



## New South Wales Medical Students Council Constitution

Revised 29 November 2008

### **PRELIMINARY DEFINITIONS**

1. (a) In these rules, except in so far as the content or subject matter otherwise indicates or requires:
  - “NSW MSC” means the New South Wales Medical Students Council.
  - “ordinary member” means a general member of the MSC, who is not an office-bearer on the Council.
  - “Committee” refers to the elected office bearers and School of Medicine representatives of the NSW MSC, and holds no implication of responsibilities other than those in their role descriptions.
  - “honorary secretary” refers to either the person elected to the position or, where no person holds that offices, the public officer of the MSC.
- (b) In these rules:
  - (i) a reference to a function includes a reference to a power, authority and duty; and
  - (ii) a reference to the exercise of a function includes, where the function is a duty, a references to the performance of the duty.
- (c) The provisions of the Interpretation Act 1987 apply to and in respect to these rules in the same manner as those provisions would so apply if these rules were an instrument made under the Act.

### **PART 1 – OBJECTS**

2. (a) The NSW MSC exists to:
  - To represent the views of **all** medical students in NSW.
  - Promote the co-operation of all medical schools in NSW to maintain optimal medical education.
  - Promote and address issues pertinent to NSW medical students.
  - Protect the well-being of medical students in NSW.
- (b) The NSW MSC will achieve these aims by:
  - Fostering and sustaining co-operation and communication among the medical schools in NSW.
  - Acting as a lobbying group for medical students to the NSW government and NSW-specific bodies.
  - Fostering unity among medical students by providing a forum for their opinions
  - Fostering communication between the medical students and the community

## **PART 2 – MEMBERSHIP**

### **General Membership**

3. A person or institution which meets the Objects of the MSC is qualified to be a general member of the MSC if, but only if, the person:

- (a) is a person who is enrolled in any Faculty or School of Medicine in NSW.

### **Honorary Membership**

4. A person or institution which meets the Objects of the MSC is qualified to be a honorary member of the MSC if, but only if, the person:

- (a) has been nominated for membership of the MSC as provided by rule 5; and
- (b) has been approved for membership of the MSC by the Committee
- (c) has been of eminent service to the MSC.
- (d) has Committee membership and voting rights at the discretion of the Committee.
- (e) is appointed under the knowledge that Honorary membership can be revoked by the Committee at any time.

### **Nomination for Honorary Membership**

5. A nomination of a person or institution for honorary membership of the MSC:

- (a) shall be in writing and seconded by a member of the MSC.
- (b) All such nominations shall be lodged with the honorary secretary of the MSC within 7 days of receipt of the nomination.
- (c) As soon as practicable after receiving nomination for membership, the honorary secretary shall refer the nomination to the Council which shall decide whether to approve or reject the nomination.
- (d) Where the council determines to approve a nomination for membership, the honorary secretary shall, as soon as practicable after that determination, notify the nominee of that approval within 21 days.
- (e) The honorary secretary shall, on approval of the nomination, enter the nominee's name in the register of members and, upon the name being entered, the nominee becomes a member of the MSC.

### **Cessation of membership**

6. A person ceases to become a member of the MSC if the person:

- (a) dies;
- (b) resigns the membership;
- (c) graduates from his or her degree in Medicine;
- (d) is expelled from the MSC; or
- (e) permanently leaves their Faculty of Medicine prior to graduation.

### **Membership entitlements**

7. A right, privilege or obligation which a person has by reason of being a member of the MSC:

- (a) is not capable of being transferred or transmitted to another person; and
- (b) terminates upon cessation of the person's membership.

8. (a) Honorary members shall have the following rights only:

- i. the MSC's publications shall be made available to such members;
- ii. the right to receive notices distributed to ordinary members;
- iii. the right to attend educational seminars organised by the MSC on the same terms as ordinary members.

### **Resignation of membership**

9. (a) A member of the MSC is not entitled to resign that membership except in accordance with this rule.

(b) A member of the MSC may resign from membership of the MSC by first giving notice in writing to the honorary secretary of the member's intention to resign and, upon the expiration of the period of notice (3 months), the member ceases to be a member of the MSC.

