

CONSTITUTION

Council of Australian Law
Deans

CONSTITUTION

Adopted as at 20 March 2020

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Council of Australian Law Deans CONSTITUTION

1. Name

The name of the Association will be “The Council of Australian Law Deans”.

2. Membership

- 2.1 The members of the Council are the Deans or Heads (or other title) of each Australian law school.
- 2.2 A ‘law school’ for this purpose is any university unit principally responsible for offering a degree in law, completion of which is recognised by at least one Australian admitting authority as satisfying most or all of that authority’s academic requirements for admission to legal practice.

3. Objects

The objects of the Council will be:

- (a) Consultation on matters of mutual concern to members of the institutions which they represent and, where appropriate, the adoption of common policies;
- (b) The furtherance of legal education and legal research in Australia;
- (c) The promotion of active cooperation of the institutions represented on the Council with one another, and with university, professional and other learned bodies in Australia and elsewhere; and
- (d) Representation of law schools and their needs to Federal and State governments, higher education bodies, the legal profession and the wider community.

4. Subscriptions

An annual subscription fee will be due and payable in January of each year. The amount of the subscription fee is to be fixed by the Council from time to time.

5. Income and Property

The income and property of the Council, however derived, will be employed solely towards the promotion of the Council's objects and no part of that income and property will be paid or transferred by way of profit to members of the Council.

However, nothing in this Constitution is to be taken as preventing the following:

- (a) The payment in good faith of reasonable remuneration to any officer or employee or member of the Council, in return for any services actually rendered by the Council;
- (b) The payment of interest on any loans by members of the Council or their institutions to the Council at a rate not exceeding the reference rate quoted by the National Australia Bank; or
- (c) The payment of a market rent or less for premises demised or let by any member to the Council.

6. General Meetings

- 6.1 It is the expectation of the Council that wherever possible members will attend meetings in person.
- 6.2 There will be two meetings of the Council per calendar year. A third meeting may be held if agreed by the members.
- 6.3 The Chair will preside at meetings. In the absence of the Chair the Deputy Chair will preside.
- 6.4 A member may nominate a person to attend a general meeting in their place when the member is not able to attend.
- 6.5 A nominee may participate in discussion at a meeting, but cannot vote.
- 6.6 A quorum shall consist of at least fifty per centum (50%) of members or their nominees present in person.
- 6.7 The Chair may, with the concurrence of members, invite one or more observers to attend a general meeting. An observer does not have speaking rights unless invited to do so by the Chair, and cannot vote.

7. Officers

- 7.1 The officers of the Council will be the Chair, the Deputy Chair, and the Treasurer, and the portfolio Directors, elected to those positions by the members of the Council.
- 7.2 Each officer will hold office for two-year terms, unless he or she ceases to be a member of the Council or resigns from the position.

- 7.3 If a casual vacancy arises in the positions of Chair or Treasurer, the Deputy Chair will fill the vacant position until the next meeting of the Council. If a casual vacancy arises in the position of Deputy Chair, the Treasurer will fill that position until the next meeting of the Council.
- 7.4 If a casual vacancy arises in a portfolio Director's position, the Executive may nominate a member to fill that vacancy until the next meeting of the Council.

7A. CALD Portfolios

7A.1 The following shall be the portfolios of Council:

- (i) Legal Education;
- (ii) Legal Research;
- (iii) Standards, Accreditation and the Legal Profession;
- (iv) International Matters; and
- (v) Such other areas that are approved by Council and are consistent with the objects of Council.

7A.2 Each portfolio will be the responsibility of a Director, appointed by Council. The Directors will report to the Executive at Executive Meetings, and to the Council at Council meetings, and be subject to the decisions of the Council.

7A.3 Working parties may be established from time to time by Council or the Executive Committee to support the work of a portfolio Director.

8. Executive Committee

- 8.1 There will be an executive committee of the Council which will consist of the officers of the Council. The affairs of the Council shall be managed by the executive committee. Subject to decisions made by a meeting of the Council, the executive committee may take any action on behalf of the Council which, in the opinion of the executive committee, will further the objects of the Council.
- 8.2 The Executive will be guided in its work by informal Working Rules. For the avoidance of doubt, the Working Rules do not form part of this Constitution and may be applied or not applied, and amended, without formal Council approval. The Executive will keep the Council informed about the Working Rules and their use.
- 8.3 Without limiting clause 8.1, the executive committee shall have the authority to:
- (i) commit expenditure of up to \$10,000, without the prior approval of the Council, for activities consistent with the objects of the Council.

- (ii) commit expenditure of up to \$25,000 per project, subject to the Council's prior approval, for projects consistent with the objects of the Council and as approved by the Council.
- (iii) enter into contracts for short term projects of three months or less.
- (iv) Pay reasonable remuneration to any Officer, member of Council, or supplier of services to the Council in return for services delivered to the Council.

- 8.4 At least two executive committee meetings shall be held each calendar year. Meetings of the executive committee are to be minuted, and made available to all members of Council via the Council's website or included in Council meeting papers when the minutes are necessary for proper consideration of matters before the Council.
- 8.5 The executive committee may reach decisions by communicating through electronic means such as telephone, or electronic mail.
- 8.6 The executive committee may co-opt the Chair-Elect and the Immediate Past Chair, so long as the Immediate Past Chair remains a member of the Council.

9. Bank Accounts and Financial Matters

- 9.1 The executive sub-committee is authorised to open and operate bank accounts on behalf of the Council. The annual subscriptions will be paid into one account and will be disbursed as agreed by the Council. The account will at all times be maintained in credit.
- 9.2 An annual budget will be presented at the final meeting of Council for the calendar year.
- 9.3 The financial statements may be audited at the request of the Council every two years.

10. Representation of Council's Views

- 10.1 The Chair will act as spokesperson for the Council and sign any letters or statements on its behalf.
- 10.2 The Chair may speak on behalf of the Council on a matter which has not been the subject of a formal resolution, but only if the Chair has canvassed opinions within the Council and has reason to believe that the views to be advanced are those of a substantial majority of members.
- 10.3 In all instances views or policies will be presented as those of the Council as a whole rather than the institutions represented on the Council. Individual members will at all times remain free to express different views on behalf of themselves or their institutions.

11. Dissolution

In the event of the Council being dissolved, the amount which remains after such dissolution and the satisfaction of all debts and liabilities shall be paid and applied by the Council in accordance with its powers to any organisation which has similar objects and which has rules prohibiting the distribution of its assets and income to its members.

12. Amendments

This Constitution may be amended by a resolution approved by an absolute majority of members at a meeting of the Council.

13. Commencement

This Constitution, as amended, came into force on 20 March 2020, and replaces the Constitution that came into force on 1 January 1998.