

BYE-LAW | SOCIETIES

Last updated: 3rd April 2014

Preliminary and interpretation

1. This Bye-Law is binding upon the members of each and every Society that is recognised by the Students' Union.
2. Functions assigned to the Activities and Development Officer in this Bye-Law may be performed by a delegate or nominee of their choice.

Formation and Registration of Societies

Recognition

3. No Society will be recognised by the Students' Union unless it is formed or registered with the Students' Union in accordance with this Bye-Law.
4. Only recognised Societies may receive funds from the Students' Union.

Formation

5. At least three students may apply to form a new Society with the Students' Union.
6. To apply to form a Society, the registering students must provide to the Students' Union:
 - a. The proposed name of the Society;
 - b. The constitution of the Society, which must include the objectives of the Society;
 - c. The list of initial Officers of the Society, and confirmation that they wish to agree to the terms of this Bye Law;
 - d. Other information as required by the Activities and Development Officer from time to time.
7. The Activities and Development Officer will receive all applications for recognition and will rule as to whether the Society satisfies the requirements of this Bye-Law and can be accepted as a recognised Society.
8. Societies will only be recognised if their Objectives are within guidelines set out by the Activities and Development Officer from time to time, and are not materially similar to those of an existing Society.

Renewal of Registrations

9. All Societies must renew their registration with the Students' Union at least once every academic year. Such applications must be provided to the Students' Union by a deadline specified by the Activities and Development Officer.
10. To renew a registration, the Committee of the Society must provide to the Students' Union:
 - a. The most up to date version of the Society's constitution;
 - b. The list of current Officers of the Society;
 - c. Confirmation from the chair of the Committee, affirming that the members of the Committee and the Society wish to agree to the terms of this Bye-Law;
 - d. Other information as required by the Activities and Development Officer from time to time.

11. The Activities and Development Officer will receive all applications for renewal of a Society's registration, and will rule as to whether a Society may be recognised by the Students' Union for the remainder of the academic year or the coming year.
12. A Society that fails to provide an application to renew its registration by the deadline will cease to be recognised by the Students' Union, and any funds held by the Students' Union for this Society will be suspended until the Society is either recognised or dissolved by the Students' Union.

Society Constitutions

The Society's constitution

13. A Society must have a constitution that prescribes rules for the operation of the Society.
14. A Society's constitution must consist of a single document which is divided into paragraphs numbered consecutively.
15. The constitution of a Society will be subject to the provisions of this Bye-Law
16. Any member of a Society shall be entitled to apply to the Committee of that Society or to the Students' Union for a copy of the constitution of that Society.

Model constitution

17. The Activities and Development Officer will prescribe a model constitution for Societies.
18. At the point of registration, a Society may accept the model constitution as being its constitution.
19. If a Society specifies a bespoke constitution at the point of registration, the model constitution will apply to that Society unless superseded or expressly revoked by the provisions of the bespoke constitution.

Amendment of constitution

20. A Society may amend its constitution in a general meeting, provided that:
 - a. At least 2/3 of the members present vote in favour of the amendment, and
 - b. The precise change to the text of the constitution is provided to members at least 2 weeks in advance.
21. A Society's constitution may specify that the amendment process is more restrictive than the process set out above.
22. Every amendment to a Society's constitution must be provided to the Students' Union.
23. No amendment of a Society's constitution will be valid without the approval of the Activities and Development Officer if:
 - a. It proposes to alter the Society's objectives, or
 - b. It is on a matter requiring special dispensation from the Activities and Development Officer.

Society Objectives

24. A Society's constitution must state the objectives of the Society.
25. A Society may only undertake activities to advance its objectives.

26. The objectives of a Society must not be contrary to the Objects of the Students' Union, unless special dispensation is given by the Activities and Development Officer.
27. If the objectives of a Society are judged by the Activities and Development Officer to be contrary to the Objects of the Students' Union, and special dispensation is not given, that Society will not be recognised by the Students' Union.

Nature of Constitution

28. The constitution of a Society binds all members as a covenant between each and every member.
29. A debt owed to the Society under its constitution by a member is a personal debt owed to the Treasurer of the Society.

