

CONSTITUTIONAL RULES

OF THE

AUCKLAND UNIVERSITY
MEDICAL STUDENTS'
ASSOCIATION INCORPORATED

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1. NAME

There shall be in New Zealand an Association known as the “Auckland University Medical Students’ Association Incorporated”. Hereinafter referred to as either “the Association” or “AUMSA” respectively.

2. OBJECTS

2.1 The objects of the Association shall be:

2.1.1 To proactively identify and advocate on issues of importance to medical students;

2.1.2 To be an agency for communication and representation for University of Auckland medical students to key stakeholders;

2.1.3 To research medical education and educate for educational best practice;

2.1.4 To hold or arrange for the holding of periodical meetings of the members of the Association and of the medical profession generally;

2.1.5 To publish such periodicals, books, magazines and other documents for the benefit of members;

2.1.6 To inform and interact with medical students on issues of importance in the health sector;

2.1.7 To organise and provide activities and services for members of the Association;

2.1.8 To promote and maintain the cultural, social and physical activities and welfare of all medical students;

2.1.9 To be open to communication and interaction with other groups who have a wider interest in health and education;

2.1.10 To establish and maintain working relationships with other regional medical associations, and with the New Zealand Medical Students’ Association.

2.2 Pecuniary gain and private profit are not objects of the Association.

3. THE POWERS AND DUTIES OF THE ASSOCIATION

The Association powers and duties rest with the Executive committee. The Executive Committee may exercise the following powers:

- 3.1 To permit, withdraw, suspend or terminate membership;
- 3.2 To lend, invest, borrow, raise or secure the payment of money in such manner as the Executive Committee thinks fit;
- 3.3 To provide funding for any other organisation (including a charity) whose objects or purpose aligns with AUMSA.
- 3.4 To comment on issues of importance to University of Auckland medical students;
- 3.5 To raise funds by subscriptions, levies, donations and other means;
- 3.6 To enter into contracts with employees, members, sponsors, media and other persons, companies, agencies or organisations;
- 3.7 To acquire by purchase, lease or grant, any property, and to manage, let, sell, exchange or otherwise deal with property owned or used by the Association;
- 3.8 To publish books, journals, papers or other printed or otherwise publishable matter;
- 3.9 To appoint individuals and establish committees and sub-committees to undertake specific tasks as required;
- 3.10 To make policies or bylaws for the good running of the affairs of the Association, and its members, including the establishment and maintenance of an up to date register of members of the Association;
- 3.11 To engage legal counsel and take legal action in matters affecting the Association, as approved by the Executive Committee;
- 3.12 To sign, execute and deliver any deed or document relating to the business of the Association as approved by the Executive Committee;
- 3.13 To reasonably meet the expenses of any member of the Executive Committee or person acting on its behalf;
- 3.14 To hold meetings of members;
- 3.15 To join with any other person, association or corporation for the accomplishment of any of the objects of the Association.
- 3.16 To remove office holders;
- 3.17 To create and confer such awards and/or honours as the Executive Committee thinks fit;
- 3.18 To regulate all proceedings at its meetings in such a manner as it may think fit.

- 3.19 To do all such things as may be incidental or conducive to the attainment of the Association's objectives.

4. INTERPRETATION AND DEFINITIONS

- 4.1 In these Constitutional Rules the words and expressions have the following meanings:

"Association" means the Auckland University Medical Students' Association;

"Class" means the group of members enrolled in any one of MBChB years II – VI;

"General Meeting" means a meeting of all the members of the Association duly called and constituted and any adjourned meeting thereof. It includes the Annual General Meeting ("AGM") and Special General Meeting ("SGM");

"Grassroots" means Grassroots Rural Health Club;

"MAPAS" means Maori and Pacific Admission Scheme Inc;

"MBChB" means a Bachelor of Medicine and Bachelor Surgery from the University of Auckland;

"Member" means a member of the Association;

"NZMSA" means the New Zealand Medical Students' Association;

"Seal" means the Common Seal of the Association;

- 4.2 The Interpretation Act, 1999, shall, save insofar as it is inconsistent with the provisions of these Rules, apply for the purposes of the interpretation of these Rules as it applies for the purpose of the interpretation of an Act of Parliament.

