

# Trinity College B.A. Society Constitution

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## Contents

1	Introduction.....	1
2	Membership.....	3
3	Exclusion from membership .....	4
4	Committee .....	5
5	Committee Meetings .....	6
6	Eligibility and tenure of Committee Members .....	7
7	Duties and responsibilities of Committee Members.....	8
8	Election and co-option of Committee Members.....	10
9	Removal of Committee Members.....	11
10	Annual General Meeting.....	12
11	Open Meetings .....	12
12	Standing Orders .....	13
13	Referenda.....	14
14	Financial dealings of the Society .....	15
15	Affiliation .....	15
16	Complaints.....	16
17	Constitution.....	17

## 1 Introduction

### *Name*

1.1 The name of the Society is the ‘Trinity College B.A. Society’.

### *Objects*

1.2 The Objects of the Society are to advance the education of Members by:

- (a) promoting their interests and welfare and representing their opinions as members of the College and of the University; and
- (b) promoting social and academic intercourse between them and between them and the wider College community; and
- (c) managing the B.A. Rooms and associated facilities.

*Powers*

- 1.3 Subject to this Constitution, the Society has all powers that may be exercised by or on behalf of an unincorporated association by law and are necessary or convenient for carrying out the Objects.
- 1.4 The Society must operate in a fair and democratic manner and be accountable for its finances.

*Senior Treasurer*

- 1.5 The Committee must invite the College Council to nominate a Fellow of the College to be the Senior Treasurer.

*Notice*

- 1.6 Unless otherwise provided, where this Constitution requires that notice of any matter be given, notice must be given in writing, which may be by email.
- 1.7 Failure to give notice in accordance with section 1.6 does not affect the validity of anything done, or purportedly done, in accordance with this Constitution, if best efforts were made, in good faith, to give effective notice.

*Interpretation*

- 1.8 Subject to this Constitution, the Executive may, by consensus, determine all questions concerning the interpretation of this Constitution and of the Standing Orders.
- 1.9 Where the Executive cannot reach consensus on the interpretation of this Constitution or of the Standing Orders, the Senior Treasurer may determine the question.

*Definitions*

- 1.10 In this Constitution and in the Standing Orders, unless the contrary intention appears:

***Annual Election*** means the election held in accordance with section 8.2(a).

***Annual General Meeting*** means the Open Meeting held in accordance with section 10.

***casual vacancy*** has the meaning set out in section 8.8.

***College Council*** means the Council of the College.

***College*** means Trinity College, Cambridge, Registered Charity Number 1137604.

**Committee** means the Committee established in section 4.

**Committee Meeting** means a Meeting of the Committee, held in accordance with section 5.

**Committee Member** means a member of the Committee, as set out in section 4.2.

**Executive** means the President, the Junior Treasurer, the Secretary and the Liaison Officer.

**Full Term** means Full Michaelmas Term, Full Lent Term or Full Easter Term, reckoned according to the Statutes and Ordinances of the University of Cambridge.

**Member** means an Ordinary Member or an Associate Member, in accordance with section 2.

**Objects** means the Objects set out in section 1.2.

**Open Meeting** means a meeting to which all Members of the Society are invited, held in accordance with section 11.

**referendum** means a referendum held in accordance with section 13.

**Senior Treasurer** means the person nominated in accordance with section 1.5.

**Society** means the Trinity College B.A. Society, the unincorporated association governed by this Constitution.

**Standing Orders** means the motions passed in an Open Meeting in accordance with section 12.1.

## 2 Membership

2.1 A person may be either:

*See Ord. I.1*

- (a) an Ordinary Member, if the person is a junior member of the College registered as a graduate student of the University; or
- (b) an Associate Member, if the person is an undergraduate junior member of the College who:
  - (i) has kept at least nine terms of residence; or
  - (ii) is admitted as a mature student.

2.2 A person ceases to be a Member when the person:

- (a) ceases to qualify as an Ordinary Member or Associate Member in accordance with section 2.1; or
- (b) exercises, at any time, the right not to be a Member, by giving notice to the Secretary indicating that the person does not wish to be a Member; or *Education Act 1994, s 22(2)(c)*
- (c) is excluded from membership in accordance with section 3.

