



## **Legal Studies Association of NSW Inc**

### **CONSTITUTION**

As amended on 4 February 2020

#### **1. NAME**

- 1.1. The name of the Association shall be the 'Legal Studies Association of NSW Inc' and is hereafter referred to as the 'LSA' or the 'Association'.

#### **2. OBJECTS**

- 2.1. The aim of the LSA is to support the teaching and learning of Legal Studies in New South Wales by:
  - 2.1.1. promoting the study of Legal Studies and the legal education of students in New South Wales;
  - 2.1.2. supporting teachers and students across New South Wales to improve students' knowledge and understanding;
  - 2.1.3. advancing the professional development of Legal Studies teachers and educators;
  - 2.1.4. nurturing teacher capacity and increasing equality of access to opportunities and resources;
  - 2.1.5. providing a range of events and activities to assist teachers and students of Legal Studies in New South Wales, and to educate the wider teaching community about legal issues;
  - 2.1.6. celebrating the success of students and teachers;
  - 2.1.7. advocating on behalf of Legal Studies teachers and students; and
  - 2.1.8. maintaining relationships with the NSW Education and Standards Association, the Professional Teachers' Council NSW and other professional organisations on behalf of Legal Studies teachers.

#### **3. MEMBERSHIP**

- 3.1. Membership of LSA shall be open to teachers and student teachers of Legal Studies.
- 3.2. Members must nominate by completing the Membership Application Form for the relevant year and forwarding the form with payment to the address of the Association. On receipt of the Membership Application Form and payment, a receipt will be issued and the name of the Member will be placed on the membership roll with contact details as supplied.
- 3.3. Where Membership is in the name of a school or organisation all Legal Studies teachers at that school or organisation will be considered Members for activities where a discount is offered to Members.
- 3.4. The Executive Committee has the authority to reject the membership of an individual or

organisation and refund any fees paid.

- 3.5. The Executive Committee may pass a motion to appoint a person as a Life Member of the LSA. To be eligible to be appointed a Life Member of the LSA the person shall:
  - 3.5.1. have contributed actively to the aim of LSA over a period of at least five years; and
  - 3.5.2. made ongoing contributions to the aim of the LSA, such as by presenting to students and/or running professional development for teachers and/or being a Member of the Committee and/or making regular contributions to LSA publications and/or organising events for Members and/or supporting disadvantaged students; and
  - 3.5.3. have upheld the good name of the LSA.

#### **4. MANAGEMENT**

- 4.1. The management of LSA shall be vested in a Committee consisting of at least six (6), up to a maximum of twenty (20), representatives.
- 4.2. Committee Members shall be appointed annually and are eligible for reappointment.
- 4.3. Committee Members will, as part of their duties:
  - 4.3.1. serve on either the Executive or at least one sub-committee; and
  - 4.3.2. contribute at least one article to a LSA publication each year they are a Member of the Committee; and
  - 4.3.3. organise, run or present at a minimum of one LSA event per year; and
  - 4.3.4. attend at least 50% of scheduled full Committee meetings annually.
- 4.4. In order to nominate for the Committee, Members must complete a nomination form prior to the Annual General Meeting. They must have been actively involved in teaching Legal Studies students and/or providing professional development to Legal Studies teachers within the last three years.
- 4.5. No Member of the Committee shall be appointed to any salaried office of the LSA, or any office of the Committee paid by fees, and no remuneration or benefit in money or money's worth shall be given by the Executive Committee to any Member of the Committee, or its agents, for work done in execution of Committee duties, except for the payment of an honorarium as per clause 4.6
- 4.6. An honorarium may be paid each financial year to Committee Members in acknowledgment of the time and expenses involved in undertaking their responsibilities. The amount of this honorarium will be determined at the next Executive Committee meeting after the AGM.
- 4.7. An Executive Committee, comprising a President, two Deputy Presidents, a Secretary and a Treasurer shall be elected by the Committee at the Annual General Meeting.
- 4.8. The Executive Committee will, at the first meeting of the Executive Committee following the Annual General Meeting, determine payments which are not "work done in execution of Committee duties" (Clause 4.5). These activities may include (but not be limited to) co-ordination of sub-committees, preparation of lectures, writing and editing examinations and other publications.

#### **5. OFFICE BEARERS**

- 5.1. Any casual vacancy occurring amongst the Executive Committee may be filled by a person approved by a majority of the Committee.
- 5.2. The person so appointed to fill such a vacancy shall hold the office for the unexpired term of the Member so replaced.

## **6. OFFICE MANAGER**

- 6.1. The Executive Committee may appoint an Office Manager to support the work of the LSA.
  - 6.1.1. The Executive Committee will negotiate working conditions including hourly rates of pay and number of hours to be worked. The Executive Committee may delegate authority to negotiate these conditions to the President or other Members of the Executive Committee, subject to ratification at the next meeting of the Executive Committee.
  - 6.1.2. The Office Manager is deemed to be a Committee Member to whom the Executive Committee delegates authority for specified tasks, reviewed on an annual basis. The Office Manager is exempt from all other responsibilities that Committee Members are required to fulfill under Clause 4.3.
  - 6.1.3. The Executive Committee may delegate responsibility for aspects of administration to the Office Manager subject to prudent financial management and reporting to the Executive Committee.
  - 6.1.4. The LSA will pay the administration costs involved in the operation of the LSA, subject to the approval of the Executive Committee.