5. MEMBERSHIP

- 5.1 The following students are eligible for AUMSA membership:

5.1.1 Students studying towards an MBChB at Auckland Medical School;

5.1.2 Students who are on a period of approved academic leave from the MBChB programme.

- 5.2 Eligible students may become members on payment of the prescribed membership fee.
- 5.3 If a member ceases to meet the eligibility criteria in clause 5.1 they cease to be a member of AUMSA.
- 5.4 The membership fee shall be determined annually by the Executive Committee at the AGM.
- 5.4 The Secretary shall maintain a register of members of the Association in accordance with the provisions of the Incorporated Societies Act 1908.
- 5.5 Every AUMSA member, by virtue of their membership of AUMSA, is deemed to be a member of the New Zealand Medical Students' Association and the New Zealand Medical Association.

Life Membership

- 5.6 The following members shall be members for life:
 - 5.6.1 All past Presidents of the Association,
 - 5.6.2 Such other persons as the Executive Committee may determine.
- 5.7 Life members shall be exempt from payment of any subscription and shall have all the rights and privileges of other members. Should they act in breach of these rules, however, their membership may be terminated in accordance with Rule 6.

6. TERMINATION OF MEMBERSHIP

- 6.1 Membership may be terminated:
 - 6.1.1 For non payment of subscription;
 - 6.1.2 By resignation provided in writing to the Secretary;

6.1.3 As a result of a decision by a two thirds majority of members at a general meeting or by proxy to expel the member;

6.2 In respect of non payment of subscription, membership shall be terminated automatically if the period of default for payment of subscription exceeds 12 months.

Expulsion

6.3 A member may be expelled if the member:

6.3.1 Fails to comply with any of the provisions of these Rules; or

6.3.2 Acts in a manner considered to be injurious or prejudicial to the character or interests of the Association;

6.4 Any person or organisation may make a written complaint to the President that the conduct of a member of the Association is or has been injurious to the character of the Association.

6.5 If the provisions of article 6.3 or 6.4 apply and the Executive Committee considers that the member ought to be expelled, then the Executive Committee shall refer the matter to a general meeting of the Association for determination and shall invite the Member to attend.

6.6 The Member concerned must receive at least 28 days notice of the meeting at which the complaint shall be heard, and shall have the right to be present at, and address the meeting. The rules of natural justice shall be observed.

6.7 The Chair of the general meeting shall inform the member that if the general meeting is not satisfied with the member's explanation the Association may decide to expel the member.

6.8 If the general meeting decides by a two thirds majority of those present or by proxy to expel the member from the Association the member shall cease to be a member of the Association on receipt of written notice in accordance with article 6.9.

6.9 Within 14 days of the resolution to expel the member being passed, the Association shall give the member written notification of the resolution. For the purposes of these Rules, notice is deemed to have been delivered in one of the following ways;

6.9.1 By handing the notification directly to the member; or

6.9.2 By causing the notification to be placed in the member's sight; or

6.9.3 Three working days after mailing the notification by ordinary post to the member's last known place of business.

6.10 The expelled member has the right to challenge the expulsion if they believe the decision was procedurally or substantively unfair by giving written notice to the Association within 21 days of receipt of the notification of expulsion. The matter shall then be referred to mediation or arbitration in accordance with article 13.

6.11 An expelled member shall, notwithstanding that he/she has ceased to be a member, be liable to pay all sums due by him/her to the Association at the time of his/her expulsion, including sums disbursed on his/her behalf at his/her direction.

7. AUMSA COUNCIL

7.1 The Council shall consist of 4 permanent committees:

- a. The Executive Committee; and
- b. The Education Committee; and
- c. The NZMSA Committee; and
- d. The New Doctor Publishing Committee

7.2 Management of AUMSA vests in the Executive Committee.

7.2.1 The Executive Committee consists of the following elected members:

- PRESIDENT

- VICE-PRESIDENT ADMINISTRATION

- VICE-PRESIDENT EDUCATION

- TREASURER

- SECRETARY

- SPONSORSHIP OFFICER
- COMMUNICATIONS OFFICER
- Three SOCIAL REPRESENTATIVES
- Two SPORTS REPRESENTATIVES
- Two EDUCATION REPRESENTATIVES
- Three ND EDITORS
- Two ARTS & WELFARE REPS
- NZMSA GENERAL REPRESENTATIVE- NZMSA COMMITTEE CHAIR
- MĀNGAI MĀORI

