

# **CONSTITUTION of the Biomedical Engineering Society of WA**

## **1. NAME**

- 1.1 The formal name of the club shall be the Biomedical Engineering Society of WA.
- 1.2 The club may also choose to go by BES.

## **2. OBJECTIVES**

- 2.1 To encourage and facilitate:
  - (a) The rise of biomedical engineers in WA and promote the future of the biomedical engineering profession;
  - (b) A link between the UWA student body and the biotechnology industry;
  - (c) Opportunities for students to develop valuable skills, network and participate in a wide range of career development opportunities;
  - (d) To become and remain affiliated to Societies Council;
  - (e) To encourage and promote cooperation between the Club and other affiliated societies representative of University interests;
  - (f) To do all such things as would appear necessary and proper for the benefit or advancement of members of the Club.
- 2.2 The property and income of the society shall be applied solely towards the promotion of the objectives of the club and no part of that property or income may be paid or otherwise distributed, directly or indirectly, to members, except in good faith and in the promotion of those objectives.

## **3. ORDINARY MEMBERSHIP**

- 3.1 Ordinary membership shall be confined to:
  - (a) Members of the Guild
  - (b) Associates of the Guild
  - (c) Honorary Life Associates of the Guild
  - (d) Members of the University Senate
  - (e) Members of the University Staff
  - (f) Students enrolled at the University of Western Australia.
- 3.2 Any potential member that meets the requirements in 3.1 has the right to join the club.

## **4. ASSOCIATE MEMBERSHIP**

- 4.1 Associate membership shall be confined to:
  - (a) All persons who do not meet the requirements of an ordinary membership.

## **5. SUBSCRIPTIONS**

- 5.1 The lifetime subscription for membership shall be an absolute minimum of \$5.

## **6. PRIMACY OF ORDINARY MEMBERS**

- 6.1 Members other than Ordinary Members (i.e. Associate Members) shall not:
  - (a) Be voting members of the Club.
  - (b) Nominate candidates for the offices and Committee of the Club.
  - (c) Become or remain office bearers of the Club.
  - (d) But shall otherwise have all the rights and privileges of ordinary membership.

## **7. MEETING OF THE CLUB**

7.1 The Club shall hold its Annual General Meeting in September - October of each academic year. There shall be one Ordinary General Meeting(s) of the club in each academic semester.

7.2 The Committee may at any time call a Special Meeting of the Club.

7.3 The Secretary shall forthwith call a Special Meeting upon receiving a written requisition from at least ten financial ordinary members of the Club, and such a meeting shall be held no later than fourteen days immediately following receipt of such a requisition.

7.4 If the Secretary fails to call the meeting within that time, any of the signatories of the requisition may do so. Any business set out in the requisition shall have priority over all the other business.

## **8. PROVISIONS GOVERNING GENERAL MEETINGS**

8.1 The Secretary shall cause written notice of any General Meeting to be posted on the Guild notice boards, or in Guild mailing services, at least seven days before the date appointed for that meeting.

8.2 No General Meeting may be held while a Guild General Meeting is in progress. This shall not apply where written notice of the meeting was given before written notice of the Guild General Meeting. Any such meeting being conducted in contravention thereof shall disband immediately on the order of disciplinary officer of the Guild.

8.3 The quorum of General Meeting shall consist of a number of Financial Ordinary Memberships for the time being determined by the President and club executives.

8.4 All General Meeting of the Club shall be conducted in accordance with the procedure prescribed in the Standing Rules and Orders of the Guild Council.

8.5 The Annual General Meeting of the club must be supervised by at least one Returning Officer who shall:

- (a) Not be contesting the election.
- (b) Be elected by the committee before nominations are declared open.
- (c) Be confirmed by the members at the General Meeting before conducting the election.

## **9. PATRON**

9.1 The Club may, at the Annual General Meeting, elect a patron who shall, if they indicate their willingness to do so, hold office until the succeeding Annual General Meeting; nominations shall close at that meeting.

## **10. NOMINATIONS**

10.1 At least seven days before the Annual General Meeting, the Secretary shall call for nominations for the Executive Office Bearers and Committee of the Club. Nominations shall close at the commencement of that meeting or earlier if stated in the notice.

10.2 Included in the same notice shall be details of the Annual General Meeting

## **11. EXECUTIVE OFFICE BEARERS**

11.1 The Executive Office Bearers of the Club shall be elected by the Ordinary Members of the Club at the Annual General Meeting and shall consist of, in order of seniority (\* equal in seniority):

- (a) The President
- (b) The Development Vice President\*
- (c) The Engagement Vice President\*
- (d) The Industry Vice President\*
- (e) The Marketing Vice President\*
- (f) The Secretary
- (g) The Treasurer

11.2 These members will be representatives of the appropriate Guild Sub-council/s and Guild Meetings.

11.3 Only financial Ordinary Members of the Club who are also members of the Guild shall be eligible for election as Executive Office Bearers.