## **7. SUB-COMMITTEES**

- 7.1. The Executive Committee may delegate to a sub-committee or sub-committees of its Members appointed for that purpose, any one or more of the objects of the LSA, as it may see fit and revoke, modify and/or suspend every such delegation.
- 7.2. Membership of such sub-committees will be open to all LSA Members. Each Committee Member would be expected to serve on either the Executive or at least one sub-committee.

## **8. PROCEEDINGS OF LSA**

- 8.1. LSA may meet together for the dispatch of business, adjourn, and otherwise appoint and regulate its meetings as it thinks fit.
- 8.2. The President may at any time summon a meeting of LSA.
- 8.3. Questions arising at meetings of LSA shall be decided by a majority of votes of those present.
- 8.4. A determination by a majority of Members of the LSA present shall for all purposes be a determination of the Legal Studies Association.
- 8.5. The continuing Members of Committee may act notwithstanding any vacancy on the Committee.
  - 8.5.1. If and so long as their number is reduced below the number fixed by or pursuant to these rules as the necessary quorum, the continuing Member or Members may act for the purpose of increasing the number of Members of the Committee from amongst the membership, but for no other purpose.
- 8.6. The normal rules of debate shall apply to all meetings.

## **9. VACATION BY OFFICERS.**

- 9.1. An office of a Member of the Committee shall be vacant:
  - 9.1.1. upon their decease;
  - 9.1.2. if they become bankrupt or make any arrangements or composition with their creditors generally;

- 9.1.3. if they become mentally ill or a person whose person or estate is liable to be dealt with, in any way, under the laws relating to mental health;
- 9.1.4. if they resign office by notice in writing to the Executive Committee;
- 9.1.5. if they are absent for more than four (4) consecutive meetings without leave from the Executive Committee;
- 9.1.6. upon a resolution being passed by a two-third majority of Members present at a properly constituted meeting specially called for the purpose, to remove them from office;
- 9.1.7. if they hold any office of profit under the Committee.

## **10. FINANCIAL YEAR**

- 10.1. The financial year shall conclude on the 31st of December of each year.

## **11. ANNUAL GENERAL MEETING**

- 11.1. Annual General Meeting shall be held at the earliest available date in first term each year, when the Annual Report and audited financial statements shall be presented.

## **12. SPECIAL MEETING**

- 12.1. Special Meetings shall be convened by the Secretary.
- 12.2. A Special Meeting may be called upon the written request, to the Secretary, of not less than two (2) Members of the Committee.
- 12.3. A Special Meeting shall be held within a period of two (2) weeks from the date of receipt of the request.

## **13. QUORUM AT MEETINGS**

- 13.1. At Meetings of the Committee, a quorum shall consist of five (5) Members. Should, within half an hour of the time set down for the meeting to commence, a quorum not be present, then the meeting may continue but minutes must be circulated for approval within seven (7) days. If Members disagree with aspects of the minutes, these will have to be resolved at a meeting where a quorum is present.

## **14. CHAIRPERSON**

- 14.1. The President shall preside as Chairperson at every meeting of the Committee and Executive Committee. If the President is not in attendance at any such meeting, one of the Deputy Presidents shall be Chairperson.
- 14.2. If neither the President or the Deputy Presidents are in attendance, the Members in attendance at the meeting, and entitled to vote, shall elect one of their number to be Chairperson of the meeting, a simple majority sufficing.
- 14.3. The Chairperson may, with the consent of any meeting at which a quorum is present, (and shall if so directed by the meeting), adjourn the meeting from time to time and from place to place but no business will be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.

## **15. VOTING**

- 15.1. Each Committee Member present and voting at a meeting of the Committee shall have one (1) vote on each motion.
- 15.2. Motions shall be decided by simple majority of Members present.
- 15.3. At any meeting a resolution put to the vote of a meeting shall be decided on a show of hands unless a ballot is, (before, or on the declaration of the result of a show of hands), demanded by the Chairperson or by at least three (3) Members present. Unless a ballot is so demanded, a declaration by the Chairperson that a resolution has, on a show of hands, been carried or carried unanimously, or lost, then an entry to that effect in the minutes of the proceedings of the Committee shall be conclusive evidence of the fact, without proof of the number or proportion of votes recorded in favour of or against the resolution.
  - 15.3.1. The demand for a ballot may be withdrawn.
  - 15.3.2. If a ballot is duly demanded on the election of a Chairperson or on a question of adjournment, it shall be taken forthwith.
  - 15.3.3. If a ballot is duly demanded, it shall be taken in such a manner, and either at once or after an interval or adjournment or otherwise, as the Chairperson directs.
  - 15.3.4. The result of the ballot shall be the resolution of the meeting at which the ballot was demanded.
- 15.4. In the case of equality of votes, whether on a show of hands or on a ballot, the Chairperson of the meeting at which the vote was held shall be entitled to a second or casting vote.

