**CONSTITUTION**

This Constitution has been adopted by The Philosophy Society as decided

upon by a majority of votes during the Annual General Meeting at 12/04/13

**1 INTRODUCTION**

* 1. **Society Name:** The Philosophy Society
  2. **Type**

The type of the Society shall be: Social and Educational

* 1. **Affiliation**

This Society is affiliated to UoN Services Limited

* 1. **Aims and Objectives**

The aims of the Society are:

**1.4.1** To make philosophy accessible to everyone, no matter their

educational background or lack thereof.

**1.4.2** To actually DO philosophy, not just study it. To explore philosophical

concepts in a friendly, open-forum, no assumed knowledge environment.

**1.4.3** To provide a support network for those who study and teach philosophy

both at the University of Newcastle and elsewhere.

**1.4.4** The assets and income, including subsidies provided by the U, of the

Society will only be used for the aims and objectives listed above and in favour of and inclusive of all members of the Society. No portion shall be distributed to the members unless compensation for spendings made on behalf of the Society.

* 1. **Code of Conduct**
     1. The Philosophy Society will not tolerate bigoted or otherwise hateful behaviour. Sexism, racism, homophobia, trans\*phobia and all other forms of bigotry will not be tolerated. A member’s first contravention of this clause will result in a warning from the Executive Committee. A member’s second contravention of this cause will result in a suspension or withdrawal of their Society membership by a majority vote of the Executive Committee. Appeals against such a decision may be directed to the Executive Committee.
        1. The intention of this clause is not to stifle intellectual debate, but to ensure that we maintain a friendly environment for such debate. Controversial subjects will come up from time to time and it is extremely important that we maintain the freedom to analyse and discuss these subjects. This clause merely aims to emphasise that we must discuss controversial subjects in a respectful way.
     2. The Philosophy Society will not tolerate drunk and disorderly behaviour that interrupts Society events or otherwise adversely affects Society members. Any member found to be contravening this clause will be asked to leave the event.

**2 DEFINITIONS**

Definitions used in this Constitution will mean the following:

**Affiliation** shall mean affiliation with UoN Services Limited;

**Annual General Meeting** or AGM shall mean the required Annual General Meeting of the Society

**Club or Society** shall refer to all Clubs, Societies or Associations of the University of Newcastle, including the Residents Associations;

**Disaffiliation** shall mean disaffiliation from UoN Services Limited;

**Executives** shall mean the Executives on the committee of the Society;

**Executive Committee**, committee or board shall mean all of the Executives of the Society;

**General Meeting**, Extraordinary General Meeting or EGM shall mean one of the three required meetings per year;

**Inaugural General Meeting** or IGM shall mean the first meeting of the newly founded Society during which the members choose the name; the Executive Committee; aims and objectives; constitution; annual membership fee;

**Re-affiliation** shall mean re-affiliation with UoN Services Limited;

**Student** shall mean a person enrolled for studies at the University of Newcastle;

**The University or UoN** shall mean the University of Newcastle;

**The U or UoNS** shall mean UoN Services Limited.

**3 MEMBERSHIP**

**3.1 Financial Members**

**3.1.1** Membership shall be open to all University of Newcastle students and

staff;

**3.1.2** The membership fee shall be set at no less than $1 to be paid by all

members to the Society upon subscribing as a member;

**3.1.3** Members that are students from the University of Newcastle shall be

known as financial members;

**3.1.4** The Society shall be recognised as a Financial Society;

**3.1.5** Subsidies allocated by the U will be based on the number of financial

members;

**3.2 Associate Members**

**3.2.1** Members that are staff or alumni of the University of Newcastle or

Non-UoN students can, upon approval of a Society, apply as associate

member and will have no right to vote, nominate or be nominated as Executive, nor have any right to receive subsidy from UoN Services Ltd;

**3.2.2** The membership fee for associate members shall be no less than

double of the financial membership fee of $1 to be paid in full to the Society upon subscribing as a member;