11.4 Election shall be conducted by optional preferential ballot for each office in the order shown above.

11.5 A Candidate defeated for one office may stand for any office lower on the list.

11.6 The powers and duties of Executive Office Bearers are defined in Articles 21-24.

11.7 No Executive Office Bearer can hold more than one position simultaneously.

11.8 The Committee in meeting may dismiss an Elected Office-Bearer where, in the opinion of three quarters of the members of the Committee present and voting, that Elected Office-Bearer has:

- (a) Consistently failed adequately to discharge the duties of that position; or
- (b) Been absent from three consecutive Committee Meetings without providing a reasonable explanation; and
- (c) Been given at least seven days' notice of that Committee Meeting; and
- (d) Been accorded the opportunity to be present and to speak at that Committee Meeting.

## **12. THE COMMITTEE**

12.1 The Committee of the Club shall only consist of:

- (a) The Executive Office Bearers;
- (b) The four Sub-Councils consisting of;
  - Development Sub-Council
  - Engagement Sub-Council
  - Industry Sub-Council
  - Marketing Sub-Council
- (c) The Ordinary Committee who shall consist of Ordinary Committee Members and be elected by the Executive Office Bearers of the Club.
- (d) The Immediate Past President.
  - Only the person who held the Elected Office Bearer position of President immediately preceding the commencement of the current President's term shall be appointed Immediate Past President.

### **13. DURATION OF OFFICE**

13.1 The Executive Office Bearers and the Ordinary Committee members shall remain in office until the next Annual General Meeting.

### **14. VACANCIES**

14.1 If an Office Bearer resigns or ceases to hold office for any reason the remaining members of the Committee shall forthwith fill the vacancy so created by appointing thereto a member of the Committee from the Ordinary Membership, subject to review at the next General Meeting (annual or otherwise).

### **15. COMMITTEE MEETINGS**

15.1 The Committee shall meet at such times and places as the President shall determine.

15.2 The Secretary shall cause all members of the Committee to receive seven days' notice before the date fixed for the meeting together with an agenda of the business to be discussed.

15.3 The Secretary shall forthwith call a Special Meeting of the Committee upon receiving a written requisition from at least two members thereof, and such a Special Meeting shall be held not later than ten business days immediately following receipt of requisition.

15.4 If the Secretary fails to call the meeting within that time, any one of the members signing the requisition may do so. Any business set out in the requisition shall have priority over all other business.

### **16. QUORUM AND PROCEDURE OF COMMITTEE**

16.1 The quorum of the Committee shall be a number determined by the Executive Office Bearers of whom at least two shall be Office Bearers.

16.2 All meetings of the Committee shall be conducted in accordance with the procedure prescribed in the Standing Rules and Orders of the Guild Council.

### **17. POWER OF COMMITTEE**

Subject to this Constitution, the Committee shall be responsible to the Club in General Meeting for giving effect to the Objectives of the Club as set out in Article 2 and elsewhere in this Constitution and for carrying on its everyday business. And including without limitations, the Committee has the power to:

17.1 Acquire and dispose of property; dispose of monies; open banking accounts; and enter into contracts. However, unless acting under a special enabling resolution of General Meeting, the Committee shall not borrow or raise money or incur debts or liabilities on behalf of or in the name of the Club to a greater amount than five dollars for each and every then existing financial Ordinary Member of the Club.

17.2 Make regulations for the orderly and proper management of the affairs of the Club, ensuring that no regulation is inconsistent or repugnant with this Constitution.

17.3 Make, alter or repeal By-Laws and impose fines for the breach, therefore. All By-Laws and any alterations or amendment therefore shall be subject to ratification by Societies Council and Guild Council before coming into force. The maximum fine imposed may not exceed five dollars.

## **18. CHAIR**

18.1 The President shall have the right to take the Chair at any meeting of the Club or of the Committee.

18.2 If the President is absent or does not wish to exercise their right at any meeting, that meeting shall elect its own chair from any of the executive office-bearers.

## **19. PRESIDENT**

19.1 In addition to any provisions set out elsewhere in this Constitution or in any By-Laws or Regulations made hereunder, it shall be the duty of the President to:

- (a) Coordinate and supervise the work of the Executive Office Bearers, subject to the authority of the Club in General Meeting.
- (b) See that all Office-Bearers are conversant with the Constitution and their respective Duties and Responsibilities
- (c) Generally, carry out the policy of the Club.
- (d) Report on the status of the club to the ordinary members at all general meetings.

## **20. VICE PRESIDENTS**

20.1 In addition to any provisions set out elsewhere in the Constitution or in any By-Laws or Regulations made hereunder, it shall be the duty of the Vice Presidents to assist the President wherever possible.

20.2 It is the duty of the Vice Presidents to lead their respective Sub-Council, specifically;

- (a) It is the duty of the Development Vice President to lead the Development Sub-Council and organise or assist in events pertaining to the development of students.
- (b) It is the duty of the Engagement Vice President to lead the Engagement Sub-Council and organise or assist in events pertaining to the engagement of students.
- (c) It is the duty of the Industry Vice President to lead the Industry Sub-Council and organise or assist in events pertaining to the engagement of biomedical industry members.
- (d) It is the duty of the Marketing Vice President to lead the Marketing Sub-Council and promote and market all Biomedical Engineering Society events and advertisements.