(c) Where a member ceases to be a member pursuant to clause (2), and in every other case where a member ceases to hold membership to the MSC, the honorary secretary shall make an appropriate entry in the register of members recording the date on which the member ceases to be a member of the MSC.

### **Membership fees**

10. A general member is not subject to pay membership fees to become a member of the MSC.

### **Members' liabilities**

11. The liability of a member of the MSC to contribute towards payment of the debts and liabilities of the MSC or the costs, charges and expenses of the winding up of the MSC is limited to the amount, if any, unpaid by a member in respect of the membership of the MSC as required by rule 11.

### **Resolution of internal dispute**

12. Disputes between members of the MSC (in their capacity as members), and disputes between members and the MSC, are to be referred to a community justice centre for mediation in accordance with the Community Justice Centres Act 1983.

### **Disciplining of members**

13. (a) Where the Committee is of the opinion that a member of the MSC:

- i. has persistently refused or neglected to comply with a provision or provisions in these rules; or
- ii. has persistently and wilfully acted in a manner prejudicial to the interests of the MSC

the Committee may, by resolution:

- i. expel the member from the MSC; or
- ii. suspend the member from the MSC for a specified period.

(b) A resolution of the Committee under clause (a) is of no effect unless the Committee, at a meeting held not earlier than 14 days and not later than 28 days after service of the member of a notice under clause (c), confirms the resolution in accordance with this rule.

(c) Where the council passes the resolution under clause (a), the Honorary Secretary shall, as soon as practicable, cause a notice in writing to be served on the member:

- i. setting out the resolution of the Committee and the grounds on which it is based;
- ii. stating that the member may address the Committee at a meeting held not earlier than 14 days and not later than 28 days after service of the notice;
- iii. stating the date, time and place of the meeting;
- iv. informing the member or member's representative may do either or both of the following:

- a. attend and speak at the meeting;
  - b. submit to the Committee at or prior to the date of that meeting written representations relating to the resolution.
- (d) At a meeting of the Committee held as referred to in clause (c), the council shall:
- i. give to the member or member's representative an opportunity to make oral representations;
  - ii. give due consideration to any written representations submitted to the Committee by the member at or prior to the meeting; and
  - iii. by resolution determine whether to confirm or revoke the resolution.
- (e) Where the Committee confirms a resolution under clause (d), the Honorary Secretary shall, within 7 days after that confirmation, by notice in writing inform the member of the fact and of the member's right of appeal.
- (f) A resolution confirmed by the Committee under clause (d) does not take effect:
- i. until the expiration of the period within which the member is entitled to appeal against the resolution where the member does not exercise the right of appeal within that period; or
  - ii. where within that period the member exercises the right of appeal, unless and until the MSC confirms the resolution pursuant to rule 14.

#### **Right of appeal of disciplined member**

14. (a) A member of the MSC may appeal to the MSC in general meeting against a resolution of the Committee which is confirmed under rule 14(d) within 7 days after notice of the resolution is served on the member, by lodging with the Honorary Secretary a notice to the effect.
- (b) Upon receipt of a notice from a member under clause (a), the honorary Secretary shall notify the Committee, which shall convene a general meeting of the MSC to be held within 21 days after the date on which the Honorary Secretary shall receive notice.
- (c) At a general meeting of the MSC convened under clause (b):
- i. no business other than the question of appeal shall be transacted;
  - ii. the Committee and the member shall be given the opportunity to state their respective cases orally, or in writing, or both; and
  - iii. the members present shall vote by secret ballot on the question of whether the resolution should be confirmed or revoked.
- (d) If at the general meeting the MSC passes a special resolution in favour of confirmation of the resolution, the resolution is confirmed.

### **PART 3 – THE COMMITTEE**

#### **Powers of the Committee of the MSC**

15. (a) The Committee of the MSC shall:
- i. control and manage the affairs of the MSC.
  - ii. exercise all such functions as may be exercised by the MSC other than those functions that are required by these rules to be exercised by a general meeting of the members of the MSC;
  - iii. have the power to perform all such acts and do all such things as appear to the Committee to be necessary or desirable for the proper management of the affairs of the MSC.

