

**CONSTITUTION OF
AUSTRALIAN AND NEW ZEALAND LAW AND HISTORY SOCIETY**

I. NAME

The name of the Society shall be the Australian and New Zealand Law and History Society (hereinafter called "the Society").

2. OFFICE

The address for correspondence of the Society shall be the work address of the person for the time being holding the office of President of the Society.

3. OBJECTS OF THE SOCIETY

The objects of the Society shall be as follows:

- (1) To encourage the study of law in history and legal history both in regard to Australia and New Zealand and more generally, and also to encourage other studies relevant thereto;
- (2) To institute and provide and arrange conferences or other meetings for the dissemination of knowledge in the field of law in history and legal history and related areas;
- (3) To publish or facilitate the publication of monographs, research papers, journals, articles, circulars or any other materials in printed, electronic or other form for the dissemination of knowledge in the field of law in history, legal history and related areas;
- (4) To assist graduates or students to pursue studies in the field of law in history or legal history or related areas at any level and for any purpose, including the holding upon trust and administering any funds for the purposes of providing scholarships or bursaries for postgraduate law students;
- (5) To do all such acts or things and make such arrangements whatsoever which, in the opinion of the Committee, are incidental or conducive to the objects of the Society and which in the opinion of the Committee can advantageously be carried out, performed, done or executed for the benefit of the Society or the furtherance of its objects.

4. POWERS

The powers of the Society shall include the following:

- (a) to use the funds of the Society as the Committee thinks necessary or proper in payment of the costs and expenses of the Society;
- (b) to purchase, take on lease or in exchange or hire or otherwise acquire any land or personal property and any rights or privilege the Committee thinks necessary or expedient for the purpose of attaining the objects of the Society and to sell, exchange, bail or lease, with or without option of purchase, or in any manner dispose of such property, rights or privileges as aforesaid;
- (c) to invest surplus funds in any way and upon such terms as the Committee sees fit;
- (d) to borrow or raise money from time to time by the issue of debentures, bonds, mortgages or any other security founded or based on all or any of the property and/or rights of the Society or without such security and upon such terms as to priority and otherwise as the Committee thinks fit;
- (e) to do all things as may from time to time appear necessary or desirable to the Committee to give effect to and to attain the objects of the Society.

5. MEMBERSHIP

- (1) All financial members of the existing Law and History Society shall, on adoption of this constitution, continue to be members of the society for the duration of their current annual subscription. The annual subscription for the Society shall run from the first of January to the 31st of December in one year.
- (2) Any person who agrees with the objects of the Society shall be eligible to apply for membership.
- (3) There shall be two classes of members:

- (a) Honorary Life members who shall be nominated by the Committee and elected by a motion passed by a simple majority at a General Meeting of the Society;
- (b) Ordinary members who shall pay an annual subscription of such amount as may from time to time be fixed by the Committee.

6. RESIGNATION OF MEMBERS

- (1) Any member may resign membership at any time by giving to the Secretary notice in writing to that effect. Unless otherwise expressed, such notice shall take effect immediately.
- (2) Any ordinary member who fails to pay the annual subscription on or before the expiration of six months after it has become due shall be deemed to have resigned membership.

7. ADMINISTRATION

- (1) The administration and management of the Society shall be conducted by the Committee.
- (2) The records of the Society, including a register of members in accordance with law, shall be in the custody of the Secretary. These records shall be made available for inspection by any member of the Society upon request, at a time and place to be reasonably agreed.
- (3) Any dispute arising between members in their capacity as members, or between one or more members and the Committee shall be referred to a neutral mediator to be reasonably agreed by the parties to the dispute. In the event that agreement cannot be reached as to a suitable mediator, the matter shall be referred to a NSW Community Justice Centre or equivalent body in another jurisdiction for mediation.

8. COMMITTEE

- (1) The Committee shall be responsible for policy decisions affecting the day-to-day management of the Society and for such other matters as may be delegated to it by General Meeting .
- (2) The Committee shall consist of:
 - (a) The President of the Society;
 - (b) The Vice-President of the Society;
 - (c) The Secretary of the Society;
 - (d) The Editor of *law&history*;
 - (e) The Australian Treasurer of the Society;
 - (f) The New Zealand Treasurer of the Society; and
 - (g) The Immediate Past President of the Society.
- (3) Members of the Committee shall be elected annually at the Annual General Meeting of the Society and the Secretary shall give notice to members at least 14 days prior to the Annual General Meeting that nominations will be called for at the Meeting. Nominations may be made orally at the meeting or in writing to the Secretary prior to the meeting.
- (4) The Committee shall conduct its business at meetings at such times as are convenient (at which meetings the quorum shall be five); or by means of correspondence (including facsimile and electronic mail) or by telephone; the means to be used to be decided by the President. Voting of the Committee shall be by simple majority, and in the event of an equality of votes the President shall cast an additional deciding vote.
- (5) The term of office of members of the Committee shall end at the conclusion of the next Annual General Meeting of the Society after their election. Members of the Committee may resign office before the end of their term of office by written notice to the Secretary or President.
- (6) The Committee shall have the power to co-opt members to fill any casual vacancy on the Committee, or any position on the Committee left unfilled at a General Meeting.
- (7) The Association shall also elect an Advisory Committee to assist the Committee as the Committee sees fit. The Advisory Committee shall consist of all members of the Committee and such other members of the Society as shall be appointed by the Committee or elected by the membership. The

