



## University of Southampton Students' Union

### Constitution of: University of Southampton Soapbox Racing

2021/22

#### 1) Adoption of the Constitution:

- a) This unincorporated association and its property shall be managed and administered in accordance with this Constitution.

#### 2) Group Outlines:

- a) **Name:** The association's name is "University of Southampton Soapbox Racing", to be known as "UoS Soapbox Racing" and hereinafter "the Group".
- b) **Aims:** The aims of the Group shall be the following: to design, build and decorate vehicles powered only by gravity, with intention to compete in external races, while promoting development and creativity in a fun, low stress and enjoyable environment.

#### 3) Membership:

- a) Membership is non-transferable.
- b) There shall be two types of membership:
  - i) Full, open only to Full Members of the Students' Union;
  - ii) Associate, open to Associate Members of the Students' Union, and to those students of the University who have exercised their right not to be members of the Students' Union.
- c) Only Full Members are entitled to be elected to the Committee and to vote at meetings.
- d) The Group may charge a fee for admission to Membership, which may be set by a Meeting of the Committee.
- e) The Committee must keep a register of members ('the register') on the Student Groups Hub provided by the Students' Union at [www.susu.org](http://www.susu.org).
- f) Members may be expelled from the Group as per the Union guidelines.

#### 4) Officers:

- a) The Group and its property shall be administered and managed by a Committee comprising the Officers.
- b) Members of the Committee shall hold their positions between the commencement of successive Summer terms following election at the Annual General Meeting, unless they abdicate or are removed from their position.
- c) There are three roles within the Committee which must be filled at all times, hereinafter referred to as the "Core Officers". These are:
  - i) President: The President shall oversee the organisation and management of the Group and the Committee as a whole; ensure the officers' accountability to Members, the Committee, and the Students' Union; and represent the Group to all external interests;
  - ii) Secretary: The Secretary shall oversee the administration of the Group, organising Committee Meetings, creating agendas and meeting minutes;
  - iii) Treasurer: The Treasurer shall oversee the financing of the Group, set the Group's budget, and maintain the accounts of the Group;
- d) The remaining Officer positions are not integral to the running of the Group, but the Group should endeavour to appoint them in order to ensure its ability to operate successfully. They are:
  - i) Vice President: The Vice President will assist the President in the management and representation of the Group. They will share the responsibilities of the President if the President is unavailable;
  - ii) Events Officer: The Events Officer shall provide social and cultural pursuits for the Group's Members on both a large and small scale. They shall also take charge of the promotion and maintenance of the overall Group ethos. Furthermore, they will hold the key role in entering competitions on behalf of the Group and ensuring the Group adheres to the rules of these competitions;
  - iii) Equipment Officer: The Equipment Officer shall oversee the maintenance of current tools and equipment along with the procurement of new tools and equipment. They shall endeavour to provide training for members on new equipment and ensure its safe and proper use;
  - iv) Welfare Officer: The Welfare Officer shall be responsible for providing support to the membership and ensuring that, in all its activities, the Group does not unfairly discriminate against or exclude any members.
- e) No one may be appointed a member of the Committee if they have been disqualified from becoming a member of the Committee under the provisions of Clause 8, 'Disciplinary Action'.

#### 5) Meetings:

- a) Conduct of Meetings:

- i) Chairing:
  - (1) The President shall act as the Chair of the meeting, The President may choose to delegate the role of Chair to any full member for a given meeting, if the President or a delegated Chair are not present then the Vice President shall act as the Chair;
  - (2) If no such person is present within 15 minutes of the time appointed, the full members present must elect a full member to chair the meeting.
- ii) Associate Members may only speak at General Meetings with the permission of the Chair.
- iii) The Secretary shall compile an agenda before all meetings. All members shall be able to suggest points for inclusion on the agenda except in the case of Emergency General Meetings, where no additional business will be considered. The agenda will be addressed before any other business, after which the Chair may open the floor for discussion.
- iv) Minutes:
  - (1) Minutes must be taken of all proceedings at a General Meeting, including the decisions made and where appropriate the reasons for the decisions;
  - (2) Minutes of a General Meeting shall be made available to all Members within seven days;
  - (3) Any Full Member may propose a resolution to be discussed and voted upon at a general meeting.
- b) Voting Procedure:
  - i) Every Full Member present at a General Meeting, with the exception of the Chair, shall be entitled to one vote upon every voting matter. In the case of an equality of votes, the Chair shall have a casting vote.
  - ii) Decisions may only be made by at least a simple majority of votes at a General Meeting.
  - iii) All voting shall be by a show of hands or secret ballot, at the discretion of the Chair.
  - iv) There shall be no absentee voting.
  - v) Votes may only be held in Committee meetings under the following conditions:
    - (1) At least 3 Officers are in attendance at the meeting;
    - (2) The President or Vice-President is in attendance at the meeting.
- c) Committee Meetings
  - i) These meetings shall be regularly held to ensure the smooth running of the Group.
  - ii) The Secretary must call a Meeting of the Committee if requested to do so by a member of the Committee.
  - iii) At least three committee members must be present.
- d) Annual General Meetings (AGM)
  - i) The AGM shall be held in the Spring Term and shall count as a General Meeting for the Spring Term.
  - ii) Not more than 15 months may elapse between successive AGMs.
  - iii) Notice of the AGM shall be issued at least 14 clear days in advance with an agenda and advertised to Union members.
  - iv) An important matter at the AGM will be the election of the next Officers, as outlined in the Elections section of this constitution.

- v) Each member of the Committee may be invited by the Chairperson to make a short speech concerning their activities during the previous year. This speech is compulsory for the Treasurer, who must also present the year's accounts for examination if requested.
- vi) Minutes of the AGM shall be published online before the start of the Summer Term.
- e) Emergency General Meetings (EGM)
  - i) An EGM can be called by the President or Secretary, or by written application to the President by at least 5 members, together with a statement of the objects for which the meeting is being called.
  - ii) At the EGM no business other than that specified in the written statement shall be discussed.
  - iii) At least 24 hours' notice of an EGM shall be given. The meeting must be held within 7 term days (where term days are days outside University holidays as per the University Calendar) of the request being given to the President.
  - iv) In exceptional circumstances, where required, an EGM may be held outside term-time. This will be decided by the President or Vice-President.
  - v) The Clubs and Societies Officer shall be informed of the meeting and the reason for it being called before it is held.
  - vi) If the Committee do not hold an EGM within 7 term days of their receipt of the Members' written request, the Members may proceed to hold an EGM.

## 6) Election of Officers:

- i) Nominations may be invited by the chair in an AGM.
- ii) The Full Members of the Group in General Meeting shall appoint the officers and ordinary members of the Committee by election:
  - (1) Elections for the Committee shall be held at an Annual General Meeting. Byelections for vacant offices shall be held at an Extraordinary General Meeting;
  - (2) A First-Past-The-Post system shall be used for all elections;
  - (3) In all elections Re-Open Nominations, 'RON', shall be a candidate. An election yielding a result of RON shall be re-run as a by-election.
- iii) The count for elections shall be conducted publicly by the Chair of the General Meeting, who must do so accurately. Should the Members in General Meeting be dissatisfied with the accuracy of the count, they may resolve as a Point of Order to have the election re-counted or, if they remain dissatisfied, re-run as a by-election.
- iv) A member of the Committee shall assume office with effect from the conclusion of the General Meeting of their appointment.
- v) A member of the Committee shall retire with effect from the conclusion of the AGM next after their appointment, but shall be eligible for re-election at that AGM.
- vi) The Committee must update their committee information on the Student Groups Hub provided by the Students' Union at [www.susu.org](http://www.susu.org) (or failing that inform the Students' Union's Student Groups Officer) within seven days.

