



Constitution

The Saint Student Newspaper Limited

Section 1: Purpose and Objectives

Article 1

- 1) The name of the company is The Saint Student Newspaper Limited.
- 2) The names of The Saint Student Newspaper Ltd publications are *The Saint* and *The Saint Online*.

Article 2

- 1) The purpose of The Saint Student Newspaper Ltd is to facilitate the production and distribution of an independent student newspaper, of 10 issues per academic year, and the maintenance of a website that features aspects of the publication and additional content.
- 2) The company will fulfil the above purpose by actively seeking submissions from students, by organising regular meetings, by selling advertising to finance *The Saint* and *The Saint Online* and by taking other actions that are lawful, which would help fulfil its purpose.

Section 2: Membership and Obligations

Article 3

- 1) Membership of The Saint Student Newspaper Ltd shall be open to any matriculated student of the University of St Andrews who is interested in helping the company to achieve its purpose and is willing to abide by company policy.

Article 4

- 1) The Board of Directors (Committee) of The Saint Student Newspaper Ltd shall be organised in the following way:
 - a. Executive Directors: the Editor and Business Manager;
 - b. Non-Executive Directors: the Deputy Editor, Web Editor, Production Manager, Section Editors (including Photography Chief), Business Team members and Section Sub-Editors.
- 2) Applicants for all positions will be interviewed by the Executive Directors, some by proxy, and then either appointed by the Executive Directors, or ratified or elected by the Committee (see Section 4).
- 3) Two members may share a post on the Committee subject to the discretion of the Executive Directors.

Article 5

- 1) By actively serving as a member of The Saint Student Newspaper Ltd, as a contributor or elected member, individuals have agreed to the principles and procedures outlined in this constitution.
- 2) Committee members must fulfil the responsibilities given to them:
 - a) Leading or attending the relevant section or Business Team meetings;
 - b) Actively participating in the production of their section (e.g. planning, commissioning, uploading, writing, copy-editing, photography – for print and online) or field (e.g. gathering adverts, completing contracts and processing invoices);
 - c) Attending the Review Meeting after each print issue.

Section 3: Meetings

Article 6

- 1) A Review Meeting will be held after each print issue for the following purposes:
 - a) A page-by-page review of the most recent issue;
 - b) Discussion of any relevant matter raised by a Committee member at that time;
 - c) Discussion of any other subject related to The Saint Student Newspaper Ltd.
- 2) Committee members are required to attend Review Meetings.

Article 7

- 1) An Annual General Meeting (AGM) shall be held once per year, at the end of first semester and in concordance with the company's financial reporting.
- 2) The AGM shall be announced to all contributors to The Saint Student Newspaper Ltd (elected staff, plus writers, photographers, illustrators, website staff and Business Team members).
- 3) The purpose of this meeting is:
 - a) The company will account for its actions over the semester and consider the future development of the company according to the company's stated objectives (see Article 2);
 - b) The Editor will give a report of the company's activities over the semester and the Business Manager will give a report of the last financial year's accounts;
 - c) Existing or new Committee members will be ratified or elected (see Section 4).
- 4) At least 60% of the Committee must be in attendance.
- 5) All Committee members may vote at the AGM; writers and other contributors may attend but may not vote.
- 6) The AGM shall be minuted by the Deputy Editor and made available to any interested party.

Article 8

- 1) An Extraordinary General Meeting (EGM) shall be held once per year, at the end of second semester.
- 2) The EGM shall be announced to all contributors to The Saint Student Newspaper Ltd (elected staff, plus writers, photographers, illustrators, website staff and Business Team members).
- 3) The purpose of this meeting is:
 - a) The company will account for its actions over the semester and consider the future development of the company according to the company's stated objectives (see Article 2);
 - b) The Editor will give a report of the company's activities over the semester and the Business Manager will give a report of the semester's accounts and the company's financial health;
 - c) Existing or new Committee members will be ratified or elected (see Section 4).
- 4) At least 60% of the Committee must be in attendance.
- 5) All Committee members may vote at the EGM; writers and other contributors may attend but may not vote.
- 6) The EGM shall be minuted by the Deputy Editor and made available to any interested party.

Section 4: Elections

Article 9

- 1) At each AGM and EGM, all positions on the Committee, except Business Team members and Section Sub-Editors, are open for election and ratification.
- 2) At least 60% of the Committee must be in attendance; each Committee member (including Business Team members and Section Sub-Editors) holds one vote.
- 3) Votes shall be cast by a secret ballot and shall be counted by the existing Editor and Deputy Editor. If the existing Editor or Deputy Editor is standing for a position, a suitable substitute who is not standing for a position shall count the votes.
- 4) A majority by first-past-the-post shall decide the outcome of the election. A recommended voting system is included in appendix A.
- 5) In the case of a tied vote on election or ratification (not on dismissal – see Section 5), the Editor has a second vote.

