

CONSTITUTION FOR THE ORGANISATION TEDxUWA

10th January 2022

1. Name

- 1.1. The name of the organisation shall be TEDxUWA.

2. Objectives

- 2.1. To encourage:
 - 2.1.1. The spirit of TED: “multidisciplinary, focused on the power of ideas to change attitudes, lives and ultimately, the world” at the University of Western Australia;
 - 2.1.2. To become and remain affiliated to the UWA Guild Societies Council;
 - 2.1.3. To encourage and promote cooperation between the Organisation and other affiliated societies representative of University student body interests;
 - 2.1.4. To do all such things as would appear necessary and proper for the benefit or advancement of members of the Organisation;
 - 2.1.5. Students within the UWA community to share big ideas and rich storytelling at an event that would spark community connections and to change perspectives for the better;
 - 2.1.6. A large like-minded community of students who are passionate in organizing an event to facilitate the objectives of (2.1.5).
- 2.2. The property and income of the society shall be applied solely towards the promotion of the objectives of the organisation and no part of that property or income may be paid or otherwise distributed, directly or indirectly, to members, except in good faith and in the promotion of those objectives.

3. Financial Year

- 3.1. The first day of the financial year will be the First (1st) of January at any given year, with the end of the financial year stated for the thirty-first (31st) of December.
- 3.2. Each subsequent financial year of the Organisation is the period of 12 months commencing at the termination of the first financial year or the anniversary of that termination.

4. Not-For Profit Body

- 4.1. The property and income of the Organisation must be applied solely towards the promotion of the objects or purposes of the Organisation and no part of that property or income may be paid or otherwise distributed, directly or indirectly, to any member, except in good faith in the promotion of those objects or purposes.

- 4.2. A payment may be made to a member out of the funds of the Organisation only if it is authorised under subrule (3).
- 4.3. A payment to a member out of the funds of the Organisation is authorised if it is –
 - 4.3.1. The payment in good faith to the member as reasonable remuneration for any services provided to the Organisation, or for goods supplied to the Organisation, in the ordinary course of business; or
 - 4.3.2. The payment of interest, on money borrowed by the Organisation from the member, at a rate not greater than the cash rate published from time to time by the Reserve Bank of Australia; or
 - 4.3.3. The payment of reasonable rent to the member for premises leased by the member to the Organisation;
 - 4.3.4. The reimbursement of reasonable expenses properly incurred by the member on behalf of the Organisation.
- 4.4. In the case that TEDxUWA goes into financial debt and must cease as an organisation, all remaining funds must be donated to a non-for-profit charity, at the executive body's discretion.

5. Eligibility For Membership

- 5.1. Any person who supports the objects or purposes of the Organisation is eligible to apply to become a member.
- 5.2. An individual who has not reached the age of 17 years is not eligible to apply for a class of membership that confers full voting rights.

6. Applying For Membership

- 6.1. A person who wants to become a member must apply in person to the Organisation.
- 6.2. The Annual subscription for ordinary membership shall be \$5.

7. Dealing with Membership Applications

- 7.1. The committee shall accept all applications for membership submitted to the Application, unless due to the below reasonings –
 - 7.1.1. Ineligible under rule 5.2.
 - 7.1.2. Has been subjected to criminal activity and/or harassment towards the organisation

8. Ordinary Membership

- 8.1. Ordinary membership shall be confined to:
 - 8.1.1. Students enrolled at the University of Western Australia.
 - 8.1.2. Members of the Guild
 - 8.1.3. Associates of the Guild
 - 8.1.4. Honorary Life Associates of the Guild

- 8.1.5. Members of the University Senate
- 8.1.6. Members of the University Staff
- 8.1.7. University of Western Australia Alumni

9. Ordinary Membership Ceases

- 9.1. An ordinary membership only lasts from the date of purchase until the 31st of December, of that year.
- 9.2. A person ceases to be a member when any of the following takes place –
 - 9.2.1. For a member who is an individual, the individual dies;
 - 9.2.2. For a member who is a body corporate, the body corporate is wound up;
 - 9.2.3. The person resigns from the organisation;
 - 9.2.4. The person is expelled from the organisation under rules 7.1.2;
- 9.3. The secretary must keep a record, for at least one year after a person ceases to be a member, of –
 - 9.3.1. The date on which the person ceased to be a member; and
 - 9.3.2. The reason why the person ceased to be a member.

