

**1. ESTABLISHMENT**

- 1.1 The Generation Vote Trust of Aotearoa, pursuant to section 10 of its Trust Deed, establishes a Branch Committee, operating as a Club affiliated to the Otago University Students' Association, to be named Otago Generation Vote.

**2. DEFINITIONS AND INTERPRETATION**

- 2.1 In this Constitution, unless the context requires otherwise, the following words and phrases have the following meanings:
- 2.1.1 'OUSA' refers to the Otago University Students' Association.
  - 2.1.2 'OPSA' refers to the Otago Polytechnic Students' Association.
  - 2.1.3 'The Club' refers to the Branch Committee established by the Generation Vote Trust of Aotearoa named Otago Generation Vote.
  - 2.1.4 'Club Executive' refers to the governing body of the Club comprising all the Executive Officers elected in accordance with this Constitution.
  - 2.1.5 'OUSA Rules' refers to the OUSA Constitution and all OUSA Policies.
  - 2.1.6 'The Trust' refers to the Generation Vote Trust of Aotearoa, and/or its Board of Trustees where the context requires.
  - 2.1.7 'Trust Deed' refers to the Deed of Trust dated 1 January 2020 establishing the Generation Vote Trust of Aotearoa.
  - 2.1.8 'Trust Board' refers to the Board of Trustees of the Trust, or a delegate or agent thereof where the context requires.
  - 2.1.9 'Annual General Meeting' refers to a meeting of the Members of the Club held once per year at which the membership will, among other things, receive and consider reports on the Club's activities and finances.
  - 2.1.10 'Special General Meeting' refers to a meeting of the Members, other than an Annual General Meeting, called for a specific purpose.
  - 2.1.11 'Member' refers to a person who has registered and been accepted as a member of the Club in accordance with this Constitution.

2.1.12 'Educator' refers to a member who wishes to teach with Generation Vote and has been trained or has committed to being trained in the programme.

2.2 'Life Member' refers to a person who the Club has awarded honorary membership for life because of the significant contributions they have made to the Club.

2.2.1 'Ordinary Resolution' refers to a motion requiring, and passed by, a majority vote.

2.2.2 'Special Resolution' refers to a motion requiring, and passed by, a two-thirds majority vote.

2.2.3 'Register of Members' refers to the register of Members kept within the OUSA Clubs Portal.

2.3 The Club Executive shall, subject only to the OUSA Executive, be the sole authority for the interpretation of these rules. The decisions of the Club executive shall be binding, subject only to the right of appeal to the OUSA Executive.

2.4 This Constitution is to be read in conjunction with the OUSA Affiliation policy.

2.5 This Constitution is subject to the OUSA Rules and shall be void and of no effect to the extent that it conflicts with the OUSA Rules.

### **3. OBJECTIVES OF THE CLUB**

3.1 The objectives of the Club shall not, in any significant way, contradict the objectives of OUSA.

3.2 The purpose of the Club is to provide a means for the student community of Otago to manage the operational delivery of the Trust's purposes in the Otago Region, which are to:

3.2.1 Teach civics education in secondary schools.

3.2.2 Teach civics education in community groups, with a particular emphasis on those who may not otherwise receive a civics education.

### **4. Promote civics education in secondary schools. CLUB CULTURE**

4.1 The culture of the Club shall reflect the principles of the Trust, which are:

4.1.1 respecting and implementing the partnership relationship of Te Tiriti o Waitangi and the Treaty of Waitangi;

- 4.1.2 working cooperatively with other organisations or individuals who promote civics education;
- 4.1.3 respecting diversity;
- 4.1.4 maintaining high standards of professionalism and integrity;
- 4.1.5 ensuring accountability, transparency and openness; and
- 4.1.6 operating in a politically non-partisan manner.