7.3 The Education Committee will be responsible for academic advocacy.

7.3.1 The Education Committee consists of the following positions:

- VICE PRESIDENT EDUCATION (CHAIR)
- Two 2ND YEAR CLASS REPRESENTATIVES
- Two 3RD YEAR CLASS REPRESENTATIVES
- Two 4TH YEAR CLASS REPRESENTATIVES
- Two 5TH YEAR CLASS REPRESENTATIVES
- Two 6TH YEAR CLASS REPRESENTATIVES
- One HONOURS CLASS REPRESENTATIVE
- WAITEMATA SITE REPRESENTATIVE
- AUCKLAND CITY SITE REPRESENTATIVE
- SOUTH AUCKLAND SITE REPRESENTATIVE
- WAIKATO SITE REPRESENTATIVE
- LAKES SITE REPRESENTATIVE

- NORTHLAND SITE REPRESENTATIVE (ex officio)
- BAY OF PLENTY SITE REPRESENTATIVE (ex officio)
- TARANAKI SITE REPRESENTATIVE (ex officio)

7.3.2 The Education Committee will be chaired by the Vice President Education.

7.3.3 The Education Committee reports to the Executive Committee and is bound by Executive Committee resolution.

7.3.4 Internal guidelines and operations of the Education Committee will be determined by the Education Committee.

7.4 The NZMSA Committee shall consist of the following positions:

- NZMSA GENERAL REPRESENTATIVE - Committee Chair
- NZMSA 2ND YEAR REPRESENTATIVE
- NZMSA 3RD YEAR REPRESENTATIVE
- NZMSA 4TH YEAR REPRESENTATIVE
- NZMSA 5TH YEAR REPRESENTATIVE
- NZMSA 6TH YEAR REPRESENTATIVE

7.4.1 The NZMSA Committee will be chaired by an NZMSA GENERAL Representative nominated by the Executive Committee.

7.4.2 The NZMSA Committee reports to the Executive Committee and is bound by Executive Committee Resolution.

7.4.3 Internal guidelines and operations of the NZMSA Committee will be determined by the NZMSA Committee.

7.5 The New Doctor Publishing Committee shall consist of the following positions:

- Three ND EDITORS

7.5.1 The New Doctor Publishing Committee reports to the Executive Committee and is bound by Executive Committee Resolution.

7.5.2 Internal guidelines and operations of the New Doctor Committee will be determined by the New Doctor Committee.

7.6 All AUMSA council positions except for the ex officio representatives and the class representatives are elected positions.

- 7.7 Ex Officio positions will be elected in a fair and democratic manner by their respective organisations.
- 7.7.1 The Northland Site Representative is ex officio position elected by the Grassroots executive.
- 7.7.2 The Bay of Plenty Site representative is an ex officio position elected by the Grassroots executive.
- 7.7.3 The Taranaki Site representative is an ex officio position elected by the Grassroots executive.
- 7.7.4 The Māngai Māori role is an ex officio position elected by Ngārehu o te Mātauranga.
- 7.8 The positions in 7.7 shall be selected by their respective constituents in a fair and democratic manner.
- 7.9 The Executive Committee has the power to select any elected NZMSA representative to chair the NZMSA committee and sit on the Executive Committee. *By convention the previous year's NZMSA 2nd Year Representative will become the NZMSA General Representative.*

Elections

- 7.11 Only fully paid up members of the Association who are currently studying towards a medical degree can stand for election to the Council of the Association.
- 7.12 Nominations may be made by any paid up financial member of the Association and must have the endorsement of the nominee. Nominations shall be tendered in writing and deposited with the Secretary not less than two weeks prior to the election date.
- 7.13 The call for nominations shall be made not less than two weeks prior to the election and shall be widely distributed;
- 7.14 Each MBChB student shall be entitled to one vote only;
- 7.15 The current AUMSA Secretary shall be appointed to the role of Returning Officer to oversee nominations and campaigning, the appointment of whom is to be recorded with the AUMSA Executive Committee no less than two weeks prior to the election.

