

SOCIETY OF OTAGO UNIVERSITY LAW STUDENTS INCORPORATED
("SOULS")

**MEMBERS' RESOLUTIONS CONCERNING RESCINDMENT AND REPLACEMENT OF ITS RULES
AND RATIFICATION OF PREVIOUS EXECUTIVE COMMITTEE AND OFFICER ACTIONS**

Prepared for the 2024 SOULS Annual General Meeting 13 August 2024

BACKGROUND

- A. The current SOULS Executive Committee have conducted an internal review of its compliance with the requirements of the Incorporated Societies Act 1908.
- B. Any amendments made to its existing rules since 2008 are required to be registered with the Registrar of Incorporated Societies ("**Registrar**"). Accordingly, SOULS proposes to ratify the previous actions, taken on behalf of SOULS, by Officers and the Executive Committee between 16 September 2008 and 13 August 2024.
- C. SOULS has circulated the proposed rules, as outlined in Appendix A, to Members ("**Proposed Rules**").

IT IS HEREBY RESOLVED THAT

- 1. The Proposed Rules are approved by the General Meeting, in accordance with the rules of SOULS dated 16 September 2008.
- 2. Three members of SOULS sign a confirmation of members (please see in Appendix B), as soon as is practical following [13 August 2024] ("**Members' Confirmation**").
- 3. An officer of SOULS registers the Proposed Rules and Members' Certificate with the Register as soon as is practical following [13 August 2024].
- 4. The rules dated 16 September 2008 are rescinded in full upon valid registration of the Proposed Rules, in accordance with section 21 of the Incorporated Societies Act 1908.
- 5. The Proposed Rules take effect from the date of approval from the Registrar, in accordance with section 21 of the Incorporated Societies Act 1908.
- 6. All actions taken on behalf of SOULS by any Officer or the Executive Committee between 16 September 2008 and 13 August 2024 are hereby ratified, approved and confirmed.

**SOCIETY OF OTAGO UNIVERSITY LAW STUDENTS INCORPORATED
("SOULS")**

PROPOSED RULES

SOCIETY OF OTAGO
SOULS
UNIVERSITY LAW STUDENTS

CONSTITUTION

Current as of August 13 2024

Constitution of the Society of Otago University Law Students

1 Name

- (1) The name of the Society shall be “the Society of Otago University Law Students” (incorporated) (“the Society”).

2 Interpretation

- (1) The Executive Committee has the sole power to interpret these rules.
- (2) These Rules will be interpreted in accordance with the Incorporated Societies Act 1908.
- (3) These rules will be interpreted in such a way as to confer validity rather than invalidity on actions.
- (4) In any matter not provided for by these rules or the Incorporated Societies Act 1908, the Executive Committee has a discretion to adopt appropriate procedures, bearing in mind the objects of the Society.
- (5) “Executive Term” means one annual period which begins on 1 November and concludes on 31 October.
- (6) “Law Student” means someone enrolled in any law paper at the University of Otago at 200-level or above.

3 Objectives

- (1) Any income, benefit or advantage shall be used for the following objects of the Society:
 - (a) to protect and promote the welfare and interests of all law students;
 - (b) to promote and organise such cultural, social, intellectual and educational activities as the Society deems fit;
 - (c) to produce and distribute a magazine for law students;
 - (d) to organise and conduct legal competitions;
 - (e) to encourage and assist law students to engage in activities and competition with students from other universities;
 - (f) to facilitate involvement of law students in legal affairs of the community;
 - (g) to liaise with Te Roopū Whai Pūtake, the Pacific Islands Law Students’ Association, Otago Asian Law Students’ Association and Pride in Law Otago;
 - (h) to facilitate contact between law students and staff of the Law Faculty and the University; and
 - (i) to foster a cooperative relationship with the Faculty of Law and the Otago University Students’ Association.

4 Non-Profit Status

- (1) The Society is a non-profit organisation.
- (2) Any income, benefit or advantage must be used to advance the charitable purpose of the organisation.
- (3) No member of the organisation or anyone associated with a member, is allowed to take part in, or influence any decision made by the organisation in respect of payments to, or on behalf of the member or associated person of any income, benefit, or advantage.
- (4) Any payments made to a member of the organisation, or person associated with a member must be for goods or services that advance the charitable purpose and must be reasonable and relative to payments that would be made between unrelated parties.

5 Powers of the Society

- (1) The Society shall have all powers necessary to achieve its objects, including:
 - (a) the power to raise funds for any purpose associated with the objects of the Society;
 - (b) the power to apply the income, assets and property of the Society towards the promotion of the Society and the furtherance of the aforementioned objects;
 - (c) the power to borrow money;
 - (d) the power to acquire and dispose of any real or personal property;
 - (e) the power to employ any person for any purpose associated with the objects of the Society and to pay reasonable remuneration to such persons;
 - (f) the power to impose an annual subscription on members to achieve the objects of the Society; and
 - (g) the Executive Committee may determine the schedules to these rules and will determine any mechanism for determining those schedules.

6 Membership

- (1) General membership is open to Financial Members and Associate Members.
- (2) Financial Members shall consist of those law students who have completed the registration requirements and paid the annual membership fee prescribed by the Executive Committee.
- (3) Associate Members shall consist of non-law students who have become members for the purpose of attending SOULS Social Events. They are required to complete registration requirements and pay the annual membership fee prescribed by the Executive. Associate Members do not possess voting rights at General Meetings.