## **5. POWERS OF OUSA WITH RESPECT TO THE CLUB**

- 5.1 Affiliation to OUSA shall not limit or affect the rights and powers of OUSA or any of its committees in respect of any matter.
- 5.2 The OUSA Executive may, at any time, by ordinary resolution:
  - 5.2.1 Inspect the Club's financial records, asset register, and membership list;
  - 5.2.2 Appoint a committee to conduct an examination of the affairs of the Club and to report thereafter to the OUSA Executive;
  - 5.2.3 Convene a Special General Meeting of the Club for any purpose;
  - 5.2.4 Appoint a temporary Club Executive to replace the regular Club Executive for such time, and with such powers, as the OUSA Executive may determine;
  - 5.2.5 Disaffiliate the Club.

## **6. POWERS OF THE CLUB**

- 6.1 The Club may, in accordance with this Constitution, appropriate and expend funds including for the purchase of assets.
- 6.2 The Club shall not operate for the pecuniary gain of its members.
  - 6.2.1 The Club may make payment as reasonable remuneration to any servant or Executive Officer of the Club or the payment of reasonable expense to any authorised representative or delegate of the Club.
  - 6.2.2 Reasonable remuneration shall not exceed market rates for the provision of equivalent goods or services.
  - 6.2.3 The Club must at all times comply with the law of New Zealand, including all Acts, Regulations and By-laws.

## **7. POWERS DELEGATED BY THE TRUST**

- 7.1 On behalf of the Trust, the Club may:
- 7.1.1 Approach schools in the Otago Region and negotiate an agreed teaching schedule for the delivery of the Trust's workshops;
  - 7.1.2 Use the Trust's educational materials and teach the Trust's workshops;
  - 7.1.3 Recruit Members;
  - 7.1.4 Train Educators;
  - 7.1.5 Host events and meetings related to the objectives of the Club;
  - 7.1.6 Adopt policies, codes of practice and rules that affect the organisation of the Club, insofar as they do not conflict with this Constitution, the Trust Deed, or the policies or decisions of the Trust.
  - 7.1.7 Apply for grants in consultation with the Trust; and
  - 7.1.8 Hold any other powers necessary to fulfill the objectives of the Club, insofar as these powers do not conflict with this Constitution, the Trust Deed, or the policies or decisions of the Trust.
- 7.2 The Director of the Club has the right to sit on the Board of Trustees of the Trust as an ex-officio member with voting rights.
- 7.3 The Club has the right to be consulted on:
- 7.3.1 The appointment of new Trustees of the Trust;
  - 7.3.2 The development of the policies of the Trust;
  - 7.3.3 Major changes, reviews and redevelopments made to the Trust's educational materials and workshops; and
  - 7.3.4 The Trust's application for any grants.
- 7.4 Otago Generation Vote must abide by the rules, policies and resolutions of the Trust insofar as they are consistent with this Constitution.

## **8. AFFILIATION TO THE TRUST**

- 8.1 The Club is affiliated to the Trust as a Branch Committee of the Trust appointed to exercise certain delegated powers under the Trust Deed.

8.1.1 The Club's affiliation to the Trust is without prejudice to any of the powers, rights or privileges of OUSA granted by this Constitution or the OUSA Rules.

8.2 The Trust may at any time revoke the powers delegated to the Club under the Trust Deed.

8.2.1 As the Club is a Branch Committee, the Trust must ensure that any revocation of delegated powers is done only after the Trust has worked with the Club Executive to avoid the revocation of delegated powers.

8.3 The Trust may inspect the Club's financial records, asset register, membership list, or any other relevant documents.

8.4 The Trust may convene an SGM of the Club for any legitimate purpose.

## **9. AFFILIATION TO OUSA**

9.1 The Club shall be affiliated to OUSA.

9.2 The Club and its members will uphold their obligations under OUSA Rules.

9.3 Failure of the Club or Club Members to uphold these obligations may result in OUSA temporarily or permanently:

9.3.1 Withdrawing a benefit or benefits of being affiliated to OUSA;

9.3.2 Imposing a temporary or permanent termination of Club Membership;

9.3.3 Requesting further involvement, supervision or monitoring of Club governance and operations;

9.3.4 Imposing conditions on maintaining affiliation or on re-affiliation;

9.3.5 Issuing trespass notices to OUSA property.

9.4 OUSA reserves the right to interpret this Constitution and authorise any deviations.

9.5 The Club shall not become affiliated to any other organisation without the consent of OUSA, and any such affiliation shall be outlined in this constitution.