*Right not to be a Member*

2.3 A person who has exercised the right provided in section 2.2(b) may at any time become a Member by giving notice to the Secretary revoking the person's previous indication.

2.4 A person who has exercised the right provided in section 2.2(b) may use all the facilities of the Society that are provided by the College, including the B.A. Rooms. *Education Act 1994, s 22(2)(c)*

*Rights and privileges of membership*

2.5 Associate Members have the right to:

- (a) book a ticket for each B.A. Formal; and
- (b) participate in events organised by the Society; and
- (c) vote in elections and referenda.

*Education Act 1994, s 22(2)(d)*

2.6 Ordinary Members have, in addition to the rights of Associate Members, the right:

- (a) to nominate candidates for election to the Committee; and
- (b) the right to stand for election to the Committee.

*Subscription*

2.7 The Society must not charge a subscription or membership fee to any of its Members.

### **3 Exclusion from membership**

3.1 If the Committee resolves that the conduct of a Member has been seriously detrimental to the interests of the Society or incompatible with the Objects:

- (a) the Committee must convene an Open Meeting for the purpose of considering a motion to exclude the person from membership; and

- (b) the Secretary must give notice to the Member of:
  - (i) the motion and the basis for the motion; and
  - (ii) the date, time and venue of the Open Meeting.
- (c) The Open Meeting:
  - (i) must afford the person a reasonable opportunity to be heard; and
  - (ii) must consider any representation made in writing to the Open Meeting; and
  - (iii) may, by majority, pass a motion to exclude the person from membership.
- (d) If the Open Meeting passes a motion to exclude the person from membership, the Secretary must give notice to the person of that motion.

#### **4 Committee**

- 4.1 Subject to this Constitution and to the Standing Orders, and in accordance with motions passed at Open Meetings, the Committee is to manage the affairs of the Society, and has all the functions and powers necessary or convenient for that purpose.
- 4.2 The Committee comprises:
  - (a) the President; and
  - (b) the Junior Treasurer; and
  - (c) the Secretary; and
  - (d) the Liaison Officer; and
  - (e) the Welfare Officer; and
  - (f) the Catering Officer; and
  - (g) the Sports Officer; and
  - (h) up to three Entertainments Officers; and
  - (i) the Computing Officer; and
  - (j) the Women's Officer; and
  - (k) the LGBTQ+ Officer; and
  - (l) up to two First-Year Representatives.
- 4.3 Subject to this Constitution, the Committee is properly constituted, notwithstanding that a casual vacancy arises in respect of one or more positions on the Committee.

*Delegation*

- 4.4 The Committee may delegate to a Committee Member, or to one or more subcommittees, the exercise of such functions and powers as are specified in the delegation, other than the power of delegation.
- 4.5 A subcommittee must consist of more Members than people who are not Members and includes, ex officio, the President or a Committee Member nominated by the President.
- 4.6 A delegation is subject to such directions, conditions and limitations as the Committee may set out in the delegation.
- 4.7 The Committee may:
- (a) continue to exercise any function or power delegated; and
  - (b) at any time vary or revoke any delegation.

**5 Committee Meetings**

- 5.1 The Committee must meet at least once in each Full Term and once during the Long Vacation.
- 5.2 A Committee meeting may be convened:
- (a) by the President; or
  - (b) by any four or more Committee Members, at least one of whom must be a member of the Executive.
- 5.3 The Secretary must give 48 hours' notice to all Committee Members of the date, time, venue and agenda of a Committee Meeting.

*Quorum and procedure*

- 5.4 At a Committee Meeting:
- (a) five Committee Members physically present in person, at least two of whom must be members of the Executive, constitute a quorum; and
  - (b) the senior member of the Executive present, in the order listed in section 4.2, must preside; and
  - (c) subject to section 5.5, each Committee Member physically present in person is entitled to vote; and
  - (d) a resolution is made by consensus or, if a vote is required, by a simple majority of votes cast by Committee Members entitled to vote, with a casting vote made, if necessary, by the person chairing the meeting; and

- (e) votes must be cast on a show of hands unless a Committee Member requests a secret ballot; and
- (f) subject to this Constitution, the meeting must be conducted as the person chairing the meeting directs.

