

## **Software Engineering Students Association Constitution**

1. **NAME:**  
The name of the Association/Club is Software Engineering Students Association (SESA) hereinafter referred to as the “Association” or “Club”
2. **OBJECTS:**  
The objects of the Association are:-
  1. To facilitate Software Engineering students to interact socially and form camaraderie between different year levels, including graduates in the industry.
  2. To provide a platform for Software Engineering students to connect with professionals in the industry.
  3. To promote the Software Engineering programme at the University of Auckland.
  4. To provide extra-curricular education and mentoring in the field of Software Engineering.
3. **ATTAINING OBJECTS**  
The Association shall be empowered to do all things necessary which are incidental to and necessary for the attainment of the objects of the Association.
4. **PROPERTY OF THE ASSOCIATION**  
The Association must apply all property and income of the association towards the promotion of the objects or purposes of the association and no part of that property or income to be paid or otherwise distributed, directly or indirectly, to members of the Association, except in good faith in the promotion of those objects or purposes.
5. **POWERS OF THE ASSOCIATION: (as conferred by Section 13 of the Act).**
  1. To acquire, hold, deal with, and dispose of any real or personal property;
  2. To open and operate bank accounts;
  3. To invest its money –
    - i. in any security in which trust moneys may be invested; or
    - ii. in any other manner authorised by the rules of the Association;
  4. To borrow money upon such terms and conditions as the Association thinks fit;
  5. To give such security for the discharge of liabilities incurred by the

Association as the Association thinks fit;

6. To appoint agents and employees to transact any business of the Association on its behalf for reward or otherwise;
7. To build, construct, erect, maintain, alter, and repair any premises building or other structure of any kind and to furnish equip and improve the same for use by the Association;
8. Accept donations and gifts in accordance with the objects of the Association;
9. Print and publish any information by any media including newsletters, newspapers, articles or leaflets for promotion of the Association;
10. Provide gifts and prizes in accordance with the objects of the Association;
11. Organise social events for Members and the promotion of the Association; and
12. To enter into any other contract the Association considers necessary or desirable.

6. MEMBERSHIP:

1. Membership shall be open to any prospective (in the opinion of the Executive Committee), current, or past Software Engineering student at the University of Auckland. Membership shall also be open to any Software Engineering staff at the University of Auckland.
2. Any eligible person seeking membership shall make application to the Executive Committee, and the application shall be approved provided that the person has not previously been expelled.
3. The executive committee may choose to approve the application of a person who has previously been expelled.
4. Membership shall be granted only after the applicant has paid such fees and subscriptions as may be fixed by the Association.
5. Ordinary and Graduate Membership lasts until the end of the first Bi-Annual General Meeting of the next year, after which time the membership expires.
6. Each person admitted to membership shall be;
  1. Bound by the Constitution of the Association.
  2. Entitled to all advantages and privileges of membership.
7. Membership Categories:
  1. ORDINARY MEMBER  
Any person who is a financial member of the Association is entitled to hold any executive committee position and enjoy the privileges of the Association, subject to section 9.
  2. GRADUATE MEMBER  
Any person who is a financial member of the Association and is no longer a current student is entitled to enjoy the privileges of the association. They may be charged a different rate for membership.

3. **LIFE MEMBERSHIP**  
The Executive Committee may elect any member who has given outstanding service to the Association as a Life Member. Any member may nominate a person to the Executive Committee for consideration for Life Membership.
4. **AFFILIATED CLUBS OR TEAMS**  
A club or team desirous of becoming an affiliated club or team must take application in accordance with the constitution of the Association. Such application must be lodged with the Association Secretary on or before a date as determined by the Executive Committee of the Association. Each affiliated club or team shall appoint or elect a delegate as its representative to meetings of the Executive Committee.
8. The Executive Committee shall appoint a member of the Executive Committee to maintain an up to date register of members of the Association.
9. A member may at any reasonable time inspect the records and documents of the Association.
7. **SUBSCRIPTIONS:**
  1. To be paid by prospective Ordinary and Graduate members with their application for membership.
8. **TERMINATION OF MEMBERSHIP**
  1. Any person's membership may be terminated by the following events;
    1. Resignation
    2. Expulsion
    3. Expiration
  2. The Executive Committee shall have the power to suspend or expel any member of the Association for:
    1. false or inaccurate statements made in the member's application for membership of the Association,
    2. breach of any rule, regulation or by-law of the Association and
    3. by any act detrimental to the Association.By unanimous vote, after having undertaken due inquiry.
  3. Any member who is expelled, suspended or has their membership terminated, shall have the right to appeal against their suspension or expulsion by presenting their case to a General Meeting called for such purpose, and the decision of the General Meeting shall be final.
9. **EXECUTIVE COMMITTEE**
  1. Management of the Association shall be vested in the Executive Committee elected by the members at the Biannual General Meetings and consisting of;
    1. Mandatory Roles

