



CONSTITUTION of **CODE NETWORK**

As adopted at the 2023 Annual General Meeting

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1. NAME

The name of the Club shall be Code Network and herein referred to as the “Club.”

2. DEFINITIONS

AGM means the Annual General Meeting of the Club.

Associate Member shall have the meaning given to it in clause 5.2.

CC means the Clubs Coordinator; that is, the Guild staff member in that position.

CSC means the Clubs & Societies Committee.

Executive shall have the meaning given to it in clause 7.0.

Executive Member means the members of the Executive.

GM means a General Meeting of the Club.

Guild means the Queensland University of Technology Student Guild.

Member shall have the meaning given to it in clause 5.1

Student means a person enrolled in a course or unit of study at the Queensland University of Technology.

CSO means the Clubs & Societies Officer; that is, the Guild office bearer in that position.

3. AIMS AND OBJECTIVES

3.1. The aims and objectives of the Club shall be:

3.1.1. Share knowledge from alumni, professionals, and leaders in industry.

3.1.2. Collaborate, practice, and develop skills in creating quality projects.

3.1.3. Meet and network with students and members of the tech community.

3.2. The motto of the Club shall be:

3.2.1. Build anything, as long as it's awesome.

4. AFFILIATION

4.1. The Club shall be affiliated with:

4.1.1. The QUT Student Guild.

5. MEMBERSHIP

5.1. Membership to the Club is open to Students.

5.2. Associate Membership is open to non-Students.

- 5.3. Where not already a member of the Club, the CSO and the SCO will become ex-officio Club members with speaking rights only.
- 5.4. Membership to the Club shall be subject to the policy of the Guild.

6. MEMBERSHIP FEE

- 6.1. The membership fee of the Club shall be \$5.00.
- 6.2. The membership fee will be paid by Club members annually.

7. EXECUTIVE

- 7.1. The Club shall have no less than four (4) Executive Members.
- 7.2. These members shall be:
 - 7.2.1. President
 - 7.2.2. Vice-President
 - 7.2.3. Secretary
 - 7.2.4. Treasurer
- 7.3. Other Members may be elected to other General Executive roles not listed above at either an AGM or GM.
- 7.4. All Executive Members (including General Executives) shall be Students.
- 7.5. Non-student Members may be elected to other supporting roles within the club that are not considered part of the Executive at an AGM or GM.

8. POWERS AND DUTIES OF THE EXECUTIVE

- 8.1. The Executive of the Club shall:
 - 8.1.1. Act in accordance with the aims and objectives of the Club.
 - 8.1.2. At all times be subject to the decisions of any GM of the Club.
 - 8.1.3. Have the power to make regulations necessary to put into effect this Constitution.
 - 8.1.4. Have the power to make or alter policy decisions which shall be binding unless altered or reversed by a GM of the Club.

- 8.1.5. Have the power to conduct activities in the name of the Club and shall be responsible for arranging all the activities of the Club.
- 8.1.6. Have the power to fill casual vacancies created during its term of office following the AGM, subject to their confirmation at the next GM of the Club.
- 8.1.7. Be responsible for keeping records of all the Club's proceedings.
- 8.1.8. Handle and keep records of all the Club's finances.
- 8.1.9. Maintain regular contact with the Guild.
- 8.1.10. Ensure the Club abides by all relevant Guild regulations, policies, and terms of reference.
- 8.2. The President of the Club shall:
 - 8.2.1. In the absence of a resolution of a GM or an Executive Meeting, exercise the powers and duties of the Executive.
 - 8.2.2. Convene and chair all meetings of the Club.
 - 8.2.3. Represent the members of the Club in accordance with the aims and objectives of the Club.
 - 8.2.4. Have the casting vote at all meetings.
 - 8.2.5. Have all decisions relating to the Club made by themselves ratified at an Executive Meeting.

9. ELECTION OF OFFICE BEARERS

- 9.1. Nominations for positions will be called at least one (1) week before the AGM or GM.
- 9.2. Should a position be contested, an election shall occur.
- 9.3. Voting for elections will be conducted by either secret ballot or show of hands.
- 9.4. The President shall be appointed electoral officer.
- 9.5. The President will ratify the election results.
- 9.6. In the event of a position remaining vacant after an AGM or GM, the Executive will have the power to fill those vacancies at an Executive Meeting, subject to ratification by a GM.
- 9.7. Every Member nominated for an Executive position must be a Student as of the AGM or GM date.
- 9.8. Every Member nominated for an Executive position at an AGM must be planning on continuing as a Student in the following year.

10. FINANCES

- 10.1. All monies acquired or raised by the Club shall be deposited into a bank account at National Australia Bank.
- 10.2. The signatories of the Club's bank account shall be:
 - 10.2.1. At least two (2) Executive Members; and
 - 10.2.2. The CC.
- 10.3. The financial period of the Club ends on 30 November each year.
- 10.4. Proper financial records shall be kept and maintained correctly showing the financial affairs of the Club.
- 10.5. Prior to purchase or sale of equipment the CSO & the CC must be informed in writing by the Club and their approval granted.
- 10.6. All financial transactions must be done through the Club's bank account and shall only be conducted in the name of the Club.
- 10.7. The income and property of the Club however derived shall be used and applied solely in the promotion and exercise of the Club objectives.

11. EXECUTIVE MEETINGS

- 11.1. Executive Meetings should be held as required by the Club Executive to discharge their powers and duties in accordance with clause 8.1.
- 11.2. Proxies are not permitted.
- 11.3. Quorum is a majority of the Executive.

12. GENERAL MEETINGS

- 12.1. GMs should be held as required by the Club.
- 12.2. Only Students are eligible to vote.
- 12.3. Proxies may be admitted.
- 12.4. A GM of the Club shall abide by the standing orders prescribed in the Guild Regulations or those approved by the GM.
- 12.5. Quorum shall be 10% of total voting members.
- 12.6. The Club shall make rules concerning the calling and the issue of notice of all GMs to be held, and the procedure to be adopted at all such meetings.

13. ANNUAL GENERAL MEETINGS

- 13.1. For clarity, clause 12.0 is effective on AGMs.
- 13.2. The AGM shall be held during the Guild's Universal AGM Period, from August 1st to October 31st, and must elect Executive Members for the following term of office.
- 13.3. The Executive shall set a date, time, and venue for the AGM.
- 13.4. The CSO and the CC must be advised of the AGM details at least one (1) week prior to the meeting.
- 13.5. The purpose of the AGM shall be:
 - 13.5.1. To receive the annual reports from:
 - 13.5.1.1. President
 - 13.5.1.2. Treasurer
 - 13.5.1.3. Any other deemed relevant Executive
 - 13.5.2. To elect or ratify the election of a new Club Executive as specified under section 7.0.
 - 13.5.3. To issue the Club's financial records or audited books for the past twelve (12) months or since the last AGM.
 - 13.5.4. To discuss any business duly brought before the meeting.
- 13.6. Proxies are not permitted at AGMs.

14. TERMINATION OF MEMBERSHIP TO THE CLUB

- 14.1. A person will cease to hold membership of the Club:
 - 14.1.1. By a resolution passed by a two-thirds ($\frac{2}{3}$) majority at a GM on the grounds that the person is guilty of conduct detrimental to the interests of the Club; or
 - 14.1.2. If the person resigns from the Club; or
 - 14.1.3. If the person does not renew their membership on an annual basis.
 - 14.1.4. If the CSC deems the removal necessary in the interest of the Club and/or the Guild.

15. TERMINATION OF THE TERMS OF THE EXECUTIVE MEMBERS

- 15.1. An Executive Member will cease to hold their position:
 - 15.1.1. If they cease to be a Student; or
 - 15.1.2. By a resolution passed by a two-thirds ($\frac{2}{3}$) majority at a GM; or
 - 15.1.3. If they resign from the Club; or
 - 15.1.4. Upon the appointment of a new Executive in accordance with clause 13.0.
- 15.2. In the event an Executive position is left vacant after an Executive Member ceases to hold their position, a GM must be called to elect a new Executive Member in the vacant position.
- 15.3. Until a new Executive Member is elected at a GM, the President (or in their absence, the Vice-President) becomes responsible for either exercising or delegating the responsibilities of the vacant position.

16. DISAFFILIATION

- 16.1. The Club will cease to be affiliated with the Guild if:
 - 16.1.1. Its membership falls below twenty (20); or
 - 16.1.2. Its membership comprises of less than 70% students; or
 - 16.1.3. It fails to comply with the policies or regulations of the CSC or the Guild; or
 - 16.1.4. It is on probation for a period of more than six months; or
 - 16.1.5. The QUT Student Guild Council votes in favour of disaffiliation the Club; or
 - 16.1.6. By resolution of the Executive, the Club undergoes voluntary dissolution.
- 16.2. Upon disaffiliation of the Club, all equipment and funds will become property of the Guild.
- 16.3. The Club must be given at least one (1) month's written notice of the intended disaffiliation.

17. INTERPRETATION OF THIS CONSTITUTION

- 17.1. The interpretation of this Constitution shall be the responsibility of the Guild via the CC or the CSO.

- 17.2. Where this Constitution is silent, the Executive shall act in what it considers to be the best interest of the Club, in accordance with the aims and objectives of the Club. Such action will be subject to confirmation by the next GM.

18. ALTERATION OF THIS CONSTITUTION

- 18.1. To be a valid Constitutional amendment, the amendment must be approved by:
- 18.1.1. The Guild via the CSO or the CC; then
 - 18.1.2. By resolution of at least two-thirds ($\frac{2}{3}$) majority at an AGM and/or GM of the Club

19. ENACTMENT

This constitution shall take effect and deemed enacted as from the

_____ Day of the _____ Month _____ Year

Position of Club Executive: _____

_____ Dated: _____
Signature *Print Name*

Guild Clubs Officer: _____

_____ Dated: _____
Signature *Print Name*