**3.3 Member Rules and Regulations**

**3.3.1** Membership shall last for a year and must initially be applied for,

approved and recorded by the Secretary;

**3.3.2** Membership shall be renewed by means of payment of the membership

fee to the Treasurer at each Annual General Meeting and recorded on the membership list;

**3.3.4** The Society and all its members shall comply with the Diversity

And Inclusiveness Policy and Code of Conduct of the University of Newcastle;

**3.3.5** The Society and all its members shall comply to all the rules and

regulations, RSA, terms and conditions and other requirements as

listed in the Affiliation Pack and Clubs and Societies guide of the U;

**3.3.6** Details of all members are to be kept private and shall only be

accessible to the Society Executive Committee and the Clubs and Societies Officer of the U;

**3.3.7** Membership or related rights and obligations cannot be passed on to

another person;

**3.4 Ceasing of Membership**

**3.4.1** Membership can be discontinued by putting forward a motion to the Secretary while the member will remain liable for any money owed to the Society upon cessation of membership;

**3.4.2** Membership ceases if a member: resigns membership through a motion put forward to the Club’s Secretary, ceases to be a student of the University of Newcastle *(if a financial* *member)*, is expelled from the Society, or dies;

**3.4.3** Failure to pay the membership fee will automatically result in discontinuation of membership;

**4 EXECUTIVES**

**4.1 Executive Committee**

**4.1.1** The Executives of the Society that will operate as office bearers forming the Executive Committee can be elected from all members nominated and seconded at the Annual General Meeting that are current UoN students and have to be appointed for at least the positions of;

(i) President;

(ii) Secretary;

(iii) Treasurer;

(iv) Vice-President

**4.1.2** Up to three additional Office Bearers can be appointed after democratic vote at the Annual General Meeting if they contribute to the aims and objectives of the Society;

**4.1.3** Nomination for an Executive Position must be forwarded in writing to the Secretary two weeks in advance of the Annual General Meeting and must be signed by at least one other Society member;

**4.1.4** No member is to hold more than one Executive position in the committee;

**4.1.5** An Executive position shall be filled by one person each year and cannot be shared with another member;

**4.1.6** If a nominated member runs for an Executive Position uncontested they shall automatically fill the position;

**4.1.7** If insufficient nominations are put forward to fill at least the position of President, Vice-President, Secretary and Treasurer the available Executive Position must be filled as casual position at the first upcoming meeting by means of voting.

**4.1.8** The Executive Committee and Office Bearers shall hold office for a year commencing upon their election during the Annual General Meeting and ending at the next Annual General Meeting;

**4.2 Executive Committee Responsibilities**

The Executive Committee is responsible and personally liable for the following:

**4.2.1** Finances of the Society;

**4.2.2** Events and activities of the Society;

**4.4.3** Management of the Society and all its members;

**4.4.4** Representation of the Society;

**4.4.5** Attendance at all required three annual meetings (including the AGM);

**4.4.6** Entering into contracts and arrangement on behalf of the Society;

**4.3 Cessation Executive Positions**

An Executive position will be discontinued if the person:

**4.3.1** ceases or resigns from being a member;

**4.3.2** ceases to be a University of Newcastle student;

**4.3.3** has missed or expects to be unable to attend more than two of the

three compulsory yearly meetings.

**4.3.4** The Executive Committee or one of its Executives can be suspended if the U decides that either the Executive or the Committee has been negligent or refused to comply with their own Constitution or the rules and regulations, terms and conditions, RSA and Code of Contact of UoNS or the University of Newcastle;

**4.3.5** All Executives that are suspended lose their rights as signatory of the Society bank account and the U Clubs and Societies Officer automatically becomes authorised to access and manage the bank account;

**4.4 Power of the Committee**

Responsibilities of the Executives and Office Bearers listed below shall be to:

**4.4.1** President

(i) be the Chairperson of all Society meetings held throughout the year;

(ii) be the spokesperson for the Society;

(iii) liaise with the Clubs and Societies Officer at the U;

(iv) ensure that the Executive Committee carries out their responsibilities;