Membership of Societies

Members of a Society

30. The students who form a Society with the Students' Union, and submit the application to that effect, shall be the initial members of a Society.
31. After that point, the members of a Society shall be every other person who:
 - a. Agrees to become a member of that Society,
 - b. Agrees to the terms of that Society's constitution and the terms of this Bye-Law,
 - c. Pays any required fee, and
 - d. Complies with the Students' Union's application process for membership, as specified from time to time by the Activities and Development Officer.

Entitlement to membership

32. Every member of the Students' Union shall be entitled to membership of a Society.
33. A student registered at Manchester University who has exercised their right to opt-out of membership of the Students' Union shall be entitled to join a Society as a member, provided that that person:
 - a. May not vote in a general meeting of any Society;
 - b. May not be a voting member of a Society Committee;
 - c. May not be an Officer of a Society.
34. A Society's constitution may authorise the provision of membership for persons who are not registered students at Manchester University, provided that such persons:
 - a. May not vote in a general meeting of any Society;
 - b. May not be a voting member of a Society Committee.
35. The total members of a Society who are not students at Manchester University must not exceed 20% of the total membership of that Society.
36. Members of a Society who are not registered students at Manchester University may only be an Officer of a Society if special dispensation is granted by the Activities and Development Officer.

Membership fees and classes of membership

37. A Society's constitution may require that membership of the Society is conditional upon a payment to the Society of a fee.
38. A Society's constitution may provide for different classes of membership which are conditional upon the payment of different fees. These classes must not be defined through protected or personal characteristics, including but not limited to: gender, ethnicity or nationality.
39. If a Society's constitution provides for different classes of membership, such classes of membership must have equal entitlement to stand for election as Officers and must have equal entitlement to vote in general meetings, unless special dispensation is given by the Activities and Development Officer.

Register of members

40. The Secretary of a Society must keep a register of all members of the Society in accordance with a specification set out by the Activities and Development Officer from time to time.
41. A Society must provide its register of members to the Students' Union on request.

Ceasing to be a member

42. A person ceases to be a member of a Society if they resign their membership, and give notice to that effect by writing to the Secretary of the Society.
43. The Committee of a Society may apply to the Activities and Development Officer to remove a person as a member of that Society. Such an application will be heard in accordance with a procedure set out by the Activities and Development Officer.

Society General Meetings

The general meeting of a Society

44. A general meeting of a Society is a meeting of its membership as a whole.
45. The membership in general meeting shall be the highest decision making body of a Society and shall have power to bind the Society's Committee.
46. A Society must hold an Annual General Meeting during each academic year.
47. Any general meeting that is not the Annual General Meeting shall be known as an Extraordinary General Meeting.

Convening general meetings

48. A Society's Committee may convene a general meeting.
49. The members of a Society may require the Committee to convene a general meeting, provided that:
 - a. At least 5% of the total members of the Society or 5 members (whichever is the greater) request a general meeting, and
 - b. The request specifies what is to be discussed at the general meeting.
50. If a valid request is received for a general meeting, the Committee must convene a general meeting within 21 days, on a date to be held within 28 days.

51. If the Committee fails to convene a general meeting after receiving a valid request, the members who made the request may convene the meeting themselves. The power of the requesting members to convene a general meeting shall lapse after 3 months.
52. The Activities and Development Officer may order that a general meeting of a Society is convened.

Notice of general meetings

53. Notice of a general meeting must be given to all the members of a Society.
54. At least 14 days' notice must be given of a general meeting.

Procedure at general meetings

55. Unless a Society's constitution specifies a higher amount, the quorum of a general meeting will be three members of the Society.
56. If a Society's constitution does not specify who will chair general meetings, the chair of a general meeting will be a person elected by the meeting to chair for the duration of the meeting.
57. In the case of a general meeting ordered by the Activities and Development Officer, the Activities and Development Officer or their nominee may chair a general meeting of a Society.
58. At all general meetings, each member may exercise one vote, and no person may exercise more than one vote. If there is a dispute as to the entitlement of any person to vote, the register of members of the Society will be conclusive evidence to resolve the matter.

Records of general meetings

59. The Secretary of a Society must keep records of all general meetings. For each general meeting, such records must contain:
 - a. The number of members present;
 - b. The names of all members of the Committee present;
 - c. Minutes of all proceedings at the meeting, including any decisions agreed to.
60. A Society must provide its records of general meetings to the Students' Union or to any member of the Society upon request.

Officers of Societies

The Officers of a Society

61. The Officers of a Society are such persons elected by the members of the Society to carry out its activities.
62. Officers are entitled to act on behalf of the Society and its members as far as authorised by the Society's constitution, subject to the provisions of this Bye-Law.
63. Officers must be elected in accordance with Election Regulations specified by the Activities and Development Officer from time to time by all members who are entitled to vote at general meetings.
64. The Officers of a Society must serve terms of no longer than one year.

Liability of Officers

65. Officers shall be indemnified against any liabilities incurred through their actions from the funds of the Society.
66. No Officer shall be indemnified or exempted from liability if:
 - a. An Officer exceeds the authority granted to them by the Society's constitution;
 - b. The Officer in question was not entitled to undertake that action;
 - c. There is a defect in the appointment of the person in question as an Officer;
 - d. The person in question is disqualified from being an Officer by the Activities and Development Officer;
 - e. The Officer is acting contrary to the requirements of this Bye-Law;
 - f. The matter is in connection with negligence, breach of duties or breach of trust.
67. A provision of a Society's constitution which purports to exempt any Officer from liability for their actions in connection with the matters mentioned above shall be void.

Register of Officers

68. The Secretary of a Society must keep a register of Officers in accordance with a specification set out by the Activities and Development Officer from time to time.
69. A Society must provide its register of Officers to the Students' Union on request, and must notify the Students' Union within two weeks of any changes to the register of Officers.

Required Officers

70. Every Society must have as its Officers at least: a Chair, a Treasurer and a Secretary (who shall be referred to as "the required Officers").
71. A Society's constitution may specify that the required Officers shall have different titles.
72. Only members of the Students' Union may be elected as the required Officers.
73. If it appears to the Activities and Development Officer that a Society has not filled the positions of the required Officers, or that the holders of those positions are no longer carrying out their duties, then the Activities and Development Officer may order the Society to elect or appoint new holders of those positions.

Duties and responsibilities of Officers

74. A Society's constitution must prescribe for each Officer position a set of specific responsibilities.
75. At all times, Officers must:
 - a. Only act in accordance with their Society's constitution and this Bye-Law;
 - b. Apply due care and skill as is reasonable in the execution of their duties;
 - c. Only spend funds of the society for proper purposes;
 - d. Never accept any payment or benefit for doing (or not doing) anything as an Officer;
 - e. Through their duties, work to promote the success of the Society;
 - f. Avoid having a conflict of interest, and declare if they have one to the other members of the Committee at the soonest opportunity.

Ceasing to be an Officer

76. A person ceases to be an Officer if they resign from their position, and gives notice to that effect in writing to one of the required Officers, provided that a person may not resign as an Officer if the total number of Officers becomes less than two.
77. If a person who is a required Officer resigns from their position, the Society must fill the vacancy within two weeks of receiving notice of the resignation, and it shall be the duty of the Chair of a Society to ensure this.
78. An Officer may be removed from their position by a vote of no confidence. A vote of no confidence may be made the Society's Committee by a 75% majority or by a general meeting of that Society by a simple majority.
79. A vote of no confidence will only be valid if:
 - a. The Officer who is to be removed is given at least two weeks' notice of the meeting where the decision is to be made;
 - b. The Officer who is to be removed has the right to speak at the meeting where the decision is to be made, and has the right to have a statement circulated to the members of that meeting in advance;
 - c. The vote is taken by secret ballot.

Society Committees

The Committee of a Society

80. Every Society shall have a Committee, which shall be responsible for the management of the Society's affairs in all matters, financial or otherwise.
81. The Committee of a Society shall be composed of all the Officers of the Society.
82. The Committee of a Society may exercise all the powers of that Society, subject to:
 - a. This Bye-Law,
 - b. The constitution of that Society,
 - c. Any decisions made by a general meeting.
83. If the Committee is acting properly within the authority granted to it, its decisions shall be final and not subject to challenge.
84. The Committee of a Society as a whole shall collectively hold responsibility for the affairs of the Society and the settling of any debts or liabilities owed to others by the Society. The members of the Committee shall have joint and several liability in this regard.
85. The Committee of a Society shall have power to bind and direct the Officers of that Society as it sees fit.

Meetings of Committees

86. Unless a Society's constitution specifies a higher number, any one Officer may call for a meeting of the Committee by writing to the Secretary.
87. Unless a Society's constitution specifies a higher number, any two Officers shall be a quorum for a meeting of the Committee.
88. Decisions of the Committee at meetings shall be made by a simple majority vote.
89. All Officers must be given notice of every meeting of the Committee.

Conflicts of interest

90. If an Officer is in a situation where they are likely to have a conflict of interest on any decision, they must declare this to the other members of the Committee.
91. An Officer may not take part in the decision-making process or vote on any decision in which they have declared a conflict of interest.
92. If there is a dispute as to whether an Officer has a conflict of interest on a decision, this will be resolved by a majority vote of the members of the Committee who do not have conflicts of interest.
93. A Society's constitution may provide that the members of the Committee who do not have conflicts of interest, or the members in general meeting, may authorise an Officer to take part in a decision-making process or vote even though that Officer still has a conflict of interest.

Records of the Committee

94. The Secretary of a Society must keep written records of all meetings and decisions of the Committee, including minutes of every meeting.
95. A Society must provide its records of the meetings and decisions of the Committee to the Students' Union or to a member of the Society upon request.

Society Finance

Society funds

96. The funds of the Society shall be held by the Students' Union as custodian.
97. The funds of the Society shall only be applied to advancing the objectives of the Society.
98. It shall be the duty of the Treasurer to ensure that a Society's funds are used sensibly and reasonably in all the circumstances, and to ensure the probity of the Society's finances.
99. No funds of a Society may be paid to its members except for the payment of reasonable and legitimate compensation for expenses incurred through Society activities.
100. The funds of a Society may only be spent in accordance with Financial Regulations as specified from time to time by the Activities and Development Officer.

Accounts

101. The Treasurer of a Society must keep accounts of the Society in accordance with a specification set out by the Activities and Development Officer from time to time.
102. The accounts of the Society must be presented to the Annual General Meeting of the Society.

Debts

103. No member of a Society shall incur liability for the payment of the debts of the Society merely by way of being a member of that Society.
104. The payment of debts incurred through proper Society activities shall be the duty of the Committee and if necessary, their successors in office.

Transactions between the Society and its Officers

105. No Society shall enter into any of the following financial transactions:

- a. The loaning of money to that Society by an Officer of that Society;
 - b. The purchase of goods or services directly from an Officer of that Society;
 - c. The sale of any Society assets valued greater than £100 to an Officer of that Society.
106. The prohibition mentioned above on certain financial transactions may be waived by a decision of a Society's general meeting. Any decision to waive the prohibition shall be reported to the Students' Union and the Activities and Development Officer may block the transaction.

Society grants

107. The Students' Union may from time to time grant money to Societies out of a budget decided upon by the Trustees of the Students' Union.
108. Funds of the Students' Union may only be granted to Societies for the purpose of furthering activities which advance the charitable objects of the Students' Union.
109. Such monies shall only be paid to Societies upon an application. This application must be made in accordance with a specification set from time to time by the Activities and Development Officer.
110. Applications for grants will be heard by the Activities and Development Officer, who may take advice from other members of the Executive Committee while assessing applications. Appeals against the decisions of the Activities and Development Officer will be heard by the Executive Committee.

Dissolution of Societies

Application to dissolve Society

111. A Society may apply to be dissolved if its members vote in a general meeting to dissolve the Society.
112. The Students' Union will dissolve a Society following such an application once it has been provided with sufficient evidence of the decision of the general meeting.

Inactive Societies

113. If the Students' Union believes a Society is no longer carrying on activities, it shall write to the Society asking whether it is still carrying on activities.
114. If the Students' Union does not receive a response within one month, it shall write to the Society a second time, stating that it has not received a response and that if a response is not received to the second letter, the Society will be dissolved.
115. If the Students' Union receives a response that the Society is no longer carrying on activities, or it does not receive a response to its second letter within two weeks, the Students' Union will dissolve that Society.
116. If the number of members of a Society falls below three, the Students' Union will dissolve that Society.

Consequences of dissolution

117. If a Society is dissolved, any remaining debts or liabilities shall be settled out of the funds of the Society and if necessary by the sale of Society assets.