10. Rights of Membership

- 10.1. The rights of a member are not transferable and end when membership ceases.
- 10.2. The member may not share their membership to others, in the event this occurs, membership will automatically be retracted.

11. Associateship of the Organisation

- 11.1. The Organisation in General Meeting may from time to time admit persons to associateship that are, or have been:
 - 11.1.1. Students enrolled at the University of Western Australia
 - 11.1.2. Members of the Guild
 - 11.1.3. Associates of the Guild
 - 11.1.4. Honorary Life Associates of the Guild
 - 11.1.5. Members of the University Senate
 - 11.1.6. Members of the University Staff
 - 11.1.7. University of Western Australia alumni

12. Honorary Life Memberships

- 12.1. The organisation may in general meetings by two-thirds majority of those present and voting, confer Honorary Life Membership upon any member who has performed outstanding service to the organisation.

13. Register of Members

- 13.1. The secretary, or another person authorised by the committee, is responsible for the requirements imposed on the Organisation to maintain the register of

members and record in that register any change in the membership of the Organisation. 13.2. A member who wishes to inspect the register of members must contact the secretary to make the necessary arrangements.

14. Primacy of Ordinary Members

- 14.1. Members other than Ordinary Members shall not: A. Nominate candidates for the offices and Committee of the Organisation. B. Become or remain office bearers of the Organisation. C. But shall otherwise have all the rights and privileges of ordinary membership.

15. Meeting of the Organisation

- 15.1. The Organisation shall hold its Annual General Meeting within the first 4 weeks of each academic/financial year. There shall be 2 Ordinary General Meeting(s) of the organisation in each academic semester.
- 15.2. The Committee may at any time call a Special Meeting of the Organisation. The Secretary shall forthwith call a Special Meeting upon receiving a written requisition from at least half of the financial ordinary members of the Organisation, and such a meeting shall be held no later than ten days immediately following receipt of such a requisition.
- 15.3. If the Secretary fails to call the meeting within that time, any of the signatories of the requisition may do so. Any business set out in the requisition shall have priority over all the other business.

16. Provision Governing General Meetings

- 16.1. The Secretary shall cause written notice of any General Meeting to be posted on the Guild notice boards, or in Guild Weekly, at least seven days before the date appointed for that meeting.
- 16.2. No General Meeting may be held while a Guild General Meeting is in progress. This shall not apply where written notice of the meeting was given before written notice of the Guild General Meeting. Any such meeting being conducted in contravention thereof shall disband immediately on the order of disciplinary officer of the Guild.
- 16.3. The quorum of General Meeting shall consist of 51% of the Financial Ordinary Membership for the time being.
- 16.4. All General Meetings of the Organisation shall be conducted in accordance with the procedure prescribed in the Standing Rules and Orders of the Guild Council and fully complying with the TEDx rules.
- 16.5. The Annual General Meeting of the organisation must be supervised by at least one Returning Officer who shall:
 - 16.5.1. Not be contesting the election
 - 16.5.2. Be elected by the committee before nominations are declared open

- 16.5.3. Be confirmed by the members at the General Meeting before conducting the election

17. Patron

- 17.1. The Organisation may, at the Annual General Meeting, elect a patron who shall, if they indicate their willingness to do so, hold office until the succeeding Annual General Meeting; nominations shall close at that meeting.

18. Nominations

- 18.1. Before the Annual General Meeting, the Secretary shall call for nominations for the Executive Office Bearers and Committee of the Organisation.
- 18.2. Included in the same notice shall be details of the Annual General Meeting. Nominations shall close at that meeting.