1. President
2. Vice President
3. Secretary
4. Treasurer
5. Part II Representative
6. Part III Representative
7. Part IV Representative
2. Optional Roles
 

Optional Roles may be left unfilled. If they are not filled at the second BAGM of the year, they will be available at the first BAGM of the following year.

  1. Post Graduate/Staff Representatives (role must be available)
  2. Women's Representative (role must be available)
  3. 0 to 2 General Committee Members (number decided at discretion of current executive committee before the first BAGM of the year)
2. No person shall hold more than one mandatory roles and no more than two total roles on the Executive Committee at any one time. A person shall cease to be a member of the Executive Committee at the conclusion of the calendar year for which they were elected. Any executive member is eligible to be elected for any position, subject to clause 3, in the executive on the subsequent year.
3. The Part 2, 3, and 4, Post Graduate, and Women's Rep positions must be held by Part 2, 3, 4, Post Graduate, and Women, club members (respectively). No position may be held by prospective Software Engineering students (as defined in section 6).
4. A quorum of the Executive Committee shall be half of its members plus one.
5. If the President or Vice President is unable to attend, then a chairperson nominated by the meeting shall chair that meeting.
6. A member of the executive committee may lose his or her seat on the committee for any of the following;
  - Absence from three or more meetings without leave of absence.
  - Found not to be a member after the first Biannual General Meeting of the year.
  - A unanimous vote from the exec, excluding the subject of the vote
10. POWERS OF THE EXECUTIVE COMMITTEE
  1. The Executive Committee shall carry out the day-to-day running of the Association and shall have the power to:
    1. Administer the finances, appoint bankers, and direct the opening of banking accounts for specific purposes and to

transfer funds from one account to another, and to close any such account;

2. Fix the manner in which such banking accounts shall be operated upon, providing the Executive Committee passes all payments;
3. Fix fees and subscriptions payable by members and decide such levies, fines and charges as is deemed necessary and advisable, and to enforce payment thereof;
4. Adjudicate on all matters brought before it which in any way affect the Association;
5. Cause minutes to be made of all proceedings at meetings of the Committee and General Meetings of members;
6. Make, amend and rescind rulings and By-laws;
7. Have the power to form and appoint any sub committee/s as required for specific purposes;
8. May at their discretion employ a person or persons to carry out certain duties required by the Association, at salaries or remunerations for such period of time, as may be deemed necessary.
9. Should a vacancy occur on the Executive Committee during the season, the Executive Committee shall appoint a successor until the next Biannual General Meeting.
10. Appoint a member of the Executive Committee to have custody of the Association's records, documents and securities.

#### 11. AUDITOR

1. The Second Biannual General Meeting of the year shall elect or appoint an Auditor or Auditors.
2. The Auditor/s shall examine and audit all the books and accounts of the Association annually, and have the power to call for all books, papers, accounts, receipts etc., of the Association and report thereon to the Second Biannual General Meeting of the year.

#### 12. GENERAL MEETINGS:

1. Biannual General Meetings
  1. The First Biannual General Meeting of the year for the Association must be held within two months of the beginning of lectures in Semester One of the year.
    1. The quorum at the First Biannual General Meeting shall be a minimum of 10 members and a minimum of 20 Part II (2) Software Engineering Students. If, at the end of 30 minutes after the time appointed in the notice for the opening of the Meeting, there be no quorum the meeting shall stand and adjourn for one week. If at such meeting there is no quorum those members present shall be

competent to discharge the business of the meeting.

2. The agenda for the First Biannual General Meeting shall be:

- Opening of Meeting
- Introduction of the Executive
- Outline of the aims and planned activities of the Association
- Election of New Part II (2) Representative Executive Position
- Election of any unfilled optional roles as outlined in section 9.1.2
- Closure

2. The Second Biannual General Meeting of the year for the Association must be held within two months of the end of lectures in Semester Two of the year.