7.15.1 The voting process will be undertaken by the MPD, independently of the Returning Officer and the medical student body.

7.16 The class representatives shall be elected by their classes to represent the class on the Education Committee.

7.17 Elected AUMSA representatives shall hold office for one year.

7.17.1 In exception to clause 7.17 NZMSA representatives shall hold office for two years.

7.18 Elected AUMSA representatives shall retire at the end of their term but shall be eligible for re-election.

7.19 Executive members may resign their position by providing one month's written notice to the President of the Association.

Removal of Elected Members

7.20 Elected AUMSA representatives may be removed from their position:

(a) following a motion of no confidence in any elected member of the association being passed, by a 2/3 absolute majority at an Executive Committee meeting, provided that 14 days notice of such intention has been given; or,

(b) by a decision of 2/3 absolute majority of members at any general meeting present or by proxy, provided that 14 days notice of such intention has been given.

7.20.1 Following the passing of a motion of no confidence, the member shall be deemed to have resigned from their role but shall remain a member of the Association unless subject to separate expulsion under article 6.

7.21 If any elected position falls vacant during the term of office the President shall appoint a replacement until an election for the position can be practicably held.

8. OFFICERS

- 8.1 The Executive Officers of the Association shall be the President, the Vice President Administration, the Vice President Education, the Secretary and the Treasurer.

Election of Officers

- 8.2 The election of officers shall be the same as that for all members of the council, save that anyone seeking the position of President must have served as an elected representative on the AUMSA council for at least one previous year, and must have completed Phase 1 of the MBChB degree at some time prior to the year in which they will serve as President.

9. GENERAL MEETINGS OF THE ASSOCIATION

Annual General Meeting

- 9.1 An annual general meeting shall be called by the President each year on a date and at a location as set by the Executive Committee.
- 9.2 The quorum for a general meeting shall be fifty (50).
- 9.3 Voting on all motions is decided by simple majority, except as otherwise provided in this constitution.

9.4 Special General Meetings

9.4.1 Convening a Special General Meeting

The Executive committee may by resolution whenever it thinks fit, and shall upon a requisition made in writing by 30 or more financial members, convene a special general meeting.

9.4.2 Object of the Meeting to be Stated

Any such resolution or requisition shall state the object of the Meeting proposed to be called and the said resolution or requisition shall be given to the Secretary. Business other than that so stated shall not be transacted at a special general meeting.

9.4.3 *Timing of the Meeting*

Upon the passing of such resolution or the receipt of such a requisition, the Executive Committee shall proceed to convene a special general meeting to be held within 14 days from the date of the requisition or resolution being received by the Secretary.

Notice of General Meeting

9.5 Members must receive at least 14 days notice of the holding of a general meeting. The notice must specify the place, the day and the time of the meeting and, in the case of special business, the general nature of such business. The notice must be communicated to all the members, except those absent from New Zealand. The non-receipt of the notice, or accidental omission to give notice to any members, shall not invalidate the proceedings at any general meeting.

Notice may be given by:

- a) Handing the notice to the member; or
- b) Sending it through the post in a prepaid letter envelope or wrapper addressed to such Member at his/her address in New Zealand last known to the Association;
or
- c) By emailing the member at his or her last known email address, or
- d) Through social media e.g. Facebook event circulated through the Auckland University Medical Students' Association (AUMSA) Facebook page.

Order of Business of Annual General Meeting

9.6. The order of business for the AGM shall be as follows:

- (a) Receive the minutes of the previous AGM;
- (b) Receive the President's report on the activities for the year and proposals for the following year;

- (c) Receive from the Treasurer the balance sheet and statement of income and expenditure for the past year;
- (d) Any other business added to the agenda by any member;
- (e) Announce the results of elections of officers of the AUMSA Council.

9.7 Chairing of General Meetings

- 9.7.1 The President shall preside as Chair at every general meeting of the Association or in his or her absence the Vice President Administration.
- 9.7.2 If at any general meeting the President or Vice President Administration is not present within 15 minutes after the time appointed for holding the same meeting, the members present shall choose someone of their number to be Chair of such meeting.