19. Executive Office Bearers

- 19.1. The Executive Office Bearers of the Organisation shall be elected by the Ordinary Members of the Organisation at the Annual General Meeting and shall consist of, in order of seniority:
- 19.1.1. The President
 - 19.1.2. The Vice President
 - 19.1.3. The Secretary
 - 19.1.4. The Treasurer
 - 19.1.5. Head of Branding and Marketing
 - 19.1.6. Head of Communications and Sponsorships
 - 19.1.7. Head of Events
 - 19.1.8. Head of Speaker Resources
 - 19.1.8.1. (19.1.5) through to (19.1.8) hold equal values in seniority on the executive office bearing positions.
- 19.2. These members will be representatives of the appropriate Guild Sub-committee/s and Guild Meetings.
- 19.3. Only financial Ordinary Members of the Organisation who are also members of the Guild shall be eligible for election as Executive Office Bearers.
- 19.4. Election shall be conducted by optional preferential ballot for each office in the order shown above.
- 19.5. A Candidate defeated for one office may stand for any office lower on the list
- 19.6. The powers and duties of Executive Office Bearers are defined in Articles 21-24.
- 19.7. No Executive Office Bearer can hold more than one position simultaneously.
- 19.8. The Committee in meeting may dismiss an Elected Office-Bearer where, in the opinion of three quarters of the members of the Committee present and voting, that Elected Office-Bearer has:

- 19.8.1. Consistently failed adequately to discharge the duties of that position;
or
- 19.8.2. Been absent from three consecutive Committee Meetings without providing a reasonable explanation; and
- 19.8.3. Been given at least seven days' notice of that Committee Meeting; and
- 19.8.4. Been accorded the opportunity to be present and to speak at that Committee Meeting.

20. The Committee

- 20.1. The Committee of the Organisation shall consist of:
 - 20.1.1. The Board;
 - 20.1.2. The Executive Office Bearers;
 - 20.1.3. The Immediate Past President;
 - 20.1.3.1. Only the person who held the Elected Office Bearer position of President immediately preceding the commencement of the current President 's term shall be appointed Immediate Past President.
 - 20.1.4. The Ordinary Committee who shall consist of:
 - 20.1.4.1. Office Bearers of Branding and Marketing
 - 20.1.4.2. Office Bearers of Communications and Sponsorships
 - 20.1.4.3. Office Bearers of Events
 - 20.1.4.4. Office Bearers of Speaker Resources

21. Duration of Office

- 21.1. The Executive Office Bearers and the Ordinary Committee members shall remain in office until the next Annual General Meeting.

22. Vacancies

- 22.1. If an Office Bearer resigns or ceases to hold office for any reason the remaining members of the Committee shall forthwith fill the vacancy so created by appointing thereto a member of the Committee from the Ordinary Membership, subject to review at the next General Meeting.

23. Election of Office Holders

- 23.1. At the annual general meeting, a separate election must be held for each position of office holder of the Organisation.
- 23.2. If there is no nomination for a position, the chairperson of the meeting may call for nominations from the ordinary members at the meeting.
- 23.3. If only one member has nominated for a position, the chairperson of the meeting must declare the Member elected to the position.

- 23.4. If more than one member has nominated for a position, the ordinary members at the meeting must vote in accordance with procedures that have been determined by the committee to decide who is to be elected to the position.
- 23.5. Each ordinary member present at the meeting may vote for one member who has nominated for the position.
- 23.6. A member who has nominated for the position may vote for himself or herself.
- 23.7. On the member's election, the new President of the Organisation may take over as the chair of the meeting.