20.3 In the event the President is unable to fulfill their duties indefinitely, the executive office bearers may select an Elected Vice President of the current Vice Presidents to become Interim President. Their previous role will then be filled by a member of their associated sub-council.

## **21. SECRETARY**

21.1 In addition to any provisions set out elsewhere in the Constitution or in any By-Laws or Regulations made hereunder, it shall be the duty of the Secretary:

- (a) To record all proceedings of the Club and the Committee in the Club Minutes which they shall cause to be provided for that purpose:
- (b) To conduct and keep copies of all correspondence of the Club:
  - (1) To supply the Secretary of the Societies Council before the end of the first academic semester the information required to be recorded in the Guild register of the University societies.
  - (2) To notify the Secretary of the Societies Council within fourteen days of the alterations in the foregoing information.

- (3) To lodge with the Secretary of the Societies Council a copy of the Constitution and any By- Laws made under its authority.
- (c) To notify the Secretary of the Societies Council within fourteen days from the making therefore of any alterations to this Constitution of such By-Laws.
- (d) To notify the Secretary of the Societies Council of any apologies at least four days before meetings of the council in each calendar year.
- (e) In the event of the Club being de-registered, to present to the Societies Council Secretary within thirty days a duly audited statement of the financial position of the Club together with a copy of the resolution, which may have been passed by the Club as to the disposition of its funds.

## **22. TREASURER**

22.1 In addition to any provisions set out elsewhere in the Constitution or in any By-Laws or Regulations made hereunder, it shall be the duty of the Treasurer:

- (a) Keep proper books of account dealing with the property and finances of the Club and to furnish the Committee with such accounts and information relating to the finances and property of the Club as the Committee from time to time require.
- (b) Arrange and be responsible for handling of the petty cash and to render an account to each Committee member of all petty cash.
- (c) Prepare a financial statement showing all receipts and payments during their term of office, for presentation with auditors' report to the Annual General Meeting.
- (d) Produce and deliver all necessary books, vouchers and other documents to the persons appointed by the Guild Finance Committee for the purpose of conducting an audit, in so far as such persons may so required.
- (e) Prepare necessary forms, and receipts for Societies Council in accordance with Societies Council grant policies.

## **23. DEPOSITS AND WITHDRAWAL OF MONIES**

23.1 All monies due and payable to the Club shall be received by the Treasurer who shall lodge them without undue delay with Guild Finance for the credit of the Club.

23.2 Any two members of the Executive may jointly sign cheques and forms of authority for the payment of funds of the Society.

23.3 Notwithstanding anything contained herein, no persons shall deposit or withdraw any monies into any account that Guild Council has closed by resolution.

## **24. PAYMENTS**

24.1 No payments shall be made on behalf or in the name of the Club unless it has been authorised by the Executive Office Bearers, in accordance with Article 2.2

## **25. MAJOR OBLIGATIONS TO GUILD**

25.1 The Club shall comply with the Regulation of the Guild, the Rules of the Societies Council, and all other provisions enrolled upon the Guild Statutes book.

25.2 All Office Bearers and committee members shall be jointly and severally responsible for such compliance and shall be deemed liable in the event of noncompliance therewith.

## **26. EXPULSION OF MEMBERS**

26.1 The Committee may, by unanimous vote, request any member or associate member to resign from the Club, and in the event shall cause written notification of such request to be served upon the member concerned.

26.2 Should such a request prove ineffectual after fourteen days of written notification, the Committee may serve written notice of intended expulsion of the member concerned and should they not have resigned seven days after, the Committee may by unanimous vote expel them from the Club; but such expulsion shall be subject to review at the next General Meeting with the member present and to be heard.

26.3 A person who has been expelled or has resigned their membership may not reapply for membership for the period of one year.

## **27. AVAILABILITY OF CONSTITUTION**

27.1 The Committee shall make this Constitution available on request to all Ordinary Members.

## **28. INTERPRETATION**

28.1 Subject to any provisions enrolled upon the Guild Statutes book and to any resolution passed by Guild Council, or the Societies Council, the President shall have the power to interpret the meaning of any of the provisions contained in the Constitution, but the determining decision in case of doubt shall rest with the Club in General Meeting.

## **29. AMENDMENT OF THIS CONSTITUTION**

29.1 Any two financial Ordinary Members of the Club may not less than three days before the day appointed for the next General Meeting submit to the Secretary a notice of motion signed by them proposing an alteration to this Constitution. This shall be posted on notice boards forthwith.

29.2 The motion may then be considered by the Club at its next meeting and amendments that are relevant to the subject matter thereof may be moved without notice.

29.3 The motion of any amendment thereto shall not be deemed adopted unless it receives a two-thirds majority of the members present and voting.

29.4 The motion as adopted with any amendments shall come into force upon receiving the approval of the Societies Council.

## **30. DISSOLUTION OF THE CLUB**

31. If upon the dissolution of the club, any property of the club remains after satisfaction of the debts and liabilities of the club that property shall be distributed to another association or club affiliated to the Societies Council which has similar objectives to those of the club, and which association shall be determined by resolution of the members.