Adjournment of General Meetings

- 9.8 The Chair of the meeting may, with the consent of the general meeting, adjourn any business from time to time and from place to place but no business shall be transacted at any adjourned general meeting other than the business left unfinished at the general meeting from which the adjournment took place.

9.9 Procedure at General Meetings

Speaking

- 9.9.1 Except with the permission of the Chair of the meeting, members will speak once to a motion for a period not exceeding five minutes except that the mover may speak finally again.

Chair Rules on Procedure

9.9.2 All questions of procedure and voting shall be settled by the Chair of the meeting whose decision shall be final except that he/she may be guided by the feeling of the meeting expressed upon a motion moved from the Chair.

Voting

9.9.3 Every paid up member shall have one vote per issue raised.

9.9.4 A member who is not able to attend a general meeting may cast a proxy vote. Such a vote must state the name of the member, and their vote for or against each item of business. Proxy votes must be lodged with the Secretary twenty four (24) hours before the date of the general meeting. Valid proxy votes will be cast by the Chair on behalf of the absent member(s).

9.9.5 In any situation where votes on an issue are tied, the Chair shall, in addition to his/her personal vote, be entitled to a casting vote.

10. MEETINGS OF THE AUMSA COMMITTEES

The Executive Committee

10.1.1 Notification of meetings of the Executive Committee must be made to all Executive Committee members no less than one week prior to the meeting

10.1.2 The Executive committee will meet at least fortnightly during each semester.

10.1.3 A quorum shall constitute at least 7 members of the Executive Committee.

10.1.4 Meetings of the Executive Committee may occur in person or via video link or teleconference.

10.1.5 At all meetings, including teleconferences, each Executive Committee member shall have one vote per issue.

10.1.6 If a tie in voting occurs the President shall have the casting vote.

10.1.7 Any motion made by the Executive Committee to seek pharmaceutical sponsorship shall require a two-thirds majority to pass.

Non- Executive Committees

- 10.2 The meeting of the Education Committee, the ND Committee, and the NZMSA committee shall occur as and when necessary as determined by the Chairperson of each respective committee in accordance with their internal guidelines.

11. FINANCIAL AFFAIRS

- 11.1 The financial year of the Association shall be from the first (1) of April to the thirty-first (31) of March of the following year.
- 11.2 The funds of the Association shall be in the control of the Executive Committee and shall be kept in such bank or banks as the Executive Committee may determine.
- 11.3 At the first meeting of the Executive Committee of the year the Executive Committee shall decide who shall be allowed to authorise the production of cheques and the names of cheque signatories.
- 11.4 The Executive shall determine from time to time whether it is necessary or desirable to have the Association's accounts for any financial year audited. Should the Executive Committee decide that it is appropriate, the Executive Committee shall appoint a Chartered Accountant (who shall be independent of the Association) to perform the audit.

12. POWER TO DELEGATE

- 12.1 The Executive Committee may appoint any committee or any person and may delegate any of its power and duties to any such committee or to any person.
- 12.2 This committee or person may, without confirmation by the Executive Committee, exercise or perform the delegated powers or duties in the same way and with the same effect as the Executive Committee itself could have done.
- 12.3 The Executive Committee shall be able to revoke such delegation at will, and no such delegation shall prevent the exercise of any power or the performance of any duty by the Executive Committee.

12.4 It shall not be necessary for any person who is appointed to be a member of any such committee, or to whom such delegation is made, to be a member of the Association.

13 MEDIATION AND ARBITRATION

13.1 Any dispute arising out of or relating to this Constitution or as a result of a decision to expel a member, may be referred to mediation, a non-binding dispute resolution process in which an independent mediator facilitates negotiation between parties. Mediation may be initiated by either party writing to the other party and identifying the dispute that is being suggested for mediation. The other party shall either agree to proceed to mediation or agree to attend a preliminary meeting with the mediator to discuss whether mediation would be helpful in the circumstances. The parties shall agree on a suitable person to act as a mediator or shall ask the Arbitrators' and Mediators' Institute of New Zealand Incorporated to appoint a mediator. The mediation shall be in accordance with the mediation Protocol of the Arbitrators' and Mediators' Institute of New Zealand Incorporated. The costs of the mediation shall be shared equally between the parties or as otherwise agreed.