24. Election and Appointment of Committee Members and Board

- 24.1. At the annual general meeting, the executive must decide by resolution the number of ordinary committee members (if any) to hold office for the next year.
- 24.2. If the number of members nominating for the position of ordinary committee member is not greater than the number to be elected, the chair of the meeting –
 - 24.2.1. Must declare each of those members to be elected to the position; and
 - 24.2.2. May call for further nominations from the ordinary members at the meeting to fill any positions remaining unfilled after the elections under s 24.2.1.
- 24.3. If –
 - 24.3.1. The number of members nominating for the position of ordinary committee member is greater than the number to be elected; or
 - 24.3.2. The number of members nominating under s 24.2.2 is greater than the number of positions remaining unfilled; then
 - 24.3.3. The ordinary members at the meeting must vote in accordance with procedures that have been determined by the committee to decide the members who are to be elected to the position of ordinary committee member.
- 24.4. A member who has nominated for the position of ordinary committee member may vote in accordance with that nomination.
- 24.5. At any point in time, at the request of a member of the executive committee, the executive committee may resolve –
 - 24.5.1. to add an ordinary member to any position on the TEDxUWA committee;
 - 24.5.2. to add a past executive committee member to the board in accordance with s 35;
 - 24.5.3. to appoint an ordinary committee member to the position of head or co-head of a department.

25. Term of Office

- 25.1. The term of office of a committee member begins when the member is voted in at the AGM and holds that term until the next financial year's first AGM.
- 25.2. A committee member may be re-elected.

26. Meetings

- 26.1. The Committee shall meet at such times and places as the President shall determine.
- 26.2. The Secretary shall cause all members of the Committee to receive seven days' notice before the date fixed for the meeting together with an agenda of the business to be discussed.
- 26.3. The Secretary shall forthwith call a Special Meeting of the Committee upon receiving a written requisition from at least two members thereof, and such a Special Meeting shall be held not later than seven days immediately following receipt of requisition.
- 26.4. If the Secretary fails to call the meeting within that time, any one of the members signing the requisition may do so. Any business set out in the requisition shall have priority over all other business.

27. Quorum and Procedure of Committee

- 27.1. The quorum of the Committee shall be a majority of 51%, of whom two shall be executive office bearers.
- 27.2. All meetings of the Committee shall be conducted in accordance with the procedure prescribed in the Standing Rules, Orders of the Guild Council and TEDx rules.

28. Power of the Committee

- 28.1. Subject to this Constitution, the Committee shall be responsible to the Organisation in General Meeting for giving effect to the Objectives of the Organisation as set out in Article 2 and elsewhere in this Constitution and for carrying on its everyday business, and without prejudice to the generality of the foregoing, have the power to:
- 28.2. Acquire and dispose of property; dispose of monies; open banking accounts; and enter into contracts. Unless acting under a special enabling resolution of General Meeting, however, the Committee shall not borrow or raise money or incur debts or liabilities on behalf of or in the name of the Organisation to a greater amount than five dollars for each and every then existing financial Ordinary Member of the Organisation.
- 28.3. Make regulations for the orderly and proper management of the affairs of the Organisation, ensuring that no regulation is inconsistent or repugnant with this Constitution.

- 28.4. Make, alter or repeal By-Laws and impose fines for the breach therefore. All By-Laws and any alterations or amendment therefore shall be subject to ratification by Societies Council and Guild Council before coming into force. The maximum fine imposed may not exceed five dollars.

29. Chair

- 29.1. The President shall have the right to take the Chair at any meeting of the Organisation or of the Committee.
- 29.2. If the President is absent or does not wish to exercise his right at any meeting, that right shall develop upon the Vice President.
- 29.3. In the event of absence of both the President and the Vice President, or in event of them both not wishing to exercise their right, that meeting shall elect its own Chair.

30. President

- 30.1. In addition to any provisions set out elsewhere in this Constitution or in any By- Laws or Regulations made hereunder, it shall be the duty of the President to:
- 30.1.1. Coordinate and supervise the work of the Executive Office Bearers, subject to the authority of the Organisation in General Meeting.
- 30.1.2. See that all Office-Bearers are conversant with the Constitution and their respective Duties and Responsibilities.
- 30.1.3. Generally carry out the policy of the Organisation in accordance

31. Vice President

- 31.1. In addition to any provisions set out elsewhere in the Constitution or in any By- Laws or Regulations made hereunder, it shall be the duty of the Vice President to assist the President wherever possible.