6A Life membership

- (1) Despite any other clause in this Constitution, a life member may not vote at an AGM or SGM.
- (2) The Executive may grant life membership to one person per term when:
 - (a) all members of the Executive agree that the person should be granted life membership; and
 - (b) the granting of life membership is voted on and approved at an AGM or SGM.
- (3) A person becomes a life membership if the motion is passed by a two-thirds majority of those present and voting.
- (4) A person granted life membership under this clause becomes a life member of SOULS immediately upon the motion being carried at an AGM or SGM.
- (5) When a person becomes a life member of SOULS under this clause, this Constitution will be automatically amended to insert their name into Schedule Five.

7 Ceasing membership

- (1) Membership of the Society will terminate automatically on the first day on which subscriptions are called for in the year following that in which the subscription is paid until a further subscription is paid.

- (2) Any member of the Society may resign from the Society by giving written notice to the Executive Committee.
- (3) The Executive Committee may suspend or expel any member of the Society for conduct that brings the Society into disrepute. Suspension or expulsion must be on reasonable grounds.
- (4) Any member of the Society or Executive member about whom a formal complaint of sexual misconduct has been laid with the University Proctor *may* be placed on probation from attendance at the Society's events at the discretion of:
 - (a) The current Executive (represented by the President); and
 - (b) The Dean of Law; and
 - (c) The University Proctor.
- (5) This probation may occur pending the outcome of any investigation. Any findings of sexual misconduct may result in the permanent removal of the Executive member or Society member from the Society and a ban from any further attendance to SOULS events, at the discretion of the parties as outlined in clause 7 s (4)(a)-(c).

8 Annual subscription

- (1) The Executive Committee will determine the amount of the annual subscription.
- (2) Subscriptions are not refundable.

9 The Executive Committee

- (1) The Executive shall conduct the day-to-day operation of the Society.
- (2) The Executive shall consist of a President, a Vice President, a Treasurer, two Education and Careers Representatives, two Welfare Representatives, a Publications Representative, a Sports Representative, two Social Representatives, and two Competitions Representatives.
- (3) Members of the Executive Committee retain their voting rights as members of the Society.
- (4) The Executive Committee will hold office during the period of the Executive Term.
- (5) After the Annual General Meeting the Executive Committee may delegate any or all of its powers to the Executive Committee elected at the Annual General Meeting with the consent of the Executive Committee elect.
- (6) The Executive Committee will meet not less than once a month during the University term as defined in the University of Otago calendar.
- (7) Seven members of the Executive Committee will constitute a quorum.
- (8) The Executive Committee will make decisions by Executive resolution.
- (9) The Vice President, or in their absence another member of the Executive Committee, will keep detailed minutes of all meetings of the Executive Committee.

10 Eligibility of persons to be a member of the Executive Committee

- (1) In order to be a member of the Executive Committee a person must be a member under clause 6 at the time of their election and be enrolled in a laws course in semester one and two at the University of Otago in the year in which they are a member of the Executive Committee.
 - (a) If a member of the Executive Committee is not a member of the Society in the year in which they are elected, their position will be deemed vacant on the 15th day of March of the following year, unless the member has become a member of the Society.

11 Roles of all members of the Executive Committee

- (1) All members of the Executive Committee shall:
 - (a) uphold the objectives of the Society outlined in clause 3;
 - (b) be positive representatives of the Society;
 - (c) assist in making events and activities organised by the Society successful;
 - (d) build and maintain good relationships with members, sponsors, the Faculty of Law and all other partners that the Society associates with;
 - (e) make responsible financial decisions; and
 - (f) abide by this Constitution.
- (2) The responsibilities of each Executive Committee member are determined by Schedule 1 to these rules. The responsibilities of each Executive Committee member outlined in Schedule 1 are not exhaustive.
- (3) The Executive Committee may amend or delete Schedule 1.
- (4) A member of the Executive may assist any other member of the Executive to perform their role when necessary.
- (5) All Members of the previous Executive are responsible for conducting a comprehensive handover to their successor before relinquishing their position. This includes updating the written handover document for their role.

12 Sub Committees

- (1) The purpose of a sub-committee is to assist the Executive Committee with activities undertaken by the executive.
- (2) The Executive Committee shall determine the purpose for a particular sub-committee at the time of creation.
- (3) The Executive Committee shall have the power to create and disband sub-committees; including for the following purposes:
 - (a) competitions;
 - (b) Law Revue; or
 - (c) any other purpose that the Executive Committee sees fit.
- (4) Schedule Two outlines the guidelines for the Executive Committee in appointing the Law Revue Management team.
- (5) The Executive Committee may amend or delete Schedule Two.
- (6) Sub-committees (except for the Law Revue sub-committee) will be made of one or more executive members, and;
 - (a) one or more appointed members; and
 - (b) may include Faculty representatives.
- (7) The Executive Committee shall have the power to appoint non-executive members to sub-committees.
- (8) The Executive Committee shall call for applications to join a sub-committee.
- (9) On consideration of applications the Executive may decide to appoint committee members.
- (10) There must be at least five working days between the notice calling for applications and the decision to appoint members to the sub-committee.
- (11) An Executive Committee Member shall chair the committee and be responsible for reporting activities of the committee to the executive, unless otherwise specified.
- (12) Non-Executive Committee members are responsible for assisting in any activities that the sub-committee is responsible for.