13.2 The mediation shall be terminated by:

13.2.1 The signing of a settlement agreement by the parties; or

13.2.2 Notice to the parties by the mediator, after consultation with the parties to the effect that further efforts at mediation are no longer justified; or

13.2.3 Notice by one or more of the parties to the mediator to the effect that further efforts at mediation are no longer justified; or

13.2.4 The expiry of sixty (60) working days from the mediator's appointment, unless the parties expressly consent to an extension of this period.

13.3 If the mediation should be terminated as provided in article 13.2 and the matter is not settled, the matter shall then be referred to and finally resolved by arbitration in New Zealand in accordance with New Zealand law and the current arbitration protocol of the Arbitrators' and Mediators' Institute of New Zealand Incorporated. The arbitration shall be by one arbitrator to be agreed upon by the parties and if they should fail to

agree within twenty one (21) days, then the arbitrator shall be appointed by the President of the Arbitrators' and Mediators' Institute of New Zealand Incorporated.

14. INDEMNIFICATION OF ELECTED MEMBERS

14.1 Every member of the Executive Committee and every other elected officer of the Association, for the time being, shall be indemnified out of the funds of the Association against any liability incurred by any person or entity in the discharge of any action or duty undertaken on behalf of the Association and in defending any proceedings, whether civil or criminal, in which judgment is given in favour of the person or in which the person is acquitted.

15. COMMON SEAL

15.1 The Common Seal shall be kept by the Secretary of the Association.

15.2 The Common Seal shall not be affixed to any document or instrument, deed, writing paper or other thing unless pursuant to a resolution of the Executive Committee who shall thereupon sign such document, instrument, deed, writing paper or other thing as attesting witnesses. Each fixture of the Common Seal shall require a separate motion of the Executive Committee.

16. WINDING UP

16.1 The Association may be wound up voluntarily if the Association at a general meeting of its members passes a resolution requiring the Association to be wound up and the resolution is confirmed at a subsequent general meeting called together for that purpose.

16.2 For the purpose of article 16 the term 'resolution' shall mean a resolution carried by a majority of the valid votes cast by the members voting at the general meeting in person or by proxy.

16.3 Any assets of AUMSA at the conclusion of winding up shall be vested in the Auckland Medical School upon trust for the students to be applied in such manner as the staff

and students of the Auckland Medical School may in their absolute discretion determine.

17. AMENDMENTS TO THE CONSTITUTION

17.1 This Constitution may only be altered, added to, rescinded or otherwise amended in accordance with the following provisions:

17.1.1 Any proposal to change the rules must be by way of remit submitted to the Secretary of the Executive Committee, who shall, as soon as reasonably practicable, circulate it amongst members of the Executive Committee.

17.1.2 The remit shall be debated and voted on at a general meeting held no sooner than fourteen (14) days from the date of circulation by the Secretary.

17.1.3 Any alteration to the rules shall require a two thirds majority vote of all members present, or by proxy, at a general meeting.

18. REGISTERED OFFICE AND ADDRESS FOR COMMUNICATION

18.1 The Registered Office of the Association shall be the University of Auckland, Faculty of Medical and Health Sciences, 85 Park Road, Grafton, Auckland.

18.2 The address for communication shall be AUMSA, PO Box 11089 Grafton Hospital, Auckland.

19. SUBSTANTIAL COMPLIANCE SUFFICIENT

A substantial compliance with this Constitution with regard to matters of the Association shall be sufficient and no matter shall be invalidated only by a failure to comply exactly with these rules.

20. INCOME, BENEFIT OR ADVANTAGE TO BE APPLIED TO OBJECTS

20.1 Any income, benefit or advantage shall be applied to the objects of the Association.

20.2 No member of the Association or any person associated with a member shall participate in or materially influence any decision made by the Association in respect

of any payment to or on behalf of that member or associated person of any income, benefit or advantage whatsoever.

20.3 Any income paid shall be reasonable and relative to that which would be paid in an arm's length transaction (being the open market value).

20.4 The provision and effect of this clause shall not be removed from the Constitution and shall be implied into any document replacing this constitution.