#### *Pecuniary Interest*

- 5.5 A Committee Member who has a direct or indirect pecuniary interest, other than an interest that only exists by virtue of the fact that the Committee Member is a member of a class of people for whose benefit the Society is established, in a transaction made by, or in the contemplation of the Committee, must:
- (a) as soon as the Committee Member becomes aware of that interest, disclose the nature and extent of the interest to the Committee; and
  - (b) not take part in the deliberations or decision of the Committee with respect to that transaction.
- 5.6 The person taking the minutes of the Committee Meeting must record every disclosure made under section 5.5 in the minutes.

#### *Minutes of Committee Meetings*

- 5.7 The Secretary or, if the Secretary is absent or is chairing the meeting, another Committee Member appointed by the person chairing the meeting must take full and accurate minutes of a Committee Meeting.
- 5.8 The Committee Member who took the minutes must circulate them to all Committee Members promptly.
- 5.9 The Computing Officer must make the minutes available to Members on the Society's website.

## **6 Eligibility and tenure of Committee Members**

#### *Eligibility for election and co-option*

- 6.1 Only Ordinary Members are eligible for election or co-option as Committee Members.
- 6.2 Only Ordinary Members who have, at the time of their election or appointment, been Ordinary Members for a period of less than 11 months, are eligible for election or co-option as First-Year Representatives.

### *Tenure*

#### 6.3 A Committee Member holds office:

- (a) in the case of a Committee Member elected at the Annual Election, from one week after that Annual Election; and
- (b) in all other cases, from the time of the Committee Member's election or co-option.

#### 6.4 A Committee Member holds office until:

- (a) one week after the next Annual Election; or
- (b) the Committee Member resigns by giving notice to the Secretary or, in the case of the Secretary, to the President; or
- (c) a casual vacancy arises in respect of the Committee Member's position in accordance with section 6.5(b)(ii); or
- (d) the Committee Member ceases to be an Ordinary Member; or
- (e) the Committee Member is removed in accordance with section 9.

#### 6.5 No person may hold more than one of the positions set out in section 4.2 concurrently; accordingly:

- (a) if, at the Annual Election, a person is elected to more than one position:
  - (i) the person is taken to have been elected to the senior position, in the order listed in section 4.2; and
  - (ii) votes cast for that person in respect of any other position are to be transferred as if that candidate had been eliminated; and
- (b) if, subsequent to the Annual Election, a Committee Member is elected or co-opted to another position:
  - (i) the person holds the position to which the person was elected or co-opted; and
  - (ii) a casual vacancy arises in respect of the person's former position.

## **7 Duties and responsibilities of Committee Members**

7.1 In addition to the other duties and responsibilities imposed by this Constitution and by the Standing Orders, Committee Members must be actively involved in, and assist at, the Society's activities, Committee Meetings and Open Meetings.

7.2 Committee Members must exercise their powers and discharge their duties and responsibilities in good faith, in the promotion of the Objects and with due care, skill and diligence.



- 7.3 Subject to this Constitution, the Standing Orders may make provision for the duties and responsibilities of Committee Members.

*Duties and Responsibilities of the Executive*

- 7.4 In addition to the other duties and responsibilities imposed by this Constitution and by the Standing Orders, the President must manage the day-to-day affairs of the Society and must, in particular:
- (a) in person or by nominee, represent the Society at meetings of any representative or decision-making body of the College that the President is entitled to attend; and
  - (b) liaise with the Trinity College Student Union.
- 7.5 In addition to the other duties and responsibilities imposed by this Constitution and by the Standing Orders, the Junior Treasurer must:
- (a) in consultation with the outgoing Junior Treasurer, prepare an application to the College Council for the annual grant to the Society; and
  - (b) in consultation with the responsible Committee Members, manage the payment or reimbursement of authorised expenditure; and
  - (c) produce a budget for the Society's activities as specified in 14.2.
- 7.6 In addition to the other duties and responsibilities imposed by this Constitution and by the Standing Orders, the Secretary must:
- (a) maintain the minutes of Committee Meetings and Opening Meetings and the other non-financial records of the Society; and
  - (b) in consultation with the responsible Committee Members, produce the term card and other publications of the Society.
- 7.7 In addition to the other duties and responsibilities imposed by this Constitution and by the Standing Orders, the Liaison Officer must:
- (a) in person or by nominee, represent the Society at meetings of any representative or decision-making body of external organisations to which the Society is affiliated at which the Society is entitled to be represented; and
  - (b) in person or by nominee, represent the Society at meetings of the Liaison Committee of the College.