### **Constitution and membership of the Committee**

16. (a) the Committee shall consist of the elected office-bearers of the MSC and **one** representative (or their proxy) from each University holding a Medical Faculty in the state of New South Wales.

(b) The elected office bearers of the MSC shall hold the following positions:

- i. Honorary Secretary
- ii. Honorary Treasurer
- iii. Sponsorship Officer
- iv. Chair
- v. Director of Events
- vi. Publications Officer

(c) These shall:

- i. Be elected by ballot of such members of the MSC as are eligible to vote in each particular election
- ii. be filled, in accordance with rules 17 and 18, by members of the MSC, shall exist.
- iii. not hold voting rights at general meetings of the MSC, unless acting as a representative of their respective University.
- iv. Not be from any one School or Faculty of Medicine during one year.
- v. Not be paid, receive gifts or endorsed in their positions on the Committee without prior consent from the Committee.

These may be:

- i. shared among more than one person.

(d) Each elected office bearer shall hold that position for a period of one (1) year from January 1 to December 31, except in the event of resignation, cessation of membership or removal from their elected position.

(e) In the event of a casual vacancy occurring in the membership of the Committee, the Committee may elect a member of the MSC to fill the vacancy and the member appointed shall hold office, subject to the rules, until the conclusion of the meeting held for the purpose of election of new office-bearers. A casual vacancy occurs in when a member:

- i. ceases to be a member of the MSC
- ii. resigns office by notice in writing given to the Honorary Secretary,
- iii. is removed from office under rule 19.
- iv. is a person whose person or estate is being dealt with in any under the law relating to mental health.

(f) The representatives of on the Committee shall include:

- i. No more than one (1) representative from Notre Dame University (Sydney).
- ii. No more than one (1) representative of the University of Newcastle/New England
- iii. No more than one (1) representative from the University of New South Wales
- iv. No more than one (1) representative from the University of Sydney
- v. No more than one (1) representative from the University of Western Sydney
- vi. No more than one (1) representative from the University of Wollongong

These representatives shall hold one (1) vote per School of Medicine each at general meetings of the MSC.

### **Nomination of Elected Committee Members**

17. Nominations of candidates for elections to the Committee of the MSC:

- (a) shall be made in writing, and accompanied by the written consent of the candidate (which may be endorsed on the form of nomination); and
- (b) shall, notwithstanding clause c, be delivered to the Honorary Secretary of the Committee not less than 7 days before the date fixed for the holding of the election of office-bearers.
- (c) In the event of the election of the first Committee, and Interim Committee shall be elected by all members minuted as present at that Special Meeting. The Interim Committee consists of one or greater representatives nominated by individual university medical societies to promote, cooperate and address issues on behalf of their Medical School at the state level.
- (d) The first Committee will be elected by the interim council of the NSW MSC. They shall vote on an executive in the following manner:
  - i. The Interim Council will elect a Committee for the following year. This election will be held at the final general meeting in the first year after the induction of the Interim Council.
  - ii. There shall be a one-month shadow period with the old and new council executive positions.
  - iii. The executive committee shall be from any NSW Medical School that is a current member of the NSW MSC as per the constitution.
  - iv. In the interests of co-operation between the NSW medical schools no more than two of the executive shall be from the one university.
  - v. The Interim Council shall adopt the Rules and Regulations of the Australian Medical Students Association (AMSA) until such time as the Rules and Regulations of the MSC are agreed upon.

### **Removal of Committee Members**

18. (a) The MSC in general meeting may by resolution remove any elected Committee member before the expiration of the office-bearer's term of office and may by resolution appoint another person to hold office until the expiration of the term of office of the office-bearer so removed.
- (b) Where an office-bearer of the Committee to whom a proposed resolution referred to in (a) relates makes representations in writing to the Honorary Secretary or Treasurer (not exceeding a reasonable length) and request that the representations be notified to the members of the MSC, a copy of such representations must be sent to every member of the MSC or be read out at the general meeting where the resolutions are being considered.
- (c) A request for dismissal of an office-bearer must:
- i. detail the reason(s) for the request; and
  - ii. be signed by at least seven (7) members, where upon the Committee shall submit the request to a duly convened general meeting.