9.6 Regardless of affiliation status the Club remains at all times a separate legal entity from OUSA.

**10. DEBTS, LIABILITIES AND STAFF**

- 10.1 OUSA does not authorise the Club to borrow money in any capacity, or to employ any staff.
- 10.2 OUSA shall not be responsible for any debts or liabilities incurred by the Club.

**11. MEMBERSHIP**

- 11.1 Membership of the Club constitutes membership of the Trust.
- 11.2 All Members of the Club are subject to the rules of this Constitution and by joining the Club will be deemed to have accepted, and agreed to abide by, the policies of the Trust.
- 11.3 The term Member may be used interchangeably with the term Volunteer. Membership of the Club is considered an expression of interest to become an Educator.
- 11.4 At least 90% of the Club's Members shall be OUSA or OPSA members.
- 11.5 The Club shall have no less than ten Members.
- 11.6 Membership of the Club shall be open to all members of OUSA and OPSA.
- 11.7 Membership can be restricted to a subsection of OUSA and OPSA members provided that the restrictions do not contravene the laws of New Zealand.

**11.8 Membership Application Process**

- 11.8.1 Persons shall become Members of the Club when the following requirements have been met:
- a) A declaration of interest including the applicant's full name, contact details, drivers license status, and student ID number (if the applicant is a member of OUSA) has been received and accepted by the Club Executive;
  - b) The applicant has signed and returned the Code of Conduct form;
  - c) The Club Executive is satisfied that accepting the applicant as a Member will not contravene any rule or policy of the Trust; and
  - d) The applicant has met all other reasonable criteria set by the Executive.
- 11.8.2 The Executive will notify applicants of the outcome of their application within a reasonable time, and arrange for the induction of new members in due course.
- 11.8.3 Grounds for declining an application for membership may include but are not limited to:

- a) Inappropriate political affiliations which may undermine the Club's objectives;  
and
- b) Concerns regarding the character of the applicant such as notice of prior misconduct within other clubs and societies.

**11.9 Rights and obligations of membership:**

11.9.1 Every Member shall have the right to vote at SGM's, the AGM, and for the democratically elected Executive.

- a) Members must have been actively involved in the Club for over a month leading up to the SGM, AGM or executive election.

11.9.2 Members may exercise their vote for incoming Executive Officers by proxy. A proxy vote will only be granted 48 hours prior to the election, and must be cast within the 48 hours leading to the election.

- a) Exceptional circumstances for not applying before the 48 hours prior to the election will be considered by the executive, however will not be considered once the election has taken place.

11.9.3 Includes the right to participate in organisation of events should they wish to.

11.9.4 The responsibilities and expectations of membership include:

- a) hecking the nominated organising platform once a week;
- b) Attending the AGM, any SGMs and executive elections, although apologies will be accepted;
- c) Engaging in discussions about Generation Vote's aims, strategies, activities and events.

11.9.5 The Club shall only levy upon its members such fees or subscriptions as have been ratified by the AGM of the Club.

11.9.6 Membership shall be deemed to continue until a formal resignation is received by the Club Executive.

**11.10 Cancellation of membership, suspension, or expulsion from Club.**

11.10.1A Club member may cancel their membership by giving their resignation to the OUSA executive in writing.

11.10.2A Club member may not be suspended or expelled unless the executive resolves to do so by special resolution.

- a) The suspended member will be relieved of any powers and responsibilities and is not permitted to attend club activities.
- b) An SGM must be called within three months to expel the member or the suspension lapses.

11.10.3 The following procedure must be used to expel a club member:

- a) Written notice of any meeting regarding the expulsion and of the basic allegations and charges against the member must be received in person 30 days prior to the meeting taking place.
- b) That a special general meeting is called which the member to be expelled may attend in person, or submit in written form, grounds for his or her defence.
- c) The motion to expel a club member must be passed by special resolution.
- d) That the member is informed in writing of the decision of the meeting and the length of his or her expulsion.