- vii) A retiring member of the Committee must transfer all relevant information and documentation to their newly-elected counterpart, or to the President, within fourteen days.

## 7) Finances:

- a) The Committee are jointly liable for the proper management of the Group's finances.
- b) The income and property of the Group must be applied solely towards the promotion of the objects.
- c) The members of the Committee are entitled to be reimbursed from the property of the Group or may pay out of such property only for reasonable expenses properly incurred by them when acting on behalf of the Group.
- d) Single purchases exceeding £100 must be voted on by the Committee.
- e) The accounts of the Group, as maintained by the Treasurer, must be made available to the Students' Union upon request.

## 8) Disciplinary Action:

- a) Disciplinary action may be taken against any Member of the Group as a consequence of conduct:
  - i) detrimental to the reputation of the Group or the Students' Union;
  - ii) opposed to the objectives of the Group (see clause 2) or the Students' Union;
  - iii) in contravention of any provision of this Constitution.
- b) Disciplinary action that may be taken against any Member may be, but is not limited to:
  - i) issue of a formal written warning;
  - ii) partial or total ban from Group activities;
  - iii) disqualification from becoming a member of the Committee;
  - iv) removal of a member of the Committee from office;
  - v) temporary or permanent revocation of Membership;
  - vi) referral of the complaint to the Students' Union's Disciplinary Committee.
- c) It is the right of the subject of the complaint to choose to have the disciplinary matter heard by either the Members in General Meeting, or a Meeting of the Committee. Either shall have the power to take disciplinary action, including but not limited to those measures set out in this Clause.
- d) Any disciplinary hearing must be conducted in an impartial, balanced, and fair manner, considering all representations on the matter.
- e) All disciplinary action must be subject to prior discussion with the Students' Union's Vice President Activities.
- f) Members subject to disciplinary action have the right of appeal to the Students' Union's Student Groups Committee.
- g) A full report of all disciplinary action taken by the Group in the previous year must be presented at the AGM.

## 9) Conflicts of Interests and Conflicts of Loyalties:

- a) A member of the Committee must:
  - i) declare the nature and extent of any interest, direct or indirect, which they have in any decisions of a Meeting of the Committee or in any transaction or arrangement entered into by the Group which has not been previously declared;
  - ii) absent themselves from any discussions of the Committee in which it is possible that a conflict will arise between their duty to act solely in the interests of the Group and any personal interest, including but not limited to any personal financial interest.
- b) Any member of the Committee absenting themselves from any discussions in accordance with this Clause must not vote or be counted as part of the quorum in any decision of the Committee on the matter.

## 10) Irregularities and Saving Provisions:

- a) Subject to sub-clause (b) of this Clause, all acts done by a Meeting of the Committee shall be valid notwithstanding the participation in any vote of a member of the Committee:
  - i) who was disqualified from holding office;
  - ii) who had previously retired or who had been obliged by this Constitution to vacate office;
  - iii) who was not entitled to vote on the matter, whether by reason of a conflict of interests or otherwise.
- b) Sub-clause (a) of this Clause does not permit a member of the Committee to keep any benefit that may be conferred upon them by a resolution of the Committee if the resolution would otherwise have been void, or if the Committee has not complied with Clause 9, 'Conflicts of Interests and Conflicts of Loyalties'.
- c) The Members in General Meeting may only invalidate, as a Point of Order, a resolution or act of:
  - i) the Committee;
  - ii) the Members in General Meeting;if it may be demonstrated that a procedural defect in the same has materially prejudiced a Member of the Group.