13 Members of Executive Committee ceasing to hold office and replacing them

- (1) A member ceases to be a member of the Executive Committee:
 - (a) if they cease to meet the criteria of membership set out in clause 10;
 - (b) once the President receives written notification from the member that they no longer wish to be a member of the Executive Committee or if the President resigns, written notification is received by the Vice President;
 - (c) if the member misses three consecutive Executive meetings without apology and a motion is passed at an Executive meeting by at least eight members of the Executive that the member has abandoned office;
 - (d) if the member fails to perform the duties required of all Executive members under clause 11 and/or required of their individual portfolios and, at a meeting of the Executive, a motion is moved by the President, or the Vice President, and passed by eight other members of the Executive Committee vote that the member be deemed to have been removed from office; or
 - (e) if they die or become incapacitated.
- (2) Once an Executive Member has ceased to hold office, the workload will be appropriately split amongst the remaining Executive Members.
- (3) If a Member of the Executive ceases to be a Member, the Executive must within 28 days take steps to find a suitable replacement for that Member or that Member's workload, either by an Special General Meeting ("SGM"), internal appointment or redistribution of workload as the Executive Committee sees fit.
- (4) Where a SGM is held to replace a President, despite any clause in this Constitution, the Vice President:
 - (a) chairs the SGM and performs the functions of the President at the SGM; and
 - (b) if at the time of the AGM the President has ceased to be the President, chairs the AGM and performs the functions of the President at the AGM.

14 Associate members of the Executive Committee

- (1) The Executive Committee may appoint a member as an associate member of the Executive Committee with the consent of that member and by a decision endorsed by eight or more members of the Executive Committee at a meeting of the Executive.
- (2) An associate member of the Executive Committee:
 - (a) has the roles of a member of the Executive under clause 11(1);
 - (b) may attend meetings of the Executive;
 - (c) may not cast a vote at meetings of the Executive; and
 - (d) may assist any member of the Executive to perform their role.
- (3) An associate member of the Executive ceases to be an associate member of the Executive if:
 - (a) they cease to be a member under clause 7;
 - (b) a decision that they should no longer be an associate member of the Executive Committee is endorsed by eight or more members of the Executive Committee at a meeting of the Executive Committee;
 - (c) the term of the Executive that appointed them ceases; or
 - (d) the President receives written notification from the associate member of the Executive Committee that they no longer consent to being an associate member of the Executive Committee.

15 NZLSA Conference Committee

- (1) During a term when the Society will host the NZLSA Conference, the Executive Committee shall appoint any member to be the Conference Convenor.
- (2) The NZLSA Conference Convenor cannot use, or make decisions about the use of, funds held by the Society that are not held for the specific purpose of being used to host the NZLSA Conference.
- (3) For the avoidance of doubt, a person appointed as Conference Convenor or as a member of the NZLSA Conference Committee can only be appointed as an associate member of the Executive Committee under clause 14.

16 Finances

- (1) The control of the Society's funds will vest in the Executive Committee.
- (2) Management of funds will be the function of the Treasurer.
- (3) The Treasurer will keep proper accounts of all financial transactions entered into by the Society.
- (4) All financial transactions of the Society will be signed by any two of the following: the President, the Vice President or the Treasurer.
- (5) Where the Executive Committee considers it appropriate for the achievement of the Society's objects, it may authorise the investing of money by the Society.
- (6) Where the Executive Committee considers it appropriate for the achievement of the Society's objects, it may authorise the borrowing of money by the Society.
- (7) Not more than \$10,000 may be borrowed unless a motion is passed at a General Meeting authorising the borrowing.

17 Requirements for the AGM and SGMs

- (1) 14 days' notice must be given by the Vice President before the Annual General Meeting ("AGM") or a SGM can be held.
- (2) The quorum of an AGM or SGM is either 35 members or 15% of members.
- (3) Only members of the Society may vote at General Meetings, except in the case of an election or by-election, in which all law students may vote.
- (4) Voting at an AGM or SGM will be done by a show of hands, except in the case of voting to fill an executive vacancy, which will be conducted by closed ballot.
- (5) The President will act as chairperson of all General Meetings. In the absence of the President, another member of the Executive Committee will be appointed as chairperson in the order of priority set down in clause 9(2).
- (6) The Vice President, or in their absence another member of the Executive Committee, will keep detailed minutes of all General Meetings.

18 The AGM

- (1) An AGM must be held once in each Executive Term and occur during the second semester.
- (2) The President shall call the AGM.
- (3) The AGM will also address the following business:
 - (a) a Presidents' Report on the term of the Executive Committee;
 - (b) a Treasurer's Report on the annual financial statements of the Society;
 - (c) election of the Executive Committee for the next term; and
 - (d) any other resolution put to the meeting.

19 SGMs

- (1) Subject to subclause 2, SGMs may be held at the discretion of the Executive Committee during regular teaching time.
- (2) The Executive must call a SGM within 28 days of the day when it receives a written request to call a SGM signed by 40 General Members who are each identified by their first and last name and their student identification number.
- (3) At a SGM the President shall:
 - (a) propose a motion that the minutes of the most recent SGM be adopted, unless the AGM was held after the most recent SGM; and
 - (b) call for any motions to amend the Constitution before beginning any elections.

