

Constitution of UQ Robotics

NAME

- 1 The Club/Society shall be called UQ Robotics.
- 2 The Club/Society shall be an associated body of the University of Queensland Union in the category of Faculty/Departmental.

AIMS AND OBJECTIVES

- 3 (a) The aims of the Club/Society are:
 - i. to bring members of the UQ community interested in robotics and automation and form a dedicated club
 - ii. to provide a relaxed club and environment where students who have no experience will be provided resources and the expertise of more experience, giving them the ability to build their own robots
 - iii. to provide a centralised group for enthusiasts who may wish to compete on behalf of UQ at a higher level (international) robotics competitions
- 3 (b) Non-Profit Clause: The assets and income of the Club/Society shall be applied solely in furtherance of its abovementioned objects and no portion shall be distributed directly or indirectly to the members of the Club/Society except as bona fide compensation for services rendered or expenses incurred on behalf of the Club/Society.

MEMBERSHIP

- 4 (a) Membership is open to:
 - i. any student of the University of Queensland
 - ii. any University of Queensland academic staff member
 - iii. any other members of the University or wider community interested in the Club/Society's activities
- 4 (b) The Club/Society shall have not less than thirty (30) financial members to remain a subsidised club.
- 4 (c) 70% of the Club/Society's membership must be students.

- 4 (d) The Club/Society shall not adopt aims or objectives, which would bring it under the jurisdiction of the University of Queensland Sports Association (UQ Sport).

MEMBERSHIP FEES

- 5 (a) The membership fees shall be such sum, as the members shall from time to time at any general meeting so determine, but shall not be less than two (2) dollars per member per annum.
- 5 (b) The membership fees shall be payable upon joining the Club/Society.

TERMINATION OF MEMBERSHIP

- 6 (a) A member may resign from the Club/Society at any time by giving notice in writing to the secretary.
- 6 (b) Such resignation shall take effect at the time such notice is received by the secretary unless a later date is specified in the notice when it shall take effect on that later date.
- 6 (c) If a member –
- i. fails to comply with any of the provisions of these rules
 - ii. has membership fees in arrears
 - iii. conducts himself or herself in a manner considered to be injurious or prejudicial to the character or interests of the Club/Society,
- the management committee shall consider whether the member's membership shall be terminated.
- 6 (d) The member concerned shall be given a full and fair opportunity of presenting the member's case and if the management committee resolves to terminate the membership it shall instruct the secretary to advise the member in writing accordingly.

REGISTER OF MEMBERS

- 7 (a) The management committee shall cause a register to be kept in which shall be entered the name and student number of all persons admitted to membership of the Club/Society and the dates of their admission.
- 7 (b) Particulars shall also be entered into the register of resignations, terminations and reinstatement of membership and any further particulars as the management committee or the members at any general meeting may require from time to time.
- 7 (c) The register shall be open for inspection at all reasonable times by any member who previously applies to the secretary for such inspection and a copy provided for the Clubs and Societies Administration Officer each semester.

MEMBERSHIP OF MANAGEMENT COMMITTEE

- 8 (a) The management committee of the Club/Society shall consist of a president, secretary, and treasurer, all of whom shall be members of the Club/Society, and such number of other members as the members of the Club/Society at any general meeting may from time to time elect. All the aforesaid office bearers must be members of the Union. Membership of the management committee shall not be restricted other than by being a member of the University of Queensland Union.
- 8 (b) At the annual general meeting of the Club/Society, all the members of the management committee for the time being shall retire from office, but shall be eligible upon nomination for re-election.
- 8 (c) The election of officers and other members of the management committee shall take place in the following manner –
 - i. any two (2) members of the Club/Society shall be at liberty to nominate any other member to serve as an officer or other member of the management committee.

- ii. the nomination, which shall be in writing and signed by the member and the member's proposer and seconder, shall be lodged with the secretary at least fourteen (14) days before the annual general meeting at which the election is to take place.
- iii. a list of the candidates' names in alphabetical order, with the proposers' and seconds' names, shall be posted in a conspicuous place in the office or usual place of meeting of the Club/Society for at least seven (7) days immediately preceding the annual general meeting.
- iv. balloting lists shall be prepared (if necessary) containing the names of the candidates in alphabetical order, and each member present at the annual general meeting shall be entitled to vote for any number of such candidates not exceeding the number of vacancies.
- v. at the commencement of such meeting, nominations may be taken from the floor.
- vi. any informality or irregularity in the elections must be brought to the attention of the Clubs and Societies Administration Officer within fourteen (14) days of the elections.
- vii. in the case of a secret ballot, the assembly will select a returning officer, who shall be responsible for ensuring the orderly running elections.

RESIGNATION OR REMOVAL FROM OFFICE OF MEMBER OF MANAGEMENT COMMITTEE

- 9 (a) Any member of the management committee may resign from membership of the management committee at any time by giving notice in writing to the secretary but such resignation shall take effect at the time such notice is received by the secretary unless a later date is specified in the notice when it shall take effect on that later date or such member may be removed from office at a general meeting of the Club/Society where that member shall be given the opportunity to fully present the member's case.

