

The Electrical and Electronic Engineering Society of Adelaide University (EEESAU)

July 31, 2008

1.0 Name

- 1.1 The name of the club shall be: The Electrical and Electronic Engineering Society of Adelaide University.

2.0 Definitions

Hereafter:

- 2.1 "Club" shall mean The Electrical and Electronic Engineering Society of Adelaide University;
- 2.2 "IEEE" shall mean the Institute of Electrical and Electronics Engineers, Inc.;
- 2.3 "EEE" shall mean Electrical and Electronic Engineering;
- 2.4 "CA" shall mean the Adelaide University Clubs' Association Incorporated;
- 2.5 "Union" shall mean the Adelaide University Union Incorporated;
- 2.6 "Constitution" shall mean the Constitution of the Club;
- 2.7 "AGM" shall mean the Annual General Meeting of the Club;
- 2.8 "SAC" shall mean the IEEE Student Activities Committee;
- 2.9 "Academic Day" shall mean a day which the University of Adelaide conducts lectures in a majority of faculties;
- 2.10 "CA Student Membership" shall mean a CA Student Member as defined by the CA Constitution, or if such a provision does not exist in the CA Constitution, a student of the University of Adelaide who is a member of the Union;
- 2.11 "CA Membership" shall mean CA Membership for an individual as defined by the CA Constitution or, if such a provision does not exist in the CA Constitution, an individual who may join a CA affiliated club;
- 2.12 "Member" shall mean an individual fulfilling the stipulation of Section 5.0 of the Constitution;

- 2.13 “Office” shall mean an elected position in the Club as provided for in Section 6.1 of the Constitution;
- 2.14 “Officer” shall mean a member who has been elected to an “Office”;
- 2.15 “Executive” shall mean the Executive of the Club;
- 2.16 “President” shall mean the President of the Club;
- 2.17 “Secretary” shall mean the Secretary of the Club; and
- 2.18 “Treasurer” shall mean the Treasurer of the Club.

3.0 Objectives of the Club

3.1 The primary objectives of the Club are:

- to liaise between the IEEE, the South Australian Chapter of the IEEE, the University of Adelaide School of EEE students, and members of the University community;
- to promote professional values among Members and other students;
- to network in university and industry groups;
- to advance career prospects of members;
- to disseminate knowledge concerning the theory and practice of all aspects of electrical, electronic, radio and allied branches of engineering or the related arts and sciences;
- to encourage better formal and informal relationships between members; and
- to conduct such activities as the Club determines desirable, providing such activities are not contrary to the Constitution, or the CA Constitution or Regulations, or the IEEE Constitution or Bylaws.

4.0 Affiliation

- 4.1 The Club shall be affiliated with:
- a. the CA;
 - b. the IEEE.

5.0 Membership

- 5.1 Membership of the Club shall be open to individuals who both qualify for CA Membership and are Student Members of the IEEE, providing the majority of the Members of the club qualify for CA Student Membership.
- 5.2 A person eligible for membership, upon paying due fees and submitting any and all due forms, shall become a member.
- 5.3 Associate Membership of the Club shall be open to individuals who qualify for CA Membership but are not Student Members of the IEEE. Upon paying any Associate Membership fee and submitting any and all due membership forms, an individual shall become an Associate Member.

5.4 Faculty and staff of the University of Adelaide who are members of the IEEE shall be honorary members of the club. Honorary members are not required to pay any membership fee and are not eligible to stand for Office.

6.0 The Executive

6.1 The Executive shall consist of the elected Members of the Club, which are:

- a. the President;
- b. the Vice-President;
- c. the Secretary;
- d. the Treasurer;
- e. the CA delegate

6.2 The Office of President shall be only open to Members who have previously served on the Executive or on the General Committee, as mentioned in Section 7.0. In the event that no such Member is nominated, the nominees for President must receive the endorsement of the IEEE Student Branch Counsellor, the Head of School of EEE and the CA President.

6.3 The Executive shall also have as ex-officio, non-voting, members:

- a. the immediate past President;
- b. the members of the CA Executive who are members of the Club; and
- c. the IEEE Student Branch Counsellor

6.4 The Executive shall act on behalf of the Club between General Meetings of the Club providing such actions are not contrary to the Constitution or a resolution of a General Meeting.

6.5 The President shall act on behalf of the Club between Executive meetings providing such actions are reported to the Executive, which may confirm, reverse or vary the validity of such actions.

6.6 The Vice-President shall perform all functions of the President in the President's absence or at the President's request.

6.7 The Secretary shall:

- a. carry on all communications necessary to the activities of the Club;
- b. provide to IEEE Headquarters a copy of the minutes of each Executive meeting and General Meeting within a month following the meeting;
- c. provide to the IEEE Student Services, Region SAC Chairperson, Region Student Representative, and Section SAC Coordinator
 - i. an Annual Plan by 1st April;
 - ii. an Annual Report by 1st November, including a financial report prepared by the Treasurer; and
 - iii. a Newly Elected Student Officer Reporting Form.