20 Elections

- (1) Elections may only be held at the AGM or at a SGM.
- (2) All elections will be held by closed ballot following the closing of an AGM or and SGM.
 - (a) The Executive Committee will set a time within which voting may take place, bearing in mind the need to encourage the widest possible participation by those eligible to vote.
- (3) All law students may vote in the election and by-elections.
- (4) Times at which nominations and voting will be open must be made available no less than fourteen days prior to the AGM or SGM.
- (5) Election to the Executive Committee for the following year will take place at the Annual General Meeting of the Society.
- (6) The Executive Committee will open nominations not less than fourteen days before the Annual General Meeting. The Executive Committee must give notice of the election and the opening of nominations as the Vice President considers appropriate.
- (7) The elections are the responsibility of the Vice President. The Vice President must advertise the nominations and elections as widely as is reasonable and appropriate.
- (8) All law students are eligible for nomination to the Executive Committee.
- (9) Each officer of the Society must qualify as an Officer under the Charities Act 2005 or have a waiver from the Charities Commission.
- (10) Where a person is elected to more than one position on the Executive, that person will be obliged to resign from all but one of those positions.
- (11) The Executive Committee may set further rules for the conduct of elections insofar as those rules do not conflict with these rules and bearing in mind the need to encourage the widest possible participation by those eligible to vote.

21 Returning Officers

- (1) The Outgoing Executive Committee will be appointed as the returning officers for any elections held.
- (2) Any Executive Committee Member who is running for a position in an election will not be a Returning Officer for the election.
- (3) If the Outgoing Executive Committee wishes to, they may delegate their duty as Returning Officers to another person or body.
- (4) The Returning Officers are responsible for accounting for the closed ballot and ensuring that the elections are conducted fairly and without prejudice

22 Election results

- (1) The Returning Officers must count the votes.

- (a) Where the portfolio contains only one position, the candidate with the highest number of votes will be elected.
 - (b) Where the portfolio contains two positions, the two candidates with the highest number of votes will be elected.
 - (c) Where the portfolio contains only one position and ‘no-confidence’ receives the highest number of votes, no candidate will be elected.
 - (d) Where the portfolio contains two positions and ‘no-confidence’ receives either the highest or second highest number of votes, only one candidate will be elected.
- (2) Once the results have been announced, a recount may be requested by any candidate in the election in writing to the President. The recount is subject to the following rules:
- (a) The request must be made within 24 hours of the conclusion of the AGM or SGM at which the results were announced.
 - (b) The Returning Officers will be responsible for recounting the votes within a reasonable time.
 - (c) No additional votes may be cast to be included in the recount.
 - (d) The results of the recount are final.

23 Unsuccessful elections

- (1) If the AGM or a SGM fails to elect a member of the Executive Committee then a SGM shall be held at least 28 days after the most recent AGM or SGM for the purposes of appointing a member of the Executive Committee.

24 Affiliation with Otago University Students’ Association

- (1) The Society is affiliated with the Otago University Students’ Association (“OUSA”).
- (2) These rules are subject to the Constitution and Rules of the OUSA and are void and of no effect to the extent they conflict with the Constitution and Rules of the OUSA.
- (3) The Finance and Services Officer of the OUSA will at all times be entitled to inspect the books, papers and accounts of the Society.

25 Affiliation with NZLSA

- (1) The Society is affiliated with the NZLSA.
- (2) The President sits on the NZLSA Council and represents all University of Otago Law students on the Council.

26 Ceasing or altering relationships with OUSA or NZLSA

- (1) A decision that the Society cease or alter the relationship with either OUSA or NZLSA can only be made at the AGM or a SGM if the number of members who vote for a motion to cease or alter the relationship is more than double the number of members who vote against it or abstain from voting.

27 Amending the Constitution

- (1) This Constitution may only be altered, added to or rescinded at the AGM or a SGM.
- (2) A resolution altering, adding to, or rescinding these rules must be passed by a two-thirds majority of those present and voting.

28 Dissolution

- (1) The Society may be dissolved at a meeting called for that purpose. A resolution dissolving the Society must be passed by a two-thirds majority of the members present and voting.
- (2) Where a resolution is passed to dissolve the Society, a further meeting will be called at least thirty days thereafter at which the resolution must be confirmed by a two-thirds majority of those present and voting.
- (3) In the event of the winding-up or dissolution of the Society, all the real and personal property of the Society, after payment of all costs, debts and liabilities of the Society, will vest in the OUSA upon trust until a body with similar objectives is formed.

29 Substantial Compliance

- (1) If these rules are breached and the General Meeting is satisfied that:
 - (a) There has been substantial compliance with these rules; and
 - (b) The breach has not materially affected and will not foreseeably materially affect the rights or interests of any person or affiliated body; and
 - (c) The breach was not committed in bad faith; and
 - (d) The breach resulted in a benefit to the Society and its members; and
 - (e) The breach did not breach the objects of the Society,Then the General Meeting may, by a two-thirds majority, validate the breach.

30 Transitional provision

- (1) This Constitution applies at the conclusion of the 2019 Executive term and will bind all future Executive Committee until revoked, amended or replaced.
- (2) All actions of all past Executive Committees shall be validated unconditionally by acceptance of this Constitution.

31 Control and Use of Common Seal

- (1) The Society will have a common seal, which will be kept in a place of safety by the Vice President.
- (2) The common seal will only be affixed to a document pursuant to a resolution of the Executive Committee, and will be attested by the signatures of two members of the Executive Committee.
- (3) The common seal will be affixed to all contracts, and documents containing significant financial obligations, incurred by the Society.

32 Best Practice Guidelines

- (1) The Executive Committee shall uphold the Best Practice Guidelines contained in Schedule Three.

33 Sexual Misconduct Policy

- (1) As outlined in section 7(4), any member of the Society or Executive member accused of sexual misconduct may be placed on probation from attendance at the Society's events at the discretion of the Executive, the Dean of Law, and the Proctor. All three parties must agree before any probation is formalised.