- 9 (b) The question of removal shall be determined by a vote of 60% majority of the members present at such a general meeting and must be endorsed by the Clubs and Societies committee.
- 9 (c) There is no right of appeal against a member's removal from office under this section.

VACANCIES ON MANAGEMENT COMMITTEE

- 10 (a) The management committee shall have power at any time to appoint any member of the Club/Society to fill any casual vacancy on the management committee until the next annual general meeting.
- 10 (b) The continuing members of the management committee may act notwithstanding any casual vacancy in the management committee, however if their number is reduced below the number fixed as is necessary for quorum of the management committee, the continuing member or members may act for the purpose of increasing the number of members of the management committee to that number required to achieve quorum or by summoning a general meeting of the association, but for no other purpose.

FUNCTIONS OF THE MANAGEMENT COMMITTEE

- 11 (a) Except as otherwise provided by these rules and subject to resolutions of the members of the Club/Society carried at any general meeting the management committee -
- i. shall have the general control and management of the administration of the affairs and funds of the Club/Society
 - ii. shall have authority to interpret the meaning of these rules and any matter relating to the Club/Society on which these rules are silent.
- 11 (b) The management committee may exercise all the power of the Club/Society

- i. to raise or secure the payment of money in such manner as the members of the Club/Society may think fit and secure the payment or performance of any debt, liability or other engagement incurred or to be entered into by the Club/Society in any way.
- 11 (c) The management committee will take full responsibility for all publications produced by the Club/Society or by any of its members.

MEETINGS OF MANAGEMENT COMMITTEE

- 12 (a) The management committee shall meet at least once every two (2) calendar months to exercise its functions.
- 12 (b) The management committee shall be called by the secretary with seven (7) days notice.
- 12 (c) The secretary and/or their nominee for the meeting must keep an accurate record of resolutions passed at all management committee meetings.
- 12 (d) A special meeting of the management committee shall be convened by the Secretary on the requisition in writing signed by not less than one-third (1/3) of the members of the management committee, which requisition shall clearly state the reasons why such special meeting is being convened and the nature of the business to be transacted thereat.
- 12 (e) At every meeting of the management committee a simple majority of 50% of members plus one (1) elected and/or appointed to the management committee as at the close of the last general meeting of the members, shall constitute a quorum.
- 12 (f) Subject as previously provided in this section, the management committee may meet together and regulate its proceedings as it thinks fit.

- 12 (g) However, questions arising at any meeting of the management committee shall be decided by a majority of votes and, in the case of equality of votes, the question shall be deemed to be decided in the negative.
- 12 (h) A member of the management committee shall not vote in respect of any matter in which the member is financially interested, or any matter arising thereout, and if the member does so vote the member's vote shall not be counted.
- 12 (i) Not less than fourteen (14) days notice shall be given by the secretary to members of the management committee of any special meeting of the management committee.
- 12 (j) Such notice shall clearly state the nature of the business to be discussed thereat.
- 12 (k) The president shall preside as chairperson at every meeting of the management committee, or if there is no president, or if at any meeting the president is not present within ten (10) minutes after the time appointed for holding the meeting, the vice-president shall be chairperson or if the vice-president is not present at the meeting then the members may choose one (1) of their number to be chairperson of the meeting.
- 12 (l) If within half an hour from the time appointed for the commencement of a management committee meeting a quorum is not present, the meeting, if convened upon the requisition of members of the management committee, shall lapse.
- 12 (m) In any other case it shall stand adjourned to the same day in the next week at the same time and place or to such other day and at such other time and place as the management committee may determine, and if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting, the meeting shall lapse.

DELEGATION OF POWERS OF MANAGEMENT COMMITTEE

- 13 (a) The management committee may delegate any of its powers to a subcommittee consisting of such members of the association as the management committee thinks fit.
- 13 (b) Any subcommittee so formed shall in the exercise of the powers so delegated conform to any regulations that may be imposed on it by the management committee.
- 13 (c) A subcommittee may elect a chairperson of its meetings.
- 13 (d) If no such chairperson is elected, or if at any meeting the chairperson is not present within ten (10) minutes after the time appointed for holding the meeting, the members present may choose one (1) of their number to be chairperson of the meeting.
- 13 (e) A subcommittee may meet and adjourn, as it thinks proper.
- 13 (f) Questions arising at any meeting shall be determined by a majority of votes of the members present and, in the case of an equality of votes, the question shall be deemed to be decided in the negative.

RESOLUTIONS OF MANAGEMENT COMMITTEE WITHOUT MEETING.

- 14 (a) A flying minute signed by all the members of the management committee shall be as valid and effectual as if it had been passed at a meeting of the management committee duly convened and held.
- 14 (b) Any such resolution may consist of several documents in like form, each signed by one (1) or more members of the management committee.