32. Secretary

- 32.1. In addition to any provisions set out elsewhere in the Constitution or in any By-Laws or Regulations made hereunder, it shall be the duty of the Secretary:
- 32.1.1. To record all proceedings of the Organisation and the Committee in a Organisation Minute Book which they shall cause to be provided for that purpose:
- 32.1.2. To conduct and keep copies of all correspondence of the Organisation:
- 32.1.2.1. To supply the Secretary of the Guild before the end of the first academic semester the information required to be recorded in the Guild register of the University societies.

- 32.1.2.2. To notify the Secretary of the Guild within fourteen days of the alterations in the foregoing information.
- 32.1.2.3. To lodge with the Secretary of the Guild a copy of the Constitution and any By-Laws made under its authority.
- 32.1.3. To notify the Secretary of the Guild within fourteen days from the making therefore of any alterations to this Constitution of such By-Laws.
- 32.1.4. To notify the Secretary of Societies Council and Public Affairs Council of the names of the delegate and deputy delegate to Societies Council and Public Affairs Council at least four days before meetings of these respective councils in each calendar year.
- 32.1.5. In the event of the Organisation being de-registered, to present to the Guild Secretary within thirty days a duly audited statement of the financial position of the Organisation together with a copy of the resolution, which may have been passed by the Organisation as to the disposition of its funds.

33. Treasurer

- 33.1. In addition to any provisions set out elsewhere in the Constitution or in any By-Laws or Regulations made hereunder, it shall be the duty of the Treasurer:
 - 33.1.1. Keep proper books of account dealing with the property and finances of the Organisation and to furnish the Committee with such accounts and information relating to the finances and property of the Organisation as the Committee from time to time require;
 - 33.1.2. Arrange and be responsible for handling of the petty cash and to render an account to each Committee member of all petty cash;
 - 33.1.3. Prepare a financial statement showing all receipts and payments during their term of office, for presentation with auditor's report to the Annual General Meeting.
 - 33.1.4. Produce and deliver all necessary books, vouchers and other documents to the persons appointed by the Guild Finance Committee for the purpose of conducting an audit, in so far as such persons may so require.
 - 33.1.5. Prepare necessary forms, and receipts for Societies Council in accordance with Semester & O-day Grant Policies.

34. Suspension or Expulsion of the Committee

- 34.1. The committee may decide to suspend a member's membership or to expel a member from the Organisation if –
 - 34.1.1. The member contravenes any of these rules; or
 - 34.1.2. The member acts detrimentally to the interests of the Organisation.

- 34.2. The secretary 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.
- 34.3. The notice given to the member must state —
 - 34.3.1. when and where the committee meeting is to be held; and
 - 34.3.2. the grounds on which the proposed suspension or expulsion is based; and
 - 34.3.3. 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;
- 34.4. At the committee meeting, the committee must —
 - 34.4.1. 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
 - 34.4.2. Give due consideration to any submissions so made; and
 - 34.4.3. Decide whether or not to suspend the member’s membership and, if the decision is to suspend the membership, the period of suspension; or
 - 34.4.4. Whether or not to expel the member from the Organisation.
- 34.5. 34.5. A decision of the committee to suspend the member’s membership or to expel the member from the Organisation takes immediate effect.
- 34.6. 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.

35. The Board

- 35.1. The board shall formally consist of: The Chairperson, The Founder, The Licensee Holder, and board members.
- 35.2. There may only be a maximum of seven (7) members.
- 35.3. Tenure for the founder, and licensee holder are indefinite.
- 35.4. The board accepts nominations throughout the year, and must be voted on at the annual general meeting.
- 35.5. New board members may be voted on by the executive office bearers, current board members, and ordinary members.
- 35.6. All board members must be voted in on a yearly basis at the annual general meeting regardless of whether they have previously held a Board position or the maximum number of board members has been reached.
- 35.7. Nominees to the board must have served a minimum of two (2) years on the committee, with one (1) of those years as an executive.