- (2) The Executive reserves the right to permanently remove Executive or Society members from the Society, if there is a finding of sexual misconduct following a formal investigation.
 - (a) The Executive will abdicate responsibility for conducting the aforementioned formal investigation to the relevant authority, in accordance with the Otago University Students Association (OUSA) Sexual Misconduct Policy.
- (3) Sexual misconduct, for the purposes of this section, is defined as follows:
 - (a) sexual misconduct includes any kind of inappropriate or unwanted action of a sexual nature, including sexual assault, sexual harassment, the unauthorised making and sharing of intimate visual recordings, and any action intended to harm any person as retribution for a complaint made under this policy.

Schedule One:

PRESIDENT Role Description

1) General

- a) The President works with the Executive to co-ordinate and oversee initiatives undertaken by SOULS.
- b) The President acts as the official representative of the SOULS.
- c) The President endeavours to further the objectives of the SOULS.
- d) The President represents and promotes the concerns and interests of all law students, be these social, educational, or representative or any other issues concerning the law student body.
- e) The President is ultimately responsible for all activities of the Society. The President shall endeavour to oversee the organisation of all initiatives undertaken by SOULS.
- f) The President shall set the calendar in conjunction with relevant executive members and the Faculty of Law, where appropriate.
- g) The President shall be the primary contact for University of Otago Booking, facilitating any bookings required to run SOULS' initiatives.
- h) The President is also responsible for undertaking to achieve any election promise or new initiative as he/she sees fit.
- i) The President is the direct liaison between the Faculty of Law and SOULS. The President is also the liaison between OUSA and SOULS, and the University and SOULS.

2) Meetings

- a) The President chairs executive meetings.
- b) The President shall have a working knowledge of meeting procedure.
- c) The President will work with the Vice President to set agenda for all meetings.

3) Finance

- a) The President and Treasurer shall be joint signatories to all cheques and bank accounts.
- b) The President shall attend all finance meetings between the President, Vice President and the Treasurer.

4) Constitution

- a) The President will support the Vice President when drafting changes to the Constitution as directed by executive proposals.
- b) The President shall support the Vice President when updating the Schedules of the Constitution.

5) Sponsorship

- a) It is the President's responsibility to facilitate and seek sponsorship of SOULS activities.
- b) The President shall maintain good relationships with a variety of sponsors and potential sponsors.
- c) The President must enter into a Memorandum of Understanding with every financial sponsor.
- d) A proposed Memorandum of Understanding is placed in the President's handover. The President may enter into an alternate Memorandum of Understanding provided that they do so in good faith.

6) Law Revue

- a) The President will liaise with the directors and producer of Law Revue.

7) Otago team for ALSA and NZLSA

- a) The President shall oversee the organisation of the Otago team who compete at the ALSA and NZLSA conferences. This includes transport arrangements.

8) New Zealand Law Students' Association ("NZLSA")

- a) The President is to be informed of all matters pertaining to NZLSA.

- b) The President is to attend or attempt to attend NZLSA Council meetings and the NZLSA Annual conference, as well as any other Council meetings that may be held.
- c) The President shall be responsible for reporting the annual activities of SOULS to the NZLSA Executive.

9) Council of Legal Education Contact

- a) The NZLSA Representatives on the Council of Legal Education will report to the President and Education and Welfare representative on matters relevant to law students.
- b) The President and Education and Welfare representative are to report those matters to the Executive and law students when appropriate.
- c) The President and Education and Welfare representative shall canvas student opinion and make submissions when necessary.

10) Law Admissions Committee

- a) The President, subject to availability, shall be the SOULS representative on the Law Admissions Committee.
- b) In the event of being unable to attend a Law Admissions Committee meeting, the President shall delegate this responsibility to someone else on the Executive, giving preference to the Vice President or the Education and Welfare Representative.

11) Faculty of Law Class Representative

- a) The President is a SOULS' representative at the Faculty of Law Class Representative meetings.
- b) The President shall attend all Faculty of Law Class Representative meetings.
- c) The President shall raise any concerns which have been brought to SOULS's attention.
- d) The President must consider how SOULS can help address any issues raised during the Faculty of Law Class Representative meetings.

12) Te Roopū Whai Pūtake Portfolio

- a) The President will meet with the Tumuaki of Te Roopū Whai Pūtake at least once a month to provide updates and communicate any needs or issues that may arise.
- b) The President will support the Vice President and the Tumuaki Tuarua of Te Roopū Whai Pūtake in organising the noho marae trip.

13) General Executive

- a) As a general executive the President must attend all SOULS meetings and contribute to the running of SOULS activities generally.

VICE PRESIDENT

Role Description

1) Meetings

- a) The Vice President shall notify the Executive of any meetings.
- b) The Vice President shall liaise with the President to set agenda for meetings.
- c) The Vice President must have a working knowledge of meeting procedure and apply it during meetings and the while recording minutes.

2) Minutes and Correspondence

- a) The Vice President will record and maintain minutes from all SOULS meetings for future executives.
- b) The Vice President shall endeavour to provide electronic and hard copies of the minutes for members of the Executive.
- c) The Vice President will keep correspondence and records.

3) Finance

- a) The Vice President shall attend finance meetings with the President and the Treasurer.

4) Administer the Constitution

- a) The Vice President ensure that all meetings, notices, and other acts required under the Constitution are given or done.
- b) The Vice President shall ensure up to date copies are available.
- c) The Vice President shall draft changes to the Constitution arising from executive proposals in conjunction with the President.
- d) The Vice President will advise on potential changes to the Constitution or the Schedules of the Constitution.
- e) The Vice President shall update the Schedules of the Constitution where required.