FIRST ANNUAL GENERAL MEETING

- 15 The first annual general meeting must be held within twelve (12) months after the day the Club/Society is fully affiliated.

SUBSEQUENT ANNUAL GENERAL MEETINGS

- 16 (a) Each subsequent annual general meeting must be held -
- i. at least once each year
 - ii. within three (3) months after the end of the Club/Society's previous financial year.
- 16 (b) The annual general meeting will be held in the month of October each year.

BUSINESS TO BE TRANSACTED AT ANNUAL GENERAL MEETING

- 17 (a) The following business must be transacted at every annual general meeting –
- i. the receiving of the statement of income and expenditure, assets and liabilities for the last financial year prepared by the treasurer
 - ii. the receiving of reports from the president and the secretary
 - iii. the receiving of the auditor's report on the financial affairs of the Club/Society for the last financial year
 - iv. the presenting of the audited statement to the meeting for adoption
 - v. the election of members of the management committee
 - vi. the appointment of an auditor who shall be the nominee of the Union for Club/Societies or an independent auditor who must be a member of the Institute of Chartered Accountants in Australia or the Australian Association of Accountants or a successor to either of these bodies
- 17 (b) The minutes of the annual general meeting shall be submitted to the Clubs and Societies Administration Officer within seven (7) days of the annual general meeting
- 17 (c) Where there is a tied vote, the issue will be deemed to have been resolved in the negative.

SPECIAL GENERAL MEETING

- 18 (a) The secretary shall convene a special general meeting by sending out notice of the meeting within fourteen (14) days of:
- i. being directed to do so by the management committee
 - ii. being given a requisition in writing signed by not less than one-third (1/3) of the members presently on the management committee or from ordinary members not less than double the number of members presently on the management committee plus one (1)
 - iii. being given a notice in writing of an intention to appeal against the decision of the management committee to reject an application for membership or to terminate the membership of any person
- 18 (b) A requisition mentioned in subsection 18 (a) (ii) shall clearly state the reasons why such special general meeting is being convened and the nature of the business to be transacted thereat.

QUORUM AT GENERAL MEETING

- 19 At any general meeting the number of members required to constitute a quorum shall be 15% of the membership plus one (1).

NOTICE OF GENERAL MEETING

- 20 (a) The secretary shall convene at least two general meetings per semester of the Club/Society by giving not less than fourteen (14) days notice of any such meeting to the members of the Club/Society.
- 20 (b) The manner by which such notice shall be given shall be determined by the management committee.
- 20 (c) Notice of a general meeting shall clearly state the nature of the business to be discussed thereat.

PROCEDURE AT GENERAL MEETING

- 21 (a) Unless otherwise provided by these rules, at every general meeting –
- i. the president shall preside as chairperson, or if there is no president, or if the president is not present within fifteen (15) minutes after the time appointed for the holding of the meeting or is unwilling to act, the vice-president shall be the chairperson or if the vice-president is not present or is unwilling to act then the members present shall elect one (1) of their number to be chairperson of the meeting
 - ii. the chairperson shall maintain order and conduct the meeting in a proper and orderly manner
 - iii. every question, matter or resolution shall be decided by a majority of votes of the members present
 - iv. every resolution must be minuted.

ALTERATION OF RULES

- 22 (a) These rules may be amended or added to from time to time by a special resolution carried at any general meeting.
- 22 (b) However any amendment or addition is valid only if it is registered by the president and approved by the Clubs and Societies committee.
- 22 (c) A special resolution is passed at a meeting if –
- i. of the entitled members of the Club/Society who vote in person or (if proxies are allowed) by proxy at a meeting, not less than three quarters (3/4) vote in favour of the resolution; and
 - ii. any additional requirements of the constitution relating to the passing
 - iii. of a special resolution have been met.

- 22 (d) A resolution is not to be considered to have been passed as a special resolution under sub-section (2) unless not less than twenty-one (21) days notice has been given in accordance with the rules to all of the entitled members of the Club/Society specifying the intention to propose the resolution as a special resolution.
- 22 (e) At any meeting at which a special resolution is submitted, a declaration by the chairperson that the resolution has been carried is conclusive proof of the fact unless a poll is demanded.
- 22 (f) In this section "entitled member" means a member of the Club/Society who is entitled under the rules of the association to vote.

FUNDS AND ACCOUNTS

- 23 (a) The funds of the Club/Society must be kept in the name of the Club/Society in the University branch of the Commonwealth Bank. The Club/Society shall operate one (1) account only. Exceptions to this can only occur with the specific approval of the Clubs and Societies committee.
- 23 (b) Proper books and accounts shall be kept and maintained either in written or printed form in the English language showing correctly the financial affairs of the Club/Society and the particulars usually shown in books of a like nature.
- 23 (c) All monies shall be deposited in total as soon as practicable after receipt thereof.
- 23 (d) All amounts shall be paid by cheque signed by any two (2) of the president, secretary, treasurer, or other member authorised from