1. The quorum at the Second Biannual General Meeting shall be a minimum of 25 members or one quarter of the membership, whichever is fewer. If, at the end of 30 minutes after the time appointed in the notice for the opening of the Meeting, there be no quorum the meeting shall stand and adjourn for one week. If at such meeting there is no quorum those members present shall be competent to discharge the business of the meeting.

2. The agenda for the Second Biannual General Meeting shall be:

- Opening of Meeting
- Apologies
- Confirmation of Minutes of previous Annual General Meeting
- Presentation of Annual Report
- Adoption of Annual Report
- Presentation of Treasurer's statement
- Election of new Executive and appointment of Auditor
- Vote of thanks to outgoing Executive
- Determination of Annual Membership Fee
- Notice/s of Motion
- Urgent general business
- Closure

3. The Secretary shall give at least fourteen (14) days notice of the date of the Biannual General Meeting, to members.

4. All financial members may attend the Biannual General Meeting.

## 2. General Meetings

1. General Meetings may be called by the Executive Committee or at the request of the President and Secretary or on the written request of 20 members of the Association.
2. The Secretary shall give at least seven (7) days notice, in writing, of the date of the General Meeting to the members. Notice of General Meetings shall set out clearly the business for which the meeting has been called. No other business shall be dealt with at that General Meeting.
3. The quorum at the General Meeting shall be the same as that of the second BAGM.

### 13. VOTING

1. Voting powers at the Biannual General Meetings and General Meetings:
  1. The President shall be entitled to a deliberative vote and, in the event of a tied vote; the President shall exercise a casting vote.
  2. Each individual financial member or life member present shall have one (1) vote.
  3. The voting method used will be First Past the Post.
  4. In the case where multiple positions of the same type are available, multiple separate rounds of voting will take place until each of the positions is filled.
2. Voting powers at Executive Committee Meetings;
  1. The President shall be entitled to a deliberative vote, and, in the event of a tied vote, the President shall exercise a casting vote.
  2. Each individual committee member present shall have one (1) vote.

### 14. FINANCE:

1. All funds of the Association shall be deposited into the Association's accounts at such bank or recognised financial institution as the Executive Committee may determine.
2. All accounts due by the Association shall be paid after having being passed for payment at the Executive Committee Meeting and when immediate payment is necessary, account/s shall be paid and the action endorsed at the next Executive Committee Meeting.
3. A statement showing the financial position of the Association shall be tabled by the Treasurer when requested at an Executive Committee Meeting. The Treasurer may request up to six (6) days notice to prepare such a statement.
4. A statement of Income and Expenditure, Assets and Liabilities shall be submitted to the Second Biannual General Meeting of the year. The auditor's report shall be attached to such financial report.
5. The financial year of the Association shall commence on the day of the Second Biannual General Meeting each year. The accounts,

books and all financial records of the Association shall be audited each year.

6. The signatories to the Association's account/s will be the Treasurer and any one (1) from the following;
    - President
    - Vice President
    - Secretary
  7. All property and income of the Association will apply solely to the promotion of the objects of the Association and no part of that property or income shall be paid or otherwise distributed, directly, or indirectly, to members, except in good faith in the promotion of these objects.
15. ALTERATIONS TO THE CONSTITUTION AND BY-LAWS:
1. No alteration, repeal or addition shall be made to the Constitution except at the Second Biannual General Meeting, or General Meeting, called for that purpose and notice of all motions to alter, repeal or add to the Constitution shall be given to members seven days prior to the Second Biannual General Meeting, or seven days prior to a General Meeting called for such purpose.
  2. The Secretary shall forward such notices of motion to each Executive Committee member at least seven days prior to any General Meeting.
  3. Such motions, or any part thereof, shall be of no effect unless passed by a seventy five percent (75%) majority (Special Resolution) of those present and entitled to a vote at the Second Biannual General Meeting, General Meeting or Executive Committee Meeting, as the case may be.
16. DISSOLUTION
- If, on the winding up of the Association, any property of the Association remains after satisfaction of the debts and liabilities of the Association and the costs, charges and expenses of that winding up, that property shall be distributed to:
- a. Another incorporated association having objects similar to those of the Association; or
  - b. For charitable or benevolent purposes, which incorporated Association or purposes, as the case requires, shall be determined by resolution of the members.