Article 10

- 1) Committee positions shall be obtained as follows:
 - a) Candidates shall attend an interview with the Editor and Business Manager, or Deputy Editor and/or relevant Section Editor by proxy; candidates deemed unsuitable shall then be informed that their application was unsuccessful;

- b) The successful interview candidates shall present themselves to the Committee at the AGM or EGM (or Review Meeting – see Article 14);
 - c) The Committee will vote (see Article 9) to determine which candidate fills each position.
- 2) An exception to the above procedure is to be made for the positions of Business Manager and Production Manager (if departing); because of the specialised training involved in the handover, the following procedure shall apply:
- a) The Business Manager and Production Manager shall interview and appoint one candidate for their respective positions, with the discretion of the Editor;
 - b) The successful candidate for the respective positions must then be ratified by Committee vote;
 - c) Once ratified, the successful candidates will be trained by the existing Business and Production Managers.
- 3) A second exception to the procedure outlined in 1) is to be made for Business Team members and Section Sub-Editors; the following shall apply:
- a) For Business Team positions, the Business Manager, aided by the Editor and/or Deputy Editor, shall interview and appoint one candidate to each of the two Deputy Business Manager positions and one Accounts Manager Position. The Business Manager, aided by the Editor and/or Deputy Editor, shall then interview and appoint as many further Business Team members as is agreed necessary for the successful operation of the Business Team.
 - b) For Section Sub-Editors, the relevant Section Editor, aided by the Editor and/or Deputy Editor, shall interview and appoint as many Sub-Editors as is agreed necessary for the successful operation of the section.
 - c) All of the candidates for the above positions will be informed of the outcome of the interviews, and successful applicants henceforth integrated into the Committee.

Article 11

- 1) Committee members elected at an AGM or EGM shall serve a term of approximately one semester, unless he/she stands down or is dismissed (see Section 5) during that semester.
- 2) Committee positions shall be subject to ratification by vote (see Article 9) after their one semester term, should the existing position holder(s) express their desire to remain in place for another semester.
- 3) Should an existing Committee member be challenged for their position at the AGM or EGM, they must present themselves alongside their challenger(s) and the outcome shall be decided by Committee vote.

Section 5: Dismissal

Article 12

- 1) The Deputy Business Managers, Accounts Manager and Section Sub Editors will be dismissed by the Executive Directors if they show repeated disregard for the obligations of membership (see Articles 2 and 5) and according to the company's disciplinary policy.
- 2) Other Committee members (the Editor, Business Manager, Deputy Editor, Web Editor, Production Manager and Section Editors (including Photography Chief)) may be dismissed with a two-thirds majority of the Committee members present at the meeting called for the purpose of the decision, for which 14 days notice must be given to all Committee members by the Editor or Business Manager.

Article 13

- 1) Should the Editor or Business Manager be dismissed, the Deputy Editor or one of the Deputy Business Managers shall assume the position; their continuation in the position is to be ratified by Committee vote.
- 2) If the Deputy Editor or Deputy Business Manager(s) does not wish to fill the position on a long-term basis, responsibility for seeking, interviewing (if necessary) and ratifying (by vote) another candidate falls to them.

Article 14

- 1) Impromptu elections shall be conducted at any Review Meeting to fill a Committee position if the previous position holder stands down or is dismissed during the semester.
- 2) The candidate(s) nominated by the Editor and/or Business Manager (after interview if necessary) are subject to ratification by Committee vote.
- 3) At least 60% of the Committee must be in attendance.

Section 6: Finance

Article 15

- 1) The Saint Student Newspaper Limited is an incorporated company and its company number is SC349452.
- 2) Any money obtained by the company shall be used only for the company's stated purpose (see Articles 2 and 5).
- 3) The Editor and Business Manager shall be the signatories on the company's bank account, and they must ensure that they are no longer signatories of the account after departing from their positions.
- 4) Shares in the company shall be distributed evenly between the Editor and Business Manager.

Section 7: Constitution

Article 16

- 1) Proposals for amendments to this constitution, or its dissolution, must be delivered to the Editor and Business Manager in writing.
- 2) The Editor and Business Manager shall then arrange with the Committee a date for a meeting to discuss the proposals, giving at least seven days notice.
- 3) Any changes to this constitution must be agreed (by vote) by at least two thirds of Committee members (of whom at least 60% must be present).

Adoption of the Constitution

This constitution was adopted by the members present at the Review Meeting held on 25 October 2012.

This constitution was amended by the members present at the following meetings:

- EGM held on 12 April 2013
- EGM held on 14 November 2013

Appendix A

A recommended voting system, as used at the EGM on 14 November 2013:

1. For each position on the ballot paper, rank candidates in order of preference (1 is the highest)
2. The positions are counted in order of decreasing seniority i.e. editor, then deputy, then section editors
3. Once a winner is picked for a position, that person's name is removed from any lower (less senior) positions. When the name is removed, anyone who had voted for that candidate as first preference has their second preference used instead.