(v) explain the obligations and rights of the Executives to them;

(vi) understand and be able to provide an insight in the Society Constitution;

(vii) fill out the U Affiliation Pack and send it to UoNS;

(viii) set a membership fee in collaboration with the other Executives;

(ix) manage the Society and the events and activities;

(x) authorise expenditure for the Society;

**4.4.2** Vice President

(i) be the chairperson at meetings where the President is absent

(ii) understand and be able to provide an insight in the Society Constitution;

(iii) assist the president in the management of the Society and events and activities;

**4.4.3** Secretary

(i) receive all correspondence for the Society;

(ii) organise the Annual General Meeting and all other Society meetings, and send out the invite to all members at least a week in advance ;

(iii) set up the agenda for each meeting;

(iv) supervise the voting during the meetings;

(v) receive and organise all motions put forward by members and raise them during the meetings;

(vi) take minutes at meetings;

(vii) update and maintain the membership list;

(viii) manage all the non-financial records of the Society;

**4.4.4** Treasurer

(i) keep and update the Society financial journal and make it understandable for the committee and all members so records can be handed down if required;

(ii) hold, and responsible and liable for the receipt book, cheque books and cash management;

(iii) receive the membership fees of all members;

(iv) issue receipts for all money received and keep receipts on record;

(v) collect all receipts and invoices of expenditure in the financial journal;

(vi) prepare a proposed budget for the Society for the coming year and safeguard the budget throughout the year ensuring the Society will not owe any money;

(vii) prepare an annual financial statement at the end of the financial year;

(viii) be the main signatory for the Society bank account

(ix) solely use the Society funds in benefit of the Society and all its members equally and under no circumstances give money to or borrow money from any of the individual members or others unless to reimbursed cost made for the Society and passed as motion by the Executive Committee;

**4.4.5** Other Office Bearers

(i) understand the Society constitution and abide by it;

(ii) liaise with the committee to determine objectives and tasks of the position;

(iii) liaise with the Clubs and Societies Officer of the U;

(iv) attend all required three annual meetings;

**5 MEETINGS**

**5.1 Annual General Meetings**

**5.1.1** One Annual General meeting must be held every calendar year;

**5.1.2** The Secretary will give notice and send the agenda to all members at least two weeks in advance in writing or by email;

**5.1.3** The AGM must be held on an academic weekday;

**5.1.4** The U must be informed on the date that the meeting will be held;

PROPOSED CHANGE: Strike current sub-section 5.1.5 and replace with:

**5.1.5** To meet quorum, at least 12 financial members must attend.

**~~5.1.5~~** ~~Quorum must be met with at least 50% of the voting members and all the Executives being present or democratically viable to enable a democratic vote;~~

PROPOSED CHANGE: Add new sub-section 5.1.6:

**5.1.6** All financial members present are entitled to vote.

PROPOSED CHANGE: amend current sub-section numbers 5.1.6 and 5.1.7 to reflect above changes.

**5.1.7** During the Annual General Meeting the minutes of the previous AGM must be confirmed, voting will occur to elect the new Executives and Office Bearers to be appointed for the year, select the aims and objectives, adopt or amend a Society constitution and in case it being an IGM, select the name for the Society;

**5.1.8** Minutes must be taken by the Secretary that must be kept on record and have to be copied and forwarded to the U after the meeting;

**5.2 (Extraordinary) General Meetings**

**5.2.1** At least two General or Extraordinary General Meetings must be called by the Executive Committee throughout the year;

**5.2.2** All members must be informed in writing on the date, location and time and content of the upcoming meeting;

PROPOSED CHANGE: Add the following sub-section:

**5.2.3** To meet quorum, at least 12 financial members must attend.

**5.3 Executive Meetings**

**5.3.1** Executive Meetings will be held for the sole purpose of passing or declining motions, and primarily financial motions;

**5.3.2** At least 50% of all the Executives must be present to reach Quorum;

**5.4 General Rules and Regulations for Meetings**

PROPOSED CHANGE: Strike current sub-section 5.4.1 and amend sub-section numbers to reflect this change.

**~~5.4.1~~** ~~Quorum must be reached by means of presence of either at least 50% of all members relevant to the meeting or democratically viable to enable a democratic vote~~ *~~(ie. At the~~**~~AGM all financial members present must be entitled to vote, at the Executive Meeting~~**~~50% of Executives must be present, etc. To determine a quorum suitable for your~~* *~~Society the standard for quorum must be discussed with UoN Services)~~*~~;~~

**5.4.1** If Quorum is not reached within half an hour of commencement of the meeting the meeting shall be rescheduled;

**5.4.2** All Society members entitled to vote can cast one vote for each election, proxies are not allowed;

**5.4.3** If voting results in a tie the President shall provide the deciding vote;

**5.4.4** All changes made to either membership, the constitution or requests for financial expenditure or reimbursements must be forwarded to the Secretary before the meeting so that they can be forwarded as motions during the meeting;

**5.4.5** If motions on constitutional changes are passed during the meeting they must be forwarded to the U Clubs and Societies Officer for approval;

**5.4.6** A Chairperson, generally the Secretary, must be appointed at each meeting;

**5.4.7** Minutes must be taken and recorded at each meeting;

**6 FINANCE**

**6.1 Bank Account**

**6.1.1** The Society must have a bank account with a financial institution of their choice;

**6.1.2** There must be three signatories for the bank account from the Executive Committee of which one must be the Treasurer;

**6.1.3** All incoming funds must be paid straight into the bank account;

**6.1.4** If the Society is dissolved or disaffiliated the bank account must be signed over to UoN Services Ltd;

**6.1.5** If the Society decides to re-affiliate and is approved by the Clubs and Societies Officer within a year of cessation the Bank Account under authority of the U can be signed back over to the Society;

**6.2 Expenditure**

**6.2.1** The Executive Committee must approve of all proposed expenditure before any purchases are made by passing motions at Executive Meetings;

**6.2.2** All financial transactions require at least two signatures of the three signatories;

**6.3 Transparency**

**6.3.1** UoN Services is entitled to view the financial journal and records kept at all time upon request;

**6.3.2** The Society will cooperate completely if an audit is requested and will be carried out by an independent auditor that will be selected by UoN Services;

**6.3.3** The Treasurer will write up an Annual Financial Statement to be presented to the U at the end of each financial year;

**6.4 Liability**

**6.4.1** All Executives are equally responsible for proper conduct and management of finances in ensuring that the Society does not accumulate any debt;

**6.4.2** UoN Services is in no way responsible or liable for the Society finances and any losses or debt accumulated by the Society will not be covered by the U;

**6.5 Subsidies**

**6.5.1** The U will allocate annual subsidies based on the number of financial members within a Society that is determined by the latest list of members provided by the Society;

**6.5.2** The allocation of subsidies is subject to approval by the U. Occasions that subsidies have been applied for will be screened by the U to determine whether they serve the interest of a large number of members and the campus community as a whole and are in line with the Aims and Objectives as set out in the Society constitution before the application will be approved;

**6.5.3** All equipment purchased in name of the Society by Uon Services Ltd will remain property of the U;

**7 DISSOLUTION**

**7.1 Dissolution of the Society will occur in case;**

**7.1.1** The Society has requested to be dissolved by putting forward a motion with at least 75% of voting members showing that they are in favour of dissolution;

**7.1.2** the motion is passed with 75% of voting members voting in favour of dissolution or rejected if 50% or more is opposed;

**7.1.3** the Society ceases to operate by failing to appoint Executives

**7.1.4** the Society endures natural attrition and has not been financially or administratively active for 12 months;

**7.2 Surplus Funds and Assets**

**7.2.1** All surplus funds, property, cash money and assets left after dissolution shall become rightfully owned by UoN Services and must be transferred to the U by the Society Treasurer;

**7.3 Inform the U no later than a week after the motion for the Society to dissolve has been passed.**