11.10.4 Where a member of the Club is expelled, that member shall have the right of appeal to the OUSA Executive.

## **12. LIFE MEMBERS**

- 12.1 Any Member of the Club may be designated a Life Member by Ordinary Resolution at an AGM or SGM of the Club.
- 12.2 Life Membership is intended to acknowledge significant contributions made to the Club over an extended period.
- 12.3 Life Membership does not confer any special rights or privileges and is a purely honorary designation, although Life Members shall not be required to pay a membership fee.
- 12.4 The Club Secretary shall update the following section to record the names of all Life Members following a resolution designating any Member a Life Member. This shall not constitute a formal amendment to the constitution and accordingly shall not require approval or ratification.

### **12.5 Current Life Members:**

Laura Anderson

Will Dreyer



Bella-Francesca Stuart

**13. ANNUAL GENERAL MEETING (AGM)**

- 13.1 The AGM of the Club shall be held during the month of October at such time and place as the Club Executive shall decide.
- 13.2 The AGM shall be held for the following purposes:
- 13.2.1 To receive, from the Club Executive, a report of the proceedings of the previous year and a statement of the Club accounts;
- 13.2.2 To elect the Executive Officers of the Club for the following year;
- 13.2.3 To conduct any general business.
- 13.3 The Director, or in their absence, the Assistant Director or alternatively any member of the Club Executive, shall be chair of the meeting.
- 13.4 Every motion must be moved by one Club member and seconded by another.
- 13.5 Every member present shall be entitled to one vote,
- 13.5.1 In the case of an equality of votes the Chair shall have a second or casting vote.
- 13.6 The quorum shall be 20 percent of the Club's total members or 6 members, whichever is greater.
- 13.7 At least 14 days notice of the AGM shall be given to all members, by posting a notice on the OUSA notice board and/or the nominated communication platform.
- 13.7.1 The notice shall include an agenda of business to be conducted at the AGM.

**14. SPECIAL GENERAL MEETINGS AND NO CONFIDENCE VOTES**

- 14.1 The Club Executive on their own behalf or on the signed request of a quorum of members may at any time call a Special General Meeting.
- 14.1.1 If the Club Executive does not call a meeting within 14 days of receiving such a request, the requestors may themselves call a Special General Meeting.
- 14.1.2 Notice of a Special General Meeting shall be given in the manner described above for an AGM.
- 14.2 The conduct, voting procedures and quorum of a Special General Meeting shall be the same as those prescribed for the AGM.

14.3 At any Special General Meeting a motion of no confidence in the Club Executive, or any member thereof, may be passed by special resolution provided that 14 days notice of such intention has been given.

14.3.1 On the passing of such motion, the Executive member shall be deemed to have resigned and the meeting shall then have the power to, and may proceed to, elect a new Executive member to the vacant position (s).

14.3.2 Such new member shall hold office until the next AGM.

## **15. EXECUTIVE OFFICERS AND THEIR ELECTION**

15.1 The management and control of the Club shall be deputed to the Executive Officers who represent the Club Executive.

15.2 The Club Executive shall comprise a maximum of 10 Executive Officers, namely:

- a) The Director;
- b) The Assistant Director;
- c) The Secretary;
- d) The Treasurer;
- e) Two Volunteer Coordinators;
- f) The Communications Officer; and
- g) Up to three General Members, according to the present needs of the Club as determined by the membership.

15.3 Every candidate for office shall be nominated at the meeting by one member of the Club and seconded by another.

15.4 Every member present at the meeting shall be entitled to one vote.

15.5 In the event of two or more candidates receiving an equal number of votes, the chair of the meeting shall have a second or casting vote.

15.6 The Executive Officers shall hold office for one year following their appointment or until an officer resigns.

15.6.1 Such resignation shall be effective immediately upon receipt in writing by the Executive.

15.6.2 If a vacancy on the Club Executive occurs during the year, providing that a quorum remains, the Club Executive may appoint any member to fill such a vacancy, unless it has occurred due to a no confidence vote.

15.6.3 If a vacancy occurs due to a no confidence vote then section 10 of this constitution applies.

15.6.4 If a vacancy occurs due to a resignation or lack of nomination, then a casual vacancy shall exist.

## **16. THE CLUB EXECUTIVE**

16.1 The Club Executive shall have full power at its meetings to deal with all matters relating to the objectives of the Club.