36. Deposits and Withdrawal of Monies

- 36.1. All monies due and payable to the Organisation shall be received by the Treasurer who shall lodge them without undue delay in the Central Banking of Guild Council for the credit of the Organisation.
- 36.2. Only the Chairperson, President, and the Treasurer may jointly sign cheques and forms of authority for the payment of funds of the Society.
- 36.3. Notwithstanding anything contained herein, no persons shall deposit or withdraw any monies into any account that Guild Council has closed by resolution.

37. Payments

- 37.1. No payments shall be made on behalf or in the name of the organisation unless it has been authorised by the President and Treasurer, in accordance with Article 2.2. In accordance to TEDx rules, TEDxUWA may not use events to accumulate a profit except for the express purpose of running additional and future events. Organisation members may not use events to raise funds for charities or other organisations.

38. Major Obligations to the UWA Guild

- 38.1. The organisation shall comply with the Regulation of the UWA Student Guild, UWA Societies Council, and all other provisions enrolled upon the Guild Statutes book.
- 38.2. All Office Bearers and committee members shall be jointly and severally responsible for such compliance, and
- 38.3. shall be deemed liable in the event of non-compliance therewith.

39. Expulsion of Members

- 39.1. The Committee may vote unanimously to request any member or associate member to resign from the Organisation, and in the event shall cause written notification of such request to be served upon the member concerned.
- 39.2. Should such a request prove ineffectual after fourteen (14) days of written notification, the Committee may serve written notice of intended expulsion of the member concerned and should they not have resigned seven (7) days after, the Committee may by unanimous vote expel him or her from the organisation; but such expulsion shall be subject to review at the next General meeting with the member present and to be heard.
- 39.3. The Chairperson and the board members may unanimously vote to request the removal of an executive or committee member, after the consultation of the executive team.

40. Availability of Constitution

- 40.1. The Committee shall make the Constitution available on request to all Ordinary members via electronic copies, or;
- 40.2. The committee shall make the Constitution available on request to all Ordinary members for 50c per hard copy.

41. Interpretation

- 41.1. Subject to any provision enrolled upon the Guild Statutes book and to any resolution passed by Guild Council, Societies Council, or Public Affairs Council, the President shall have the power to interpret the meaning of any of the provisions contained in the Constitution, but the determining decision in case of doubt shall rest with the organisation in General Meeting vote – requiring a two-thirds agreement.

42. Amendment of this Constitution

- 42.1. Any two financial Ordinary Members of the organisation may not less than three (3) days before the day appointed for the next General Meeting submit to the Secretary a notice of motion signed by them proposing an alteration to this Constitution. This shall be posted on notice boards forthwith.
- 42.2. The motion may then be considered by the Organisation at its next meeting and amendments that are relevant to the subject matter thereof may be moved without notice.
- 42.3. The motion of any amendment thereto shall not be deemed adopted unless it receives a two-thirds majority of executive members present and voting.
- 42.4. The motion as adopted with any amendments shall come into force upon receiving the approval of the UWA Guild Societies Council.

Adopted by General Meeting: 31/03/2020

Amendments:

- ss. 8, 9, 12, 13, 17, 25, 28 29/02/2016 Theadosia Kurniawan
- ss. 2, 3, 4, 5, 6, 7, 9, 10, 13, 19 23, 24, 25, 34, 35, 36, 37, 38 16/03/2018 Leanne Jiang
- s. 4 23/03/2018 Leanne Jiang
- ss. 5, 6, 8, 9, 11, 27, 29, 35-42 28/02/2019 Leanne Jiang
- ss. 14.1, 35 31/03/2020 Florence Ly
- s. 24 10/01/2022 Roland Miller