## 8 Election and co-option of Committee Members

### *General*

- 8.1 The Senior Treasurer may take such reasonable steps as are necessary or convenient for the College Council to be satisfied that an election is fairly and properly conducted in accordance with this Constitution and the Standing Orders. *Education Act 1994, s 22(2)(e)*
- 8.2 Except in the case of casual vacancies:
- (a) the positions of Committee Members other than the First-Year Representatives must be filled at an Annual Election, to be held on a date in Full Easter Term appointed by the Committee; and
  - (b) the positions of the First-Year Representatives must be filled at an election, to be held on a date in Full Michaelmas Term appointed by the Committee.
- 8.3 The Standing Orders may make provision for the procedures associated with elections and co-options.

### *Elections*

- 8.4 Subject to this Constitution and to the Standing Orders, an election must be conducted in the manner directed by the Returning Officer.
- 8.5 The Returning Officer must be:
- (a) the President, unless the President will be a candidate or is otherwise unable to serve as Returning Officer; and
  - (b) in all other cases, a person appointed by the Committee, who need not be a Member but must not be a candidate.
- 8.6 The Returning Officer must give to all Members:
- (a) 120 hours' notice of an election; and
  - (b) 72 hours' notice of hustings for an election.
- 8.7 At an election:
- (a) hustings must be held no earlier than 48 hours and no later than 24 hours before the election; and
  - (b) a secret ballot must be held, using a single transferable vote system; *Education Act 1994, s 22(2)(d)*  
and
  - (c) the ballot must be conducted over a single day, with voting open for a period of at least 12 hours; and

- (d) the ballot must include, within the single transferable vote system, the option to re-open nominations; and
- (e) where the result is tied:
  - (i) between candidates, the candidates must draw lots to determine the winner; and
  - (ii) between a candidate and the option to re-open nominations, the position is not filled and a casual vacancy arises.

### *Casual vacancies and co-options*

8.8 A casual vacancy arises in respect of the position of a Committee Member:

- (a) when the Committee Member elected or co-opted to the position ceases to hold office earlier than the next Annual Election; and
- (b) in the case of a position other than the position of the First-Year Representatives, when the position was not filled at the preceding Annual Election.

8.9 Where a casual vacancy arises:

- (a) in respect of the position of a member of the Executive, the position must be filled at an election to be held on a date appointed by the Committee; and
- (b) in respect the positions of other Committee Members, the Committee may fill the position by resolving to co-opt an eligible Member.

*Education Act  
1994, s 22(2)(d)*

## **9 Removal of Committee Members**

9.1 If the Committee resolves that a Committee Member has seriously and consistently failed to discharge the Committee Member's duties or that the Committee Member's conduct has been seriously detrimental to the interests of the Society:

- (a) the Committee must convene a Committee Meeting for the purpose of considering a resolution to remove the Committee Member from the Committee; and
- (b) the Secretary or, in the case of the Secretary, the President, must give notice to the Committee Member of:
  - (i) the resolution and the basis for the resolution; and
  - (ii) the date, time and venue of the Committee Meeting.
- (c) At the Committee Meeting, the Committee:
  - (i) must afford the Committee Member a reasonable opportunity to be heard; and

- (ii) must consider any representation made in writing to the Committee; and
- (iii) may, by a resolution passed by a two-thirds majority of the Committee Members entitled to vote, excluding the Committee Member concerned, remove the Committee Member from the Committee.
- (d) If the Committee resolves to remove the Committee Member from the Committee, the person chairing the meeting must give notice to the (former) Committee Member of that resolution.