- 6.8 The Treasurer shall:
- a. receive all Club monies and pay all Club debts as ratified by the Executive;
 - b. keep an exact account of all receipts and expenditures; and
 - c. submit a financial statement to all General Meetings.
- 6.9 The CA Delegate shall:
- a. represent the Club in matters concerning the CA;
 - b. shall attend each meeting of the CA Council and CA Executive as required;
 - c. provide to the CA by 31st March each year a:
 - i. completed CA Contact List;
 - ii. list of officers of the Club which shall include the name, telephone number, contact address and Union status of each officer; and
 - iii. list of members of the Club which shall include the name, union status and contact department for student members, staff status for Staff Members or CA Honorary Membership number for Honorary members.
- 6.10 Decisions of the Executive shall be by substantive motion and shall be minuted.
- 6.11 The minutes of the Executive meeting shall include the names of the persons that attended that meeting.
- 6.12 The Executive shall meet at least once a month during the Academic term.
- 6.13 The President, or in their absence the Vice-President, shall call meetings of the Executive and notify Officers at least seven days prior to the meeting.
- 6.14 Upon receiving a written petition of three voting Executive members, the President, or in their absence the Vice President, shall call a meeting of the Executive within fourteen days.
- 6.15 The quorum of the Executive Meeting shall be three voting members.
- 6.16 A member of the Executive shall cease to be a member of the Executive if:
- a. the President or the Vice-President receives a letter of resignation from that member;
 - b. the member is absent, without leave of absence being granted by resolution of the Executive, for three consecutive meetings of the Executive of which the member was notified; or
 - c. a resolution of a Special General Meeting called for the purpose, is supported by a two thirds majority of Club members present, expresses No-Confidence in that Executive member.

7.0 General Committee

- 7.1 The President shall appoint a General Committee to assist with the operations and governance of the Club, subject to ratification by the Executive and by the Club.
- 7.2 A member of the General Committee shall cease to be a member of the General Committee if:
 - a. the President or the Vice-President receives a letter of resignation from that member;
 - b. the member is absent, without leave of absence being granted by resolution of the Executive, for three consecutive meetings of the Committee of which the member was notified; or
 - c. a resolution of a Special General Meeting called for the purpose, is supported by a two thirds majority of Club members present, expresses No-Confidence in that General Committee member.

8.0 General Meetings

- 8.1 A General Meeting of the Club shall be the ultimate decision making body of the Club and shall have the power to direct the Executive and the officers of the Club.
- 8.2 The Club shall have at least two General Meetings, including the AGM, in each Academic Year.
- 8.3 The President, or in their absence the Vice-President, shall call a General Meeting:
 - a. on their own volition;
 - b. at the direction of the Executive; or
 - c. within fourteen days of receiving a petition calling for a General Meeting from:
 - i. three voting Executive members; or
 - ii. seven Club members.
- 8.4 General Meetings shall be conducted in accordance with the CA Standing Orders.
- 8.5 The quorum of a General Meeting shall be ten members.
- 8.6 The minutes of each General Meeting shall include a list of those persons that attended that meeting and a signed attendance list.
- 8.7 The Treasurer shall submit to each General Meeting a financial statement.
- 8.8 Members of the Club shall be informed of a General Meeting of the Club at least seven days before the meeting by having a notice of meeting, which includes the time, date and place of that meeting, sent to their current email address.
- 8.9 Minutes of each General Meeting, including an AGM or Special General Meeting, shall be provided to the CA and shall include copies of reports presented to that meeting.

9.0 The Annual General Meeting

- 9.1 The AGM shall be held before November in order to:
 - a. receive reports from the officers of the Club;
 - b. receive the Annual Financial Statement;
 - c. elect the officers of the Club as provided for in Section 6.1 of the Constitution;
 - d. transact other such business that may be conducted at a General Meeting; and
 - e. ratify the new General Committee.
- 9.2 The AGM shall be held on an Academic Day not less than ten Academic Days after a holiday of more than one week duration at a venue on a campus of the University of Adelaide or in the City of Adelaide.
- 9.3 Nominations for elected office shall be received until such time as the Returning Officer closes nominations for each position at that AGM.
- 9.4 Student Members of the Club shall be eligible to nominate.
- 9.5 The officers elected at an AGM shall take office immediately following that AGM unless the President, or in their absence the Vice-President, receives a petition from ten members requesting a Special General Meeting to contest the conduct of that election within fourteen days, and such a petition shall list the grounds for contesting the conduct of that election, upon which the President, or in their absence the Vice-President, shall call a Special General Meeting to be held within 15 Academic Days.
- 9.6 A Special General Meeting called pursuant to Section 9.5 of the Constitution that rules, with at least a two-thirds majority of members present, that the election of one or more of the offices at that AGM was invalid that shall nullify the election of those offices and then the President, or in their absence the Vice-President, shall call a further General Meeting to be held within fifteen academic days to conduct an election for those offices.
- 9.7 A Special General Meeting called pursuant to Section 9.5 of the Constitution that does not rule, with at least a two thirds majority of members present, that an election was invalid shall endorse the result of that election and those officers shall take office within seven days of that meeting.
- 9.8 If insufficient nominations are received at an AGM to fill all the offices of the Club, the Executive shall have the power to co-opt members of the Club to fill the offices that remain unfilled at the time of the AGM.
- 9.9 The quorum of an AGM shall be ten members.
- 9.10 Voting for an election shall be by secret ballot and the optional preferential method.
- 9.11 The Executive shall appoint a member, who shall not be a candidate, to act as the Returning Officer.