## **PART 4 – ROLE DESCRIPTIONS FOR ELECTED MEMBERS**

### **Honorary Secretary**

19. It shall be the duty of the Honorary Secretary (in addition to other duties elsewhere herein provided for him or her):

- (a) To conduct and keep copies of all the correspondence to and from the MSC;
- (b) To keep a minute book of all meetings of the MSC;
- (c) To keep a minute book of all meetings of the Committee;
- (d) To prepare and submit the Annual Secretary's Report;
- (e) Subject to the direction of the Council to be responsible for the arrangements for any function organised under the auspices of the Society except where otherwise provided in these Regulations;
- (f) To contact officers of Committee and ensure the submission of their reports;
- (g) To keep a register detailing the duties of officers of Committee;
- (h) To prepare and update a policy document detailing the policies of the MSC.

### **Honorary Treasurer**

20. The Honorary Treasurer shall:

- (a) Direct and supervise the keeping of proper books and accounts of the finances and property of the MSC.
- (b) Supervise the receiving of all moneys paid to the MSC and be responsible for the prompt banking thereof and for the issuing of receipts thereof.
- (c) Prepare a financial statement of Council transactions for each meeting.
- (d) Examine all Council accounts received and decide on and execute payment thereof.
- (e) Cause to be prepared and submitted audited accounts and balance sheets of all the dealings of the Society, such statements to be presented to a General Meeting within four (4) months of the end of the Society's financial year, which is 31 December.
- (f) Detail any item of capital expenditure, above \$150, from the MSC accounts.
- (g) Ensure that the decisions made by the Committee regarding Capital Expenditure are made known to members of the Society.
- (h) Prepare and present to the MSC at the meeting selected by Council a properly drawn up Council budget for the ensuing year, such budget shall state the basis on which it is drawn up and include the detailed estimates and actual expenditure where known for the preceding period whether the same items appear in the budget to be presented, or not.
- (i) Check monthly balance sheets against deposit slips.
- (j) Ensure that all the material that the Society Accountant requires is ready and available.
- (k) Ensure that signatories are available for cheques, especially those for wages.
- (l) Be responsible for insurance coverage.
- (m) All MSC expenditure shall be approved by the Treasurer.
- (n) Ensure that a written statement of all MSC Members' financial dealings with respect to MSC sponsored or organised activities be submitted prior to Committee meetings, if requested by the Committee.
- (o) Report on all matters (a) to (n), to Council at each meeting, where

appropriate.

- (p) Supervise any other matters which the Council may from time to time determine.
- (q) Be empowered to charge interest on any account payable to the Society, such interest to be compound and at a rate equal to the National Australia Bank Bankcard Interest Rate, as determined by the National Australia Bank Corporation from time to time; and also to charge a service fee for reminder notices.
- (r) Shall advise in the organisation of Society's functions, in particular on financial matters.
- (s) Submit an annual report to the secretary.

### **Chair**

21. The Chair shall:

- a) represent the MSC in any public statements and press releases relevant to issues affecting medical students.
- b) cooperate with the representatives of each medical Faculty to ensure adequate publicity of all functions.
- c) draw up interim reports to the Committee and an Annual Report for inclusion in the Annual Report of the Society, and if required to contribute notes to the MSC publications.
- d) attend AMA Doctors in Training (DIT) Committee Meetings and relay
- e) information back to the Committee.
- f) Coordinate advocacy on behalf of NSWMSC and its constituent medical students.
- g) Draft policies positions in consultation with the MSC Council, and help to promote them to various stakeholder groups with the PR Officer.
- h) Proactively engage with relevant bodies to pursue the interests of NSW Medical students on a state-wide basis.
- i) Act as an impartial chair of all NSWMSC meetings.
- j) Submit an annual report to the Secretary

### **Director of Events**

22 The Director of Events shall:

- a) Oversee the organisation of NSWMSC's core events
- b) Organise, or responsibly delegate duties to relevant parties, the:
  - a. Annual Sports Day
  - b. A suitable academic or educational event
  - c. A suitable intervarsity social event
- c) Submit an annual report to the Secretary

### **Publications Officer**

23 The Publications Officer Shall:

- a) Manage, source, delegate and generate content for the NSWMSC website and newsletter, or any other publication that the NSWMSC council deems appropriate.
- b) Organise the creation, management and distribution of all NSWMSC's publications, principally, the quarterly newsletter.
- c) Liaise with the Sponsorship Officer to manage advertisements and financial support to be included in the publications.