## 10 Annual General Meeting

- 10.1 The Committee must convene an Annual General Meeting, to be held no more than 28 days and no fewer than 14 days before the Annual Election.
- 10.2 The Annual General Meeting is an Open Meeting at which, before all other business:
- (a) the President, on behalf of the Committee, must submit a report of the Society's activities over the preceding year; and
  - (b) the Junior Treasurer, on behalf of the Committee, must submit the report referred to in section 14.2(d) and propose a motion to approve the Society's continued affiliation to any external organisations listed in that report.

*Education Act  
1994, s 22(2)(l)(i)*

## 11 Open Meetings

- 11.1 The Society may, by motion passed at an Open Meeting, transact all business and exercise all powers that may be transacted or exercised by or on behalf of an unincorporated association in general meeting.
- 11.2 An Open Meeting may not be held outside of Full Term without the prior approval of the Senior Treasurer upon the request of the President or, if there is no President, of another member of the Executive.
- 11.3 An Open Meeting may be convened:
- (a) by resolution made by the Committee; or
  - (b) if the Committee is unable to act, by the Senior Treasurer; or
  - (c) by a petition addressed to the Secretary signed by at least 15 Members.
- 11.4 The Secretary must give 168 hours' notice to all Members of the date, time and venue of an Open Meeting.

*Motions for discussion*

- 11.5 Any Member may submit a motion for discussion at an Open Meeting by giving 48 hours' notice to the Secretary of that motion.
- 11.6 A motion must have a proposer and a seconder, at least one of whom must be an Ordinary Member.

*Quorum and procedure*

- 11.7 At an Open Meeting:
- (a) 20 Members physical present in person, at least three of whom must be Committee Members and at least one of whom must be a member of the Executive, constitute a quorum; and
  - (b) the senior member of the Executive present, in the order listed in section 4.2, must preside; and
  - (c) each Member physically present in person is entitled to vote; and
  - (d) a motion is passed by a simple majority of votes cast by Members entitled to vote, with a casting vote made, if necessary, by the person chairing the meeting; and
  - (e) votes must be cast on a show of hands unless a Member requests a secret ballot; and
  - (f) subject to this Constitution and to the Standing Orders, the meeting must be conducted as the person chairing the meeting directs.
- 11.8 The Standing Orders may make provision for the procedures associated with Open Meetings.

*Minutes of Open Meetings*

- 11.9 The Secretary or, if the Secretary is absent or is chairing the meeting, another Member appointed by the person chairing the meeting must take full and accurate minutes of an Open Meeting.
- 11.10 The person who took the minutes must circulate them to the Members who were present at the meeting promptly.
- 11.11 The Computing Officer must make the minutes available to Members on the Society's website.

**12 Standing Orders**

- 12.1 The Society may, by motion passed in an Open Meeting, adopt Standing Orders in relation to those matters with respect to which this Constitution indicates that the Standing Orders may make provision.

- 12.2 The Committee must review the Standing Orders at least annually.
- 12.3 Unless the contrary intention appears, amendments to the Standing Orders take effect as soon as the relevant motion is passed.
- 12.4 The Secretary must give notice to all Members of all amendments to the Standing Orders.
- 12.5 The Computing Officer must make a copy of the Standing Orders available to Members on the Society's website.

### **13 Referenda**

- 13.1 Subject to this Constitution and to the Standing Orders, a referendum must be conducted in the manner directed by the Returning Officer.
- 13.2 The Returning Officer must be:
- (a) the President, unless the President is unable to serve as Returning Officer; and
  - (b) in all other cases, a person appointed by the Committee, who need not be a Member.
- 13.3 The Returning Officer must give 24 hours' notice to all Members of the motion, date, time and venue of, and procedure for, a referendum.
- 13.4 A referendum may be called:
- (a) by a resolution made by the Committee; or
  - (b) by a motion passed by an Open Meeting; or
  - (c) by a requisition made in accordance with section 15.3.

#### *Quorum and procedure*

- 13.5 At a referendum:
- (a) 40 Ordinary Members constitute a quorum; and
  - (b) each Member is entitled to vote; and
  - (c) a motion is passed by a simple majority of votes cast by Members eligible to vote; and
  - (d) a secret ballot must be held; and
  - (e) the ballot must be conducted over a single day, with voting open for period of at least four hours.
- 13.6 The Standing Orders may make provision for the procedures associated with referenda.