16.1.1 Any matters relating to the interpretation of these rules;

16.1.2 Except where power is vested in the Club at a general meeting.

16.2 All decisions shall be valid and binding on the members, only so far as they do not conflict with these rules, the rules of OUSA, or decisions of the OUSA Executive.

16.3 The Club Executive shall meet at such times as it deems fit.

16.4 The Director shall, in the case of an equality of votes, have a second or casting vote at all Club Executive meetings.

16.5 The quorum for Club Executive meetings shall be at least 51% of Club Executive members.

16.6 One member of the Club Executive shall be elected to represent the Club on the OUSA Affiliated Clubs Council.

## **17. FINANCE, PROPERTY AND RECORDS OF THE CLUB**

17.1 The financial year of the Club ends on 31 December, unless the financial year of the Trust ends on a different day, in which case it shall end on that day.

17.2 The funds of the Club shall be in the control of the Club Executive, which will depute the Treasurer to manage them.

17.3 The Treasurer shall also:

17.3.1 Produce an annual budget for the Club in collaboration with the Director and the Club Executive and communicate the financial needs of the Club to the Trust Board;

17.3.2 Work with the Trust Board and the Director to ensure that there are sufficient funds for the Club to fulfil its objectives;

17.3.3 Apply for grants in collaboration with the Director and, where appropriate, in consultation with the Trust Board.

17.3.4 Keep a true record and account of all the receipts and payments of the Club including bank statements;

17.3.5 Prepare financial statements—;

a) Before the AGM, for the purpose of informing the membership, the OUSA Clubs Manager and the Trust Board of the Club's overall financial position, including a full statement of accounts;

b) Annually ahead of the end of the financial year, including a full statement of accounts and balance sheet; and

c) From time to time, for the purpose of keeping the Club Executive and the Trust Board up to date on the Club's general financial position, including statements of accounts.

17.3.6 Keep the Club's asset register up to date.

17.4 The Secretary shall:

17.4.1 Keep a true record and account of the proceedings and meetings of the Club and the Club Executive;

17.4.2 Circulate Club Executive meeting minutes to the Trust Board;

17.4.3 Keep a correct and up to date Register of Members;

17.4.4 Maintain a list of all Educators who have signed the Code of Conduct;

17.4.5 Maintain a register of all Executive Officer conflicts of interest and circulate this register to the Trust Board;

17.4.6 Maintain a register of all reported Club health and safety incidents and report any new incidents to the Trust Board; and

17.4.7 Conduct and archive all correspondence relating to the Club.

## **18. DISAFFILIATION OF THE CLUB FROM OUSA**

18.1 The Club may disaffiliate from OUSA at any time by notifying the CDO in writing.

18.1.1 Such notification shall provide reasons for why the Club is disaffiliating from OUSA.

18.1.2 Notification shall be provided by supplying the Club's AGM Minutes to that effect.

**19. DISSOLUTION OF THE CLUB**

19.1 The Club may be dissolved by:

19.1.1 Special Resolution of the Trust Board; or

19.1.2 Ordinary Resolution at an AGM or SGM of the Club, so long as the majority vote constitutes a majority of the full membership of the Club, rather than a simple majority of a quorum of members.

19.2 If the Executive Officers are unable to be contacted by OUSA using all possible means for a period of six months the Club will be deemed to be dissolved.

19.3 Upon dissolution of the Club:

19.3.1 All funds and assets belonging to the Trust but in the control of the Club for the purposes of exercising powers delegated to it by the Trust will be returned to the Trust.

19.3.2 All other funds remaining after debts have been cleared will be distributed to OUSA.

19.3.3 All other assets will be distributed to OUSA.

**20. AMENDMENT OF THIS CONSTITUTION**

20.1 This Constitution may only be added to, repealed or amended by Special Resolution at an AGM or SGM of the Club, provided that no amendment shall be deemed to have passed unless:

20.1.1 7 days' notice of the proposed amendment has been given; and

20.1.2 the proposed amendment has been ratified by OUSA and the Trust Board.