- 9.12 Notice for the AGM shall be given to the members of the Club and the CA by, at least fourteen days before the AGM. The Executive shall ensure that a notice detailing the time, date, and place of the meeting as well as the offices of the Club members may nominate for are:
- a. sent to the current email address of each Member;
 - b. given to the CA President.

10.0 Special General Meetings

- 10.1 A Special General Meeting shall be called if:
- a. it is desirable to dedicate a General Meeting to one purpose;
 - b. a motion of no-confidence in an officer of the Club is to be considered; or
 - c. the result of an election is to be challenged pursuant to Section 9.5 of the Constitution.
- 10.2 A motion of no-confidence that is supported by at least two thirds of members present at a Special Council Meeting shall terminate the office of that officer forthwith and the President, or in their absence the Vice-President, shall call another General Meeting to elect a another member to hold that office within fifteen Academic Days.

11.0 Termination of Membership

- 11.1 A member of the Club, upon a resolution of a Special General Meeting called for the purpose receiving the support of two thirds of the Club Members present, providing that member, the subject of the motion, has received notice of the motion, in writing, at least fourteen days before that meeting, shall be:
- a. reprimanded;
 - b. suspended from the Club for a period fixed by that meeting; or
 - c. expelled from the Club and have their membership terminated forthwith.
- 11.2 A member of the Club shall terminate their membership of the Club upon:
- a. the Executive accepting a letter of resignation from that member; or
 - b. the passing of a resolution pursuant to Section 10.1 of the Constitution.

12.0 Finances

- 12.1 The Treasurer shall be responsible for the keeping of the financial records of the Club which shall be maintained in a current and accurate form and shall present a report of the current state of Club finances to each Executive and General Meeting.

- 12.2 The Financial Records of the Club shall be available for inspection by an officer of the Executive of the Clubs Association within two working days upon receiving written notice from an officer of the Clubs Association detailing a resolution of the CA Executive making such a request.
- 12.3 The Club shall keep a bank account at Bank SA, the University of Adelaide, for the purpose of holding the funds of the Club.
- 12.4 The Signatories of the Club's bank account shall be the President, Vice President, Secretary and the Treasurer of which two of the four shall be the authority to draw on the account.
- 12.5 The Treasurer shall present a financial statement to the AGM, which shall detail each financial transaction made on behalf of the Club from the time of the previous AGM.
- 12.6 The Treasurer shall give a copy to the Clubs Association of the annual financial statement presented to the AGM.
- 12.7 A payment shall not be made on behalf of the Club without the Executive or a General Meeting passing a resolution expressly approving the payment and the reason for the payment.
- 12.8 The Executive shall report to each General Meeting the financial decisions made by the Executive from the time of the last General Meeting.
- 12.9 The income, property and funds of the Club shall be used solely for the promotion of the Objects of the Club and in accordance with the Constitution.

13.0 Trustees upon Winding Up

- 13.1 In the event of the Club is wound up or lapses, the assets remaining, after the paying of debts and liabilities, shall be equally divided. One half shall be transferred to the CA, and those assets shall be used by the CA in accordance with the CA Constitution. The other half shall be transferred to the IEEE.

14.0 Interpretation and Enactment

- 14.1 A question of interpretation of the Constitution shall be determined by a General Meeting.
- 14.2 This Constitution shall take effect and be deemed enacted as from the time of adoption at the inaugural General Meeting of the Club.
- 14.3 If any CA requirements are found to be in conflict with any IEEE requirements, then the IEEE requirements take precedence.

15.0 Constitutional Amendments

- 15.1 The Constitution shall be amended by resolution supported by at least two thirds of member present at a Special General Meeting or

AGM providing, at least fourteen days before the meeting, members of the Club, the CA and the Executive Committee of the IEEE have been given a copy of the proposed constitutional amendments.

16.0 **Membership Fee**

16.1 There shall be no Club Membership fee for Members of the IEEE.

16.2 There shall be a fee for Associate Membership.

16.3 The Associate Membership fee shall:

- a. provide membership until 31st December of the current year;
- b. be determined by the Executive and General Committee.