## 14 Financial dealings of the Society

### 14.1 The property and income of the Society:

- (a) must be applied solely towards the promotion of the Objects, and no part of that property or income may be paid or otherwise distributed, directly or indirectly, except in good faith in the promotion of those Objects; and
- (b) must not be paid or otherwise distributed, directly or indirectly, to any charitable organisation or for charitable purposes, unless the Society specifically raised that property or income for charitable purposes.

### 14.2 The Junior Treasurer, in consultation with the responsible Committee Members, must:

- (a) produce a budget for the Society's activities for the year following the Annual General Meeting, to be approved by the Committee and by the College Council; and *Education Act 1994, s 22(2)(g)*
- (b) ensure that all expenses incurred by Committee Members on the Society's accounts are authorised; and
- (c) maintain records that correctly record and explain the financial transactions and financial position of the Society and that enable true and fair accounts of the Society to be prepared and audited from time to time; and
- (d) prepare a report recording the financial activities and position of the Society for the year immediately preceding the Annual General Meeting, including a list of the external organisations to which the Society has made donations and details of those donations, and make that report available to the College Council and to any person entitled to be a Member who requests to inspect it. *Education Act 1994, ss 22(2)(g)-(h), (j)*  
*CM 17.99*

### 14.3 Only the President or the Junior Treasurer may sign cheques or otherwise authorise payment of funds of the Society.

## 15 Affiliation

### 15.1 The Society must not, without prior approval by motion passed at an Open Meeting, determine:

- (a) to affiliate to an external organisation; or
- (b) to disaffiliate from an external organisation.

*Education Act 1994, ss 22(2)(j)-(l)*

15.2 If the Society determines to affiliate to an external organisation, the Secretary must give notice to the College Council and to any person entitled to be a Member setting out:

- (a) the motion passed at the Open Meeting; and
- (b) the name of the external organisation; and
- (c) details of the subscription or similar fee paid or proposed to be paid, and of any donation made or proposed to be made, to the external organisation.

15.3 If a requisition, signed by at least five percent of the number of Members, is made to the President to the effect that the question of the Society's continued affiliation to a particular external organisation be decided upon by secret ballot, the Committee must resolve to call a referendum for the purpose of considering a motion to decide that question.

*Education Act  
1994,  
s 22(2)(l)(ii)*

## 16 Complaints

16.1 Any person may complain to the President, or if the President is the subject of the complaint, to the Secretary, because the person:

*Education Act  
1994, s 22(2)(m)-  
(n)*

- (a) is dissatisfied with the governance or operation of the Society; or
- (b) is dissatisfied, in any way, in the person's dealing with the Society; or
- (c) claims to be unfairly disadvantaged by the person's exercise of the right not to be a Member.

16.2 Any complaint under section 16.1 must be dealt with promptly and fairly and, where a complaint is upheld, the Society must provide an effective remedy.

16.3 If a complaint under section 16.1 cannot be resolved informally to the satisfaction of the person making the complaint, the President, or if the President is the subject of the complaint, the Secretary, must refer the complaint to the Senior Treasurer, who may determine the complaint and require the Society to provide an effective remedy.

16.4 If the person making the complaint or the Committee is dissatisfied with the determination:

- (a) the Senior Treasurer must request that the College Council appoint an independent person to investigate and report on the complaint; and
- (b) the person appointed in accordance with paragraph 16.1 may determine the complaint and require the Society to provide an effective remedy.



**17 Constitution**

- 17.1 The Committee must review this Constitution at least every five years and submit a copy of its report to the College Council for review. *Education Act 1994, s 22(2)(b)*
- 17.2 This Constitution may only be amended by a motion: *Education Act 1994, s 22(2)(b)*
- (a) passed at a referendum; and
  - (b) approved by the College Council.
- 17.3 The Secretary must give notice to all Members of all amendments to this Constitution.
- 17.4 The Computing Officer must make a copy of this Constitution available to Members on the Society's website.