## 11) Affiliations:

- a) The Group may only become an affiliate of an external organisation if:
  - i) the aims of that organisation are in line with those of the Group;
  - ii) the Members derive a direct benefit from the affiliation;
  - iii) no Policy of the Students' Union is breached by the affiliation;
  - iv) a resolution to affiliate is passed by the Members in General Meeting.
- b) The Group's affiliation to an external organisation shall immediately lapse:
  - i) at the conclusion of each Annual General Meeting after affiliation, unless the Members in General Meeting resolve to re-affiliate at each AGM in accordance with sub-clause (a) of this Clause;

- ii) if a resolution to disaffiliate is passed by the Members in General Meeting.
- c) All external affiliations and disaffiliations must be reported to the Students' Union's Student Groups Committee within seven days.
- d) For the avoidance of doubt, the Students' Union is not an external organisation for the purposes of this Clause.

## 12) Amendments to the Constitution:

- a) The Group may amend any provision contained in this Constitution provided that:
  - i) amendments do not:
    - (1) alter the objects in such a way that undermines or works against the previous objects of the Group;
    - (2) retrospectively invalidate any prior act of the Members in General Meeting or a Meeting of the Committee.
  - ii) a resolution to amend a provision of this Constitution is passed by at least a two thirds majority of the Full Members present at a General Meeting;
  - iii) a copy of the resolution amending this Constitution is sent to the Students' Union within seven days of it being passed;
  - iv) the resolution is ratified by the Students' Union's Student Groups Committee;
  - v) The interpretation of this Constitution shall be with the Committee, except that during a General Meeting or a Meeting of the Committee the Chair shall have this responsibility. The Members in General Meeting may resolve to revise any interpretation made by the Committee or a Chair as a Point of Order;
  - vi) The provisions of this Constitution shall be subordinate to those of the Articles, Rules, By-Laws and Policies of the Students' Union;
  - vii) The Committee and the Students' Union shall retain a copy of this Constitution, which the Committee must make available to Members upon request.

## 13) Dissolution:

- a) If the Members resolve to dissolve the Group, the Committee will remain in office and be responsible for winding up the affairs of the Group in accordance with this Clause.
- b) A resolution to dissolve the Group must be passed by at least a two-thirds majority of the Full Members present at a General Meeting.
- c) The Committee must collect in all the assets of the Group and must pay or make provision for all the liabilities of the Group.
- d) The Committee must apply any remaining property or money:
  - i) directly for the objects;
  - ii) by transfer to any Group or Societies for purposes the same as or similar to the Group;
  - iii) in such other manner as the Students' Union's Student Groups Committee may approve in writing in advance.

- e) Members may pass a resolution before or at the same time as the resolution to dissolve the Group specifying the manner in which the Committee are to apply the remaining property or assets of the Group. The Committee must comply with such a resolution if it is consistent with the provisions of this Clause.
- f) In no circumstances shall the net assets of the Group be paid to or distributed among the Members of the Group.
- g) Committee must ensure the register and all other data held by the Group are securely destroyed upon the dissolution of the Group.
- h) The Committee must notify the Students' Union within seven days that the Group has been dissolved. If the Committee are obliged to send the Group's accounts to the Students' Union for the accounting period which ended before its dissolution, they must send the Students' Union the Group's final accounts.

#### 14) Interpretation:

In this Constitution:

- a) 'The University' means 'the University of Southampton'.
  - i) 'University term' and 'academic year' have the definitions set out in the University Calendar and Almanac.
- b) 'Financial benefit' means a benefit, direct or indirect, which is either money or has a monetary value.
- c) 'The Students' Union' means 'The University of Southampton Students' Union', trading as 'Union Southampton'.
  - i) 'Articles', or 'Articles of the Students' Union' mean the Students' Union's Articles of Association. 'Rules' and 'Policies' have the definitions set out in the Articles.
  - ii) 'By-Laws' has the definition set out in the Rules.

#### 15) Constitution Revision History:

- a) 14/04/2021
  - i) Creation of updated constitution

#### 16) Declaration:

A General Meeting of the Group approved this constitution on:

Date: 2021-04-14

Name: Benjamin Beasley

Role: President (term 20/21)

Signed: 

SUSU approved this constitution on:

Date:

Name:



Role:  
Signed: