjourned to the same place and the same time and day in the following week.
- (4) The committee may act notwithstanding any vacancy on the committee.

27. Presiding at committee meetings

At meetings of the committee-

- a. the President or, in the President's absence, the Vice-President presides; or
- b. if the President and the Vice-President are absent, or are unable to preside, the members present must choose one of their number to preside.

28. Voting at committee meetings

- (1) Questions arising at a meeting of the committee, or at a meeting of any sub-committee appointed by the committee, shall be determined on a show of hands or, if a member requests, by a poll taken in such manner as the person presiding at that meeting may determine.
- (2) Each member present at a meeting of the committee, or at a meeting of any sub-committee appointed by the committee (including the person presiding at the meeting), is entitled to one vote and, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.

29. Removal of members

- (1) The Association in a general meeting may, by special resolution, remove any member of the committee before the expiration of the member's term of office and appoint another member in his or her place to hold office until the expiration of the term of the first-mentioned member.

- (i) A member who is the subject of a proposed special resolution referred to in sub-rule (1) may make representations in writing to the Executive Director or President of the Association (not exceeding a reasonable length) and may request that the representations be provided to the members of the Association.
 - (ii) The Executive Director or the President may give a copy of the representations to each member of the Association or, if they are not so given, the member may require that they be read out at the meeting.
- (2) The committee in a committee meeting may remove any officer of the committee before the expiration of the member's term of office and appoint another member in his or her place to hold office until the expiration of the term of the first mentioned member--
- (i) by a three-quarter majority Vote of No Confidence of the committee; or
 - (ii) if any committee member fails to attend 2 consecutive committee meetings without notice.
- (3) The cabinet in a cabinet meeting may remove any appointed member of the committee before the expiration of the member's term of office and appoint another member in his or her place to hold office until the expiration of the term of the first mentioned member--
- (i) by a three-quarter majority Vote of No Confidence of the cabinet

30. Minutes of meetings

The Executive Director of the Association must keep minutes of the resolutions and proceedings of each general meeting, and each committee meeting, together with a record of the names of persons present at committee meetings.

31. Funds

- (1) The Treasurer of the Association must-
 - (a) collect and receive all moneys due to the Association and make all payments authorised by the Association; and
 - (b) keep correct accounts and books showing the financial affairs of the Association with full details of all receipts and expenditure connected with the activities of the Association.
- (2) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by any two of the President, the Executive Director or the Treasurer.

(3) The funds of the Association shall be derived from donations and such other sources as the committee determines.

32. Seal

(1) The common seal of the Association must be kept in the custody of the Executive Director

(2) The common seal must not be affixed to any instrument except by the authority of the committee and the affixing of the common seal must be attested by the signatures either of two members of the committee or, of one member of the committee and of the Executive Director of the Association.

33. Notice to members

Except for the requirement in Rule 11, any notice that is required to be given to a member, by on behalf of the Association, under these Rules may be given by-

- a. delivering the notice to the member personally; or
- b. electronic transmission, to the member at that member's email address shown in the register of members. (*Amended October 2020*)

34. Winding up

(1) A motion to wind up or cancel the incorporation of the Association must--

- (i) be carried at a General Meeting; and
- (ii) be carried by a three-quarters majority.

(2) In the event of the winding up or the cancellation of the incorporation of the Association, the assets of the Association must be disposed of in accordance with the provisions of the Act.

35. Custody and inspection of books and records

(1) Except as otherwise provided in these Rules, the Executive Director must keep in his or her custody or under his or her control all books, documents and securities of the Association.

(2) All accounts, books, securities and any other relevant documents of the Association must be available for inspection free of charge by any member upon request.

(3) A member may make a copy of any accounts, books, securities and any other relevant documents of the Association (including access to committee meetings and general meetings).

NOTES

"SCHEDULE 1

PREPARATION OF FINANCIAL STATEMENTS BY PRESCRIBED ASSOCIATIONS--AUSTRALIAN ACCOUNTING STANDARDS

Australian Accounting Standard Number	Name of Australian Accounting Standard	Issued
AASB 1018 (replaces AAS 1)	Statement of Financial Performance	June 2002
AAS 4	Depreciation	August 1997
AAS 5	Materiality	September 1995
AAS 6	Accounting Policies	March 1999
AAS 8	Events Occurring After Reporting Date	October 1997
AAS 15	Revenue	June 1998
AAS 17	Leases	October 1998
AAS 28	Statement of Cash Flows	October 1997
AAS 36	Statement of Financial Position	October 1999
AASB 1041 (replaces AAS 38)	Revaluation of Non-Current Assets	July 2001