5) Secretary of the Executive

- a) The Vice President shall act as the Secretary of SOULS and be responsible for any other administrative matters that may arise.

6) Incorporated Societies Act 1908

- a) The Vice President shall ensure compliance with the Incorporated Societies Act 1908. This includes filing the financial statements and constitutional changes with the Incorporated Societies office.

7) Charities Act 2005

- a) The Vice President shall work with the Treasurer to register SOULS on the Charities Register under the Charities Act 2005.
- b) The Vice President shall ensure compliance with the Charities Act 2005.

8) Membership

- a) The Vice President shall be responsible for promoting the recruitment of members at the beginning of each year. This includes organising membership cards and packs.

9) SOULS Apparel

- a) The Vice President will work with the Publications Representative to produce and sell SOULS Apparel.

10) Executive Responsibility

- a) In the event of the President's absence, the Vice President is to take over all responsibilities of the President.

11) Te Roopū Whai Pūtake Portfolio

- a) The Vice President will meet with the President of SOULS and Tumuaki of Te Roopū Whai Pūtake when invited to do so.
- b) The Vice-President will assist the President of SOULS and Tumuaki of Te Roopū Whai Pūtake to organise an inter-executive bonding event for all law rōpū.
- c) The Vice President will be responsible for working with the Tumuaki Tuarua of Te Roopū Whai Pūtake to organise the collaborative noho marae trip.

12) Pacific Island Law Students Association (PILSA) Portfolio

- a) The Vice President will work with the PILSA to develop and run an event by both executives.
- b) The Vice President will endeavour to promote PILSA and its objectives to the greater law school population.

13) General Executive

- a) As a general executive the Vice President must attend all SOULS meetings and contribute to the running of SOULS activities generally.
- b) The Vice President shall assist and support the President where needed which can include, but is not limited to, decision-making, Executive Committee management and facilitating events run by sponsors.

TREASURER

Role Description

1) General

- a) The Treasurer is responsible for all aspects of SOULS financial management.
- b) The Treasurer along with the President and Vice President are ultimately responsible for maintaining the financial accounts.
- c) The Treasurer shall inform the Executive of SOULS' financial position.
- d) The Treasurer shall oversee and keep accurate and up-to-date records of all receipts, deposits, payments and invoices.

2) Special Skills

- a) Whilst prior accounting knowledge and the ability to prepare financial statements and documents is not essential, it is recommended.

3) Internal tasks

- a) The Treasurer is tasked with setting budgets, in consultation with the President, Vice President and other relevant executive members, and handling money for all events.

4) External tasks

- a) The Treasurer shall file GST and Charities returns.
- b) The Treasurer shall settle all of SOULS's debts and deposit income in a timely manner.
- c) The Treasurer shall prepare financial statements for presentation to the AGM and the Incorporated Societies Office / Charities Office (whichever is applicable).
- d) The Treasurer shall work with the Vice President to register SOULS on the Charities Register under the Charities Act 2005.
- e) The Treasurer and the President shall be joint signatories to all cheques and bank accounts.

5) General Executive

- a) As an executive member the Treasurer must attend all SOULS meetings and contribute to the running of SOULS activities generally.

EDUCATION AND CAREERS REPRESENTATIVE (2)

Role Description

1) General

- a) The Education and Careers representatives are responsible for all education and careers initiatives organised by the SOULS executive.
- b) The Education and Careers representatives will organise any events related to education and careers as approved by the Executive.
- c) The Education and Careers representatives will ensure that law students are aware of education and careers initiatives.

2) Mentoring

- a) The Education and Careers representatives shall endeavour to establish a mentoring network between senior and junior students.
- b) The Education and Careers representative will organise regular events to facilitate the mentoring network.

3) Tutorials

- a) The Education and Careers representatives shall liaise with OUSA regarding any issues concerning the running of tutorials for law students who do not reside in a hall of residence.
- b) The Education and Careers representatives shall organise tutorials/ study sessions for compulsory LLB papers.

4) Speaker Series

- a) The Education and Careers representatives shall endeavour to run a speaker series or event.

5) University relations

- a) The Education and Careers representatives shall liaise with interest groups and people outside law school.
- b) The Education and Careers representatives shall liaise with such support or interest groups as may emerge within the law school.
- c) The Education and Careers representatives shall endeavour to establish such interest group representation as the Executive determines.

6) Faculty of Law Class Representation

- a) The Education and Careers representatives are SOULS' representatives at Faculty of Law class representative meetings.
- b) The Education and Careers representative shall use the meetings as an opportunity to discuss with students and faculty members issues which have come to the attention of the Executive.

- c) The Education and Careers representatives shall make themselves available and publicise the fact that they can hear students' issues.
- d) The Education and Careers representatives shall promote and facilitate communication and the exchange of information between SOULS and class representatives.

7) Council of Legal Education Contact

- a) The NZLSA Representatives on the Council of Legal Education will report to the President and Education and Careers Representatives on matters relevant to law students.
- b) The President and Education and Careers Representatives to report those matters to the Executive and law students when appropriate.
- c) The President and Education and Careers representatives shall canvas student opinion and make submissions when necessary.

8) Recruitment Application Preparation

- a) The Education and Careers Representatives shall organise recruitment preparation that is not run by sponsors.
- b) This includes, but is not limited to, events such as CV, Cover Letter and Interview Skills workshops.

9) General Executive

- a) As a general executive the Education and Careers Representatives must attend all SOULS meetings and contribute to the running of SOULS activities generally.