- d) Submit an annual report to the Secretary

### **Sponsorship Officer**

24. The PR Officer shall:

- (a) To act on behalf of the MSC in seeking sponsorship from approved, relevant sources.
- (b) To act under the direction of Council in the organisation of any other social functions deemed desirable.
- (c) To ensure the MSC publications are produced to maintain relevant sponsorship agreements.
- (d) To draw up interim reports to the Committee and an Annual Report for inclusion in the Annual Report of the Society, and if required to contribute notes to the MSC publications.

## **PART 5 – MEETINGS**

### **Annual and General Meetings**

25. (a) The Committee shall meet at least four (4) times in each period of 12 months at such a place and time as the Committee may determine.
- (b) Meetings shall be chaired by the Chair, or their nominated proxy.
- I. One Annual General Meeting (AGM) shall be held per year. The business of this AGM shall be:
    - i. To confirm the minutes of the last preceding AGM and any special general meetings held since that AGM.
    - ii. To receive from the Committee reports upon the activities of the Committee during the last preceding calendar year,
    - iii. To elect the office bearers for the following year.
    - iv. To receive and consider a statement which is not misleading and which gives true and fair account of:
      - 1. income and expenditure of the MSC during the last calendar year.
      - 2. the assets and liabilities of the MSC at the end of the calendar year.
      - 3. the mortgages, charges and other securities of any description affecting any property of the association at the end of its last calendar year.
      - 4. the details of any above details for each trust where the MSC was a trustee during a period of part or the whole previous calendar year.
    - v. Any transacted business communicated to all members as per clause (e).
  - II. Written notification (including email) of any meeting of the Committee shall be given by the Honorary Secretary at least 7 days before the appointed time of that meeting.
    - i. Such notification shall include specification of the business to be transacted at that meeting.
    - ii. No business other than that in written notification shall be transacted at that meeting except business that the Committee members deem to be urgent.

- III. Additional meetings can be convened by the Honorary Secretary at the request of any member, and must be advertised to all members of the MSC as fully as it timely possible.
- IV. Any member of the MSC shall have the right to attend, and speak, but not vote at any general meeting.
- V. Meetings may be adjourned by the Chairperson with the consent of the majority of members present.
  - a. Should a meeting be adjourned for more than 14 days, the honorary secretary shall give written notification stating the date, place and time of the meeting and nature of business for that adjourned meeting.

### **Quorum**

- 26. (a) Quorum shall be met if 5 members of the Committee are present at a meeting, either in person or via teleconference, providing at least one elected member and one representative member are present and due notification has been given to all members of the MSC.
- (b) If quorum is not present half an hour after the meeting is opened, the meeting must be adjourned to the same hour of the same day in the following week.
- (c) If the adjourned meeting does not reach quorum within half an hour, the meeting shall be dissolved.

### **Delegation by the Committee to a Sub-committee**

- 27. (a) The Committee may, in writing, delegate to one or more sub-committee (consisting of such members of the MSC that the Committee deems fit) the exercise of such functions of the Committee specified in the instrument, other than:
  - i. these powers of delegation; and
  - ii. a function which is a duty imposed on the Committee by Law.
- (b) A function the exercise of which has been delegated to a sub-committee under this rule may, while the delegation remains unrevoked, be exercised from time to time by the sub-committee in accordance with the terms of delegation.
- (c) A delegation under this section may be made subject to conditions or limitations as to the exercise of any function the subject thereof, or as to time or circumstances, as may be specified in the instrument of the delegation.
- (d) Notwithstanding any delegation under this rule, the Committee may continue to exercise any function delegated.
- (e) Any act or thing done or suffered by a sub-committee acting in the exercise of a delegation under this rule has the same force and effect as it would have if it had been done or suffered by the Committee.
- (f) The Committee may, by instrument in writing, revoke wholly or in part any delegation under this rule.
- (h) A sub-committee may meet and adjourn as it thinks proper.

### **Voting and decisions**

- 28. (a) Questions arising at a meeting of the Committee or of any delegated sub-committee shall be determined by a majority of votes of members of the Committee or sub-committee present at the meeting.
- (b) Voting rights of the Committee are held only by the representatives of Medical Faculties (who shall hold one (1) each), and not by the elected office bearers.

- (c) A vote shall be expressed, unless any member demand a poll be held, by a show of hands until a declaration is made by the chairperson that the motion has been carried, carried unanimously or lost.
- (d) All votes shall be given personally to the Chairperson.
- (e) The results of all votes must be recorded in the minutes of the meeting, with proof of the number or proportion of votes.
- (f) In the event of equality of votes, the Chairperson of that meeting will exercise a second, or casting, vote to maintain the status quo.
- (g) The Chairperson, or no less than two (2) Committee members, or no less than four (4) general members present at the meeting may demand a poll be held. This shall be taken:
  - i. As a confidential vote on paper.
  - ii. Shall be counted by the Chairperson and Honorary Secretary, except where the vote relates to one of these positions (in which case the members present must come to a majority decision as to the vote counters).
  - iii. The outcome shall be deemed the resolution of the meeting on the matter.

### **Special Resolutions**

29. A resolution of the MSC is a special resolution if:

- (a) it is passed by a majority which comprises not less than two thirds (2/3) members of the MSC present at a general meeting opt which not less than 21 days' written notice specifying the intention to propose the resolution as a special resolution was given in accordance with these rules; or
- (b) where it is made to appear to the Commission that it is not possible or practicable for the resolution to be passed in the manner specified in clause (a); or
- (c) the resolution is passed in a manner specified by the Commissioner.

## **PART 5 – MISCELLANEOUS**

### **Funds source**

30. The funds of the MSC shall be derived from donations and, subject to regulations and any resolutions passed by the MSC in general meeting, such other sources as the MSC determines. These shall be deposited into the bank account as soon as is practicable, and be receipted by the Honorary treasurer.

### **Funds Management**

31. Subject to the regulations and resolutions passed by the MSC in general meeting, the funds of the MSC shall be used in pursuance of the objects of the MSC in such a manner as the Committee determines.

### **Alterations of objects and rules contained in this Constitution**

32. (a) The statement of objects and these rules may be altered, rescinded or added to only by a special resolution of the MSC.

(b) Motions concerning these changes may be received from recommendations of the Committee OR ten (10) members of the MSC.

**Minutes**

33. Custody of the books, records and other documents relating to the MSC, except otherwise provided by these rules, shall be kept in control of the public officer (Honorary Secretary).

34. The records, books and other documents of the MSC shall be open to inspection, free of charge, by any member of the MSC at a reasonable hour.

**Service of notices**

35. (a) For the purpose of these rules, a notice may be served by or on behalf of the MSC upon any member of the MSC via their School or Faculty of Medicine/ Medical Society's preferred contact list.

(b) Should the notice be served by post or email, it shall be determined to be served at the time that the notice would have been delivered by ordinary post.

**Termination of the MSC**

36. In the event of the MSC being termination, for whatever reasons, the assets of the MSC shall, all outstanding debtors having been paid and creditors recalled, be channelled into a charity chosen by the final MSC Committee.

**Regulations**

37. In accordance with the provisions of rule 16. the Committee shall adopt regulations in order to govern:

- (a) the conduct of meetings of the Committee and such committees and sub-committees as the Committee may appoint.
- (b) duties of the Society's elected office-bearers and representatives.
- (c) the conduct of the MSC's general business.

**Location and Timing of Meetings**

38. Meetings shall be held at the place nominated by the elected Chairperson of any meeting. Such details shall be given in notification to all members no less than 7 days from the proposed meeting.

39. Meetings shall be held between the hours of 7 am and midnight.