## **16. NOTICE OF MEETINGS**

- 16.1. The President shall give at least seven (7) days' notice, oral or in writing, of any meetings to the Members of the Committee and/or Executive Committee specifying the date, the day and the hour of the meeting, and the general nature of the business to be dealt with at the meeting.

## **17. FUNDS**

- 17.1. All monies received by LSA shall be deposited intact at the earliest possible date to the credit of LSA's Banking Account.
- 17.2. Receipts for monies received shall also be issued promptly.
- 17.3. All payments authorised to be made by the Executive Committee can be paid either by:
  - 17.3.1. a cheque signed by the Treasurer and any other Member of the Executive Committee as determined by the Executive Committee and registered with the financial institution the LSA banks with; or
  - 17.3.2. an electronic banking transaction by the Treasurer or Office Manager via the financial institution with which the LSA banks.

## **18. AUTHORISATION OF ACCOUNTS**

- 18.1. All accounts shall be presented to the Executive Committee, and approved by a majority of that Committee. Details of all such approvals shall be recorded in writing.

## **19. INDEPENDENT INSPECTION OF FINANCIAL RECORDS**

- 19.1. An independent inspection of the LSA accounts shall be carried out by a qualified accountant who is a member of NIA, CPA or ICA. This accountant will provide a detailed report on the state of the LSA Accounts for the AGM.
- 19.2. Copies of the report shall be included in the Annual Report presented by the Treasurer to the Annual General Meeting of LSA. If these statements not be available for presentation at the Annual General Meeting, the meeting will determine an appropriate time for their presentation to a Committee meeting.
- 19.3. The current Treasurer will obtain the services of such an accountant and check the necessary qualifications

## **20. MINUTES**

- 20.1. The Secretary shall cause the minutes to be made:
  - 20.1.1. of all appointments of office bearers and Members of the Committee;
  - 20.1.2. of the names of the Committee Members present at all meetings of the Committee and Executive Committee; and
  - 20.1.3. of all proceedings at all meetings of the Committee and Executive Committee.
- 20.2. The Minutes shall be signed by the Chairperson of the meeting at which the proceedings were held, or by the Chairperson of the next succeeding meeting.

## **21. EXPULSION OF MEMBERS**

- 21.1. A Member may be expelled from Membership of LSA by the Executive Committee, if in the opinion of the Executive Committee, the conduct of the Member is as to be detrimental to the best interests of the LSA, provided that:
  - 21.1.1. such expulsion shall not be effective unless it is confirmed by a majority of Members present at a Special Meeting of Members convened to consider the expulsion.
  - 21.1.2. such Special Meeting is held within a period of one (1) month from the decision of the Executive Committee to expel the Member.
  - 21.1.3. at such a Special Meeting the Member whose expulsion is under consideration shall be allowed to offer an explanation of his or her conduct verbally or in writing at the option of the Member.
  - 21.1.4. the Voting at such a Special Meeting shall be a ballot, unless at least five (5) Members present thereat demand a show of hands.
  - 21.1.5. it shall be in the power of the Executive Committee to exclude such Member from participation in the affairs of LSA until such Special Meeting shall be held.

## **22. DISSOLUTION**

- 22.1. The Committee shall be dissolved in the event of a Special Resolution for that purpose, and passed at a Special Meeting of LSA convened for that purpose, or for purposes including that purpose.
- 22.2. Upon passage of a resolution of dissolution, all assets and funds of LSA shall, after payment of all expenses and liabilities, be handed over to the Professional Teachers' Council, or association of like purpose, for use for such other purposes as such a body may from time to time decide.

## **23. AMENDMENT OF THIS CONSTITUTION**

- 23.1. This Constitution, and any part thereof, may be amended by a Special Resolution of the LSA, passed at a meeting of LSA convened for the purpose, or for purposes including that purpose.
- 23.2. All Members of the LSA will be given at least 21 day' notice of a meeting convened for the purpose of amending this Constitution, or for purposes including that purpose. The proposed Special Resolution must be included in full at the time of notice of the meeting.
- 23.3. A meeting of the LSA to amend this Constitution, or for purposes including that purpose, shall otherwise be carried out in accordance with Sections 13 to 15, except that:
  - 23.3.1. any Member of the LSA present at the meeting shall be able to vote on the resolution regarding the Constitution; and
- 23.4. any resolution to amend the Constitution shall only be passed if three-quarters of the Members present vote in favour of the motion.

## **24. SERVICE OF NOTICES**

- 24.1. A notice may be given to any Member either verbally, or by writing, and sending it by post to them at their address registered with LSA.
  - 24.1.1. If the Member has no registered address, then the notice, in writing, shall be sent to the place of employment of the Member last known to LSA.
  - 24.1.2. Where a notice is sent by post service of the notice shall be deemed to be affected by properly addressing, prepaying and posting a letter or envelope containing the notice.
  - 24.1.3. The notice will have been affected, in the case of a notice of meeting, on the day after the date of posting.
  - 24.1.4. The notice will have been affected in any other case, the time at which the letter would have been delivered in the ordinary course of the post.