WELFARE REPRESENTATIVE (2)

1) Wellness Initiatives

- a) The Welfare representatives shall endeavour to run wellness initiatives throughout their term.
- b) This includes, but is not limited to:
 - i) A wellness week initiative in each semester;
 - ii) The IPLS Community Corner;
 - iii) Community Kitchenette;
 - iv) Competitions Wardrobe;
 - v) Events with a mindfulness and mental health focus.

2) Great Law Debate

The Welfare Representatives shall be responsible for organising the annual Staff v Students Debate.

3) LexisNexis Paper Presentation Competition

- a) The Welfare Representatives shall be available to assist the Competitions Representatives in the organisation of the annual LexisNexis Paper Presentation competition.

4) Charitable Endeavours

- a) The Welfare Representatives shall be responsible for promoting SOULS' participation in charity events.
- b) This includes, but is not limited to:
 - i) Assisting the Sports Representative in organising the Relay for Life;
 - ii) Running a Pink Ribbon Fundraiser, such as a Breakfast or Quiz Night;
 - iii) Fundraising for any other charitable organisation.

5) Sponsorship

- a) The Welfare Representatives shall coordinate with the President for the sponsorship of welfare events.

6) General Executive

- a) As an executive member the Welfare Representatives must attend all SOULS meetings and contribute to the running of SOULS activities generally.

SOCIAL REPRESENTATIVE (2)

Role Description

2) General

- a) The Social Representatives are responsible for the social functions hosted by SOULS.
- b) The Social Representatives shall, with the help of the SOULS executive, organise and run:
 - i) Second Year Law Camp
 - ii) Wine and Cheese
 - iii) Second-Year No Exams Party
 - iv) Cocktail Night
 - v) Finalists' Pre-Ball Function

- vi) Law Ball
 - vii) Quiz Night
 - viii) Mystery Bus Tour
 - ix) Finalists' Dinner
 - x) Second-Year End of Exams Party
- c) The Social Representatives are responsible for any other social event the Executive requires.
- d) The Social Representatives shall coordinate with the Publications Representative on the publicity of social events.

3) Sponsorship

- a) The Social Representatives shall coordinate with the President for the sponsorship of social events.
- b) The Social Representatives shall be responsible for sourcing prizes for social events.

4) General Executive

- a) As an executive member the Social Representatives must attend all SOULS meetings and contribute to the running of SOULS activities generally.

COMPETITION REPRESENTATIVE (2)

Role Description

1) General

- a) The Competitions Representatives have the primary responsibility for running competitions, including:
 - i) Client Interviewing
 - ii) Witness Examination
 - iii) Paper Presentation
 - iv) Junior and Senior Mooting
 - v) Junior and Senior Negotiation

2) Responsibilities for organising Competitions

- a) The Competitions Representatives shall set competition dates, in consultation with the President, sponsoring firms and the Faculty of Law Office.
- b) The Competitions Representatives shall book venues in consultation with the Faculty of Law office and the President for bookings managed by the University of Otago.
- c) The Competitions Representatives shall source judges. These may include:
 - i) Faculty of Law staff;
 - ii) Local practitioners;
 - iii) Representatives from the sponsor;

- iv) Psychologists/Counsellors/Mediators for client interviewing.
- d) The Competitions Representatives shall liaise with the Vice President to promote participation and attendance and this will include organising information sessions.
- e) The Competitions Representatives shall arrange for actors/students to play clients/witnesses (where applicable).
- f) The Competitions Representatives shall distribute, photocopy and ensure adequate confidentiality of problems, competitors' packs, judges' packs.
- g) The Competitions Representatives shall organise catering, alcohol and venue for post-final functions.

3) Organise Otago team for ALSA and NZLSA Conferences

- a) The Competitions Representatives shall collect names and contact details, and send to NZLSA - for registration at these conferences.

4) NZLSA

- a) The Competitions Representatives shall submit competition reports to NZLSA Competitions Vice President.

5) General Executive

- a) As an executive member, the Competitions Representatives must attend all SOULS meetings and contribute to the running of SOULS activities generally.

SPORTS REPRESENTATIVE

Role Description

1) General

- a) The Sports Representative shall organise any events related to sports as approved by the Executive.
- b) The Sports Representative shall coordinate publicity drive at start of the year to increase numbers involved in social sports.
- c) The Sports Representative shall ensure that people are aware of social sports and attend games.
- d) The Sports Representative shall act as the SOULS liaison with Unipol with regard to hiring of sports equipment for any social event that requires it.
- e) The Sports Representative shall liaise with any sports representatives from other student societies to organise sports challenges as they arise.

2) Sponsorship

- a) The Sports Representative shall liaise with the President regarding any sponsorship for sports registration, and any other sports related activities.

3) Sports Equipment

- a) The Sports Representative shall ensure that any sports equipment or uniforms owned by SOULS are returned by the end of the year.

4) Relay for Life

- a) The Sports Representative shall be responsible for organising and running the Cancer Society Relay for Life.
- b) The Sports Representative shall be assisted in this by the Welfare Representatives.

5) General Executive

- b) As a general executive the Sports Representative must attend all SOULS meetings and contribute to the running of SOULS activities generally.

PUBLICATIONS REPRESENTATIVE

Role Description

1) Editor of Welcome to Law School, Accession 1 & 2, and Estoppel magazines

- a) The Publications Representative shall plan, organise and collate content and articles.
- b) The Publications Representative shall edit submitted articles.
- c) The Publications Representative shall liaise the publishing of magazines with a print company.
- d) The Publications Representative shall distribute magazines.
- e) The Publications Representative shall ensure that magazines are produced to a high and respectable standard.