terms of office, means of resignation and conduct of business for the Advisory Committee shall be identical to those of the Committee.

9. ANNUAL GENERAL MEETING

- (1) The Annual General Meeting of the Society shall be held each year at such place, date and time as the Committee shall determine.
- (2) The Annual General Meeting shall carry out the following business:
 - (a) receive the minutes of the previous Annual General Meeting and of any other general meeting held since the last Annual General Meeting;
 - (b) receive the report of the Committee ;
 - (c) receive and approve the statement of receipts and expenditure for the previous financial year;
 - (d) elect the Committee for the forthcoming year;
 - (e) conduct any other business which may properly be brought before the meeting.

10. SPECIAL GENERAL MEETINGS

- (1) A Special General Meeting of the Society may be called by the President of his or her own motion and shall be called by the President on receipt of a request in writing for such a meeting stating the reason for having the meeting and signed by not less than fifteen members.
- (2) The notice calling a Special General Meeting shall state in general terms the nature of the business for which the meeting is called and at that meeting only the business so stated shall be discussed.

11. PROCEDURE FOR GENERAL MEETINGS

- (1) In this clause, the term “general meeting” includes both an Annual General Meeting and a Special General Meeting.
- (2) Fourteen days’ written notice of each general meeting shall be given to all members. This notice shall state that the meeting is the Annual General Meeting or a Special General Meeting as the case may be and shall specify the place, date and time at which it is to be held, and the **business of the meeting**.
- (3) Ten members personally present shall constitute a quorum for a general meeting.
- (4) The President or the President’s nominee shall chair each general meeting.
- (5) Each member shall have only one vote. Any member not in attendance at a general meeting may cast a proxy vote at any general meeting, by notifying in writing the President or Secretary of the Society, prior to the commencement of the General Meeting, of the name of the member to whom they allocate their vote. If voting is tied, the person chairing the meeting shall have a second or casting vote.
- (6) The mode of voting shall be by voices or, if called for by any member, by a show of hands; except that voting in the election for members of the Committee shall be by secret ballot where such ballot is requested by any member of the Society.

12. FINANCE

- (1) The Australian and New Zealand Treasurers shall, in accordance with law:
 - (a) keep records that relate to Society’s financial transactions and financial position; and
 - (b) submit financial statements for the Society to the Annual General Meeting.
- (2) All funds received by or on behalf of the Society shall be paid into the Society's bank accounts.
- (3) All cheques and withdrawal slips drawn on the Society's accounts shall be signed by the President or the Secretary or by any one other person specifically appointed by the Committee.
- (4) The financial year of the Society shall end on the 31st day of December in each year.

13. ALTERATION OF THE CONSTITUTION

This constitution may be repealed, amended or added to by a resolution passed by a two-thirds majority of members voting in person or by proxy at a general meeting, provided that no such repeal,

amendment or addition shall be made which would in any way detract from or alter the exclusively charitable nature of the objects of the Society or result in the distribution of the assets of the Society on winding up or dissolution for any purpose that is not exclusively charitable. No motion to alter this constitution may be considered by any general meeting unless at least fourteen days notice of the proposed motion has been given to members.

14. WINDING UP AND DISSOLUTION

- (1) The Society may be wound up by a motion passed in an Annual General Meeting or a Special General Meeting of the Society provided that members have been given notice at least three months prior to such a meeting that a motion to wind up the Society will be represented. Upon such a winding-up, any property remaining after the satisfaction of all debts and liabilities shall be used for any charitable purpose within Australia or New Zealand as may be determined by the members of the Society in the General Meeting at which the motion for winding up is passed.

15. PATRON

- (1) The Annual General Meeting may invite a person of appropriate standing to hold the office of patron.
- (2) The office of Patron shall be held for such period as the Annual General Meeting specifies, or, if no period is specified, until the Annual General Meeting resolves that the office be vacated by the holder.