118. If there remains a surplus after the settling of any debts or liabilities of a dissolved Society, this will not be distributed to the members of the Society. The Students' Union shall hold the surplus as custodian for the benefit of another Society or Societies whose objectives in the view of the Activities and Development Officer are materially similar to those of the dissolved Society.
119. If, after at least two academic years, in the view of the Activities and Development Officer no other such Society exists, the surplus shall be applied for the benefit of all Societies recognised at that time by the Students' Union.

Compliance with legal obligations

Policies

120. Societies must comply with the following policies of the Students' Union:
- a. Data Protection Policy,
 - b. Health and Safety Policy for Societies,
 - c. Equal Opportunities Policy,
 - d. Policy on under-18s in Activities,
 - e. External Speakers Policy, and
 - f. Safe Space Policy
121. The Activities and Development Officer may specify from time to time further policies with which Societies must comply to ensure they meet their requirements under relevant legislation.
122. It shall be the duty of the Chair of a Society to ensure the implementation of and full compliance with the policies of the Students' Union mentioned above with regards to the Society.

Safety and Risk Management

123. It shall be the duty of the Chair of a Society to ensure that all reasonable and practicable steps are taken to reduce risk to the members of that Society in the course of its activities.
124. The Chair of a Society must ensure an annual risk assessment is undertaken, which must cover all the usual activities of that Society, and any activities not included in the annual risk assessment of a Society must be risk assessed separately.
125. If the activities of a Society are considered to be especially high risk by the Students' Union, the Activities and Development Officer may direct the Society to undertake further measures in the interests of Health and Safety.

Maladministration of Societies

Investigations

126. The Students' Union may investigate a Society if it believes that the Society or any of its Officers have failed to comply with the requirements of this Bye-Law or if it believes that there is or has been misconduct or mismanagement in the administration of the Society.
127. If, following an investigation, the Activities and Development Officer is satisfied that there is or has been either a failure to comply with the requirements of this Bye-Law, or that there is or has been misconduct or mismanagement in the administration of that Society, then

the Activities and Development Officer may use the remedial powers listed below with regards to that Society.

Remedial powers

128. The remedial powers of the Activities and Development Officer with regards to a Society are:

- a. To appoint new Officers from the members of that Society;
- b. To give binding directions to the Society in respect of any matter;
- c. To place the Society under the direct control of a nominee of the Activities and Development Officer for a period not exceeding 12 months;
- d. To suspend the funds of the Society for a period not exceeding 12 months;
- e. To ban the Society from using any resource within the control of the Students' Union;
- f. To fine the Society an amount not exceeding £25,000;
- g. To revoke the Students' Union's recognition of the Society.

129. The remedial powers of the Activities and Development Officer with regards to an individual are:

- a. To remove that person from their position as an Officer within a Society;
- b. To remove that person as a member of a Society;
- c. To give binding directions to that person with respect to a Society;
- d. To disqualify that person from serving as an Officer of any Society;
- e. To fine that person an amount not exceeding £2,000;
- f. To ban that person from the Students' Union's premises;
- g. To commence proceedings to revoke that person's membership of the Students' Union.

130. If a person or Society fails to comply with a binding direction given by the Activities and Development Officer, this shall be cause for the Activities and Development Officer to use a different remedial power.

131. If a Society is placed under the direct control of a nominee of the Activities and Development Officer, that nominee may exercise all the powers of the Society, provided that:

- a. The nominee may not remove any Officer from their position,
- b. The nominee acts to protect the funds of the Society from misuse, and
- c. The nominee acts with a view to restoring the Society to democratic control as soon as possible.

132. If a Society is placed under the direct control of a nominee of the Activities and Development Officer, the nominee shall have power to overrule the Committee and any Officer of that Society.

Appeals

133. An appeal against the use of a remedial power by the Activities and Development Officer will be heard by a panel of three Trustees. The Activities and Development Officer may not be a member of the panel and at least one member of the panel must not be an Officer Trustee. The Students' Union will provide staff support to facilitate this process.

134. The decision of this Panel shall be final and cannot be appealed.

Original Bye-Law approved by referendum 08.02.2012

Replaced by decision of the Trustee Board 03.04.2014