2) Website

- a) The Publications Representative shall maintain and update the website (www.soulsotago.com) with new content frequently.
- b) The Publications Representative shall publish any news, photos, and summaries of events concerning law students on the website.

3) Other online platforms

- a) The Publications Representative shall maintain and regularly update the SOULS Instagram account with pictures of events and other news.
- b) The Publications Representative shall ensure that the SOULS Google My Business account (linked to the publications email account) is maintained and up to date.

4) Other publications

- a) The Publications Representative shall investigate and follow up possible additional publications (e.g. NZLSA Mental Health and Wellbeing guidebook).

5) Design work for other executive members

- a) The Publications Representative shall design logos, posters, tickets, and cover photos for various events put on by SOULS.
- b) The Publications Representative shall complete any other graphic design work for SOULS, where possible.
- c) The Publications Representative shall help market SOULS events and initiatives through any promotional avenue in which they see fit.

6) SOULS Apparel

- a) The Publications Representative, together with the Vice President, shall produce and sell SOULS Apparel.

7) General executive

- a) As an executive member, the Publications Representative must attend all SOULS meetings and contribute to the running of SOULS activities generally.

Schedule Two:

Law Revue Sub-Committee

- 1) The Law Revue Sub-Committee will be appointed by the Executive following an anonymous ballot by the Executive.
- 2) The Law Revue Sub-Committee will not be chaired by an Executive Member unless they are appointed to a role in the sub-committee.
- 3) The Law Revue Subcommittee will consist of:
 - (a) Two Directors; and
 - (b) One Producer.
- 4) A member of the Subcommittee will report directly to the Society President regarding Law Revue matters.
- 5) The following criteria are guidance for the Executive in considering applications for Director:
 - (a) Previous participation in Law Revue;
 - (b) Availability for Law Revue rehearsals and dates;
 - (c) Preference should be given to a Senior student; and
 - (d) Preference should be given to a non-Executive member, if possible.
- 6) The following criteria are guidance for the Executive when considering application for the role of Producer:
 - (a) Experience in backstage and performance production; and
 - (b) Availability for Law Revue and dates.

Schedule Three:

Best Practice Guidelines

1) Competitions

- a) In withdrawing registration from a SOULS legal skills competition, students must give the Competitions Representatives the appropriate notice by email.
 - i) For Mooting the appropriate notice is 48 hours before the day the appellants' synopses are due
 - ii) For Witness Examination, Client Interviewing and Negotiation the appropriate notice is 24 hours prior to the day before the competition begins
- b) The consequence for not supplying this notice, subject to the discretion of the Executive Committee, may be:
 - i) a one-year ban from competitions effective from the date the competition starts. LO

2) Social Events

- a) Should students engage in inappropriate behaviour at a SOULS Social Event, the consequences may be as follows:
 - i) paying for the damage resulting from their actions;
 - ii) a warning that their attendance at future social events may be disallowed; and/or
 - iii) a one-year ban from attending SOULS Social Events
- b) In each case the SOULS Executive will assess the situation or behaviour and impose the appropriate consequence.
- c) Inappropriate behaviour can include, but is not limited to:

- i) drunk and/or disorderly behaviour;
- ii) property damage and theft; or
- iii) violence or abuse (physical, sexual or verbal).

3) Law Camp

- a) The Executive Committee may create a Code of Conduct setting out the expectations of second-year attendees of Law Camp.
- b) The Executive Committee may create a Code of Conduct setting out the expectations of Executive Members, Leaders and/or Helpers at Law Camp.
- c) The Law Camp Management Team will determine the consequence of engaging in such behaviour. The Law Camp Management Team consists of:
 - i) The President
 - ii) The Vice President
 - iii) The Social Representatives
- d) In the event that a member of the Law Camp Management Team breaches any such Code of Conduct, they will not be involved in determining the consequence of their actions.
 - i) In the event that a person who is on the Executive Committee breaches any such Code of Conduct, the Executive Committee may consider whether resignation from the Executive is appropriate in the circumstances.

Schedule Four:

The motion passed at the 2019 AGM on 13 August 2019 was:

“That the Society of Otago University Law Students’ Constitution dated 14 August 2018 and all previous constitutions of the Society of Otago University Law Students be repealed and that the Constitution presented by Theodore Rose, in which this motion appears as Schedule Four and that will be attached to the minutes of this AGM, be the Society of Otago University Law Students’ Constitution.”

Schedule Five:

Life Members of SOULS

1 Professor Mark Henaghan

2 Professor Nicola Peart

Appendix B

**SOCIETY OF OTAGO UNIVERSITY LAW STUDENTS INCORPORATED
("SOULS")**

MEMBERS' CONFIRMATION OF AMENDMENTS TO RULES

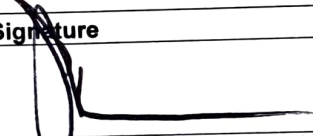

At the 2024 Annual General Meeting of the Society, held on 13 August 2024, the Society resolved to revoke its rules and adopt new rules, as set out in the attachment to this confirmation.

We, the undersigned, confirm and certify that the rules were amended in accordance with section 21 of the Incorporated Societies Act 1908 and the rules of the Society.

We further confirm and certify that we are members of the Society or are a duly appointed representative of a member of the Society.

DATED: 14 Aug 2024

SIGNED:

Name of Member	Signature
Sam Hewson	
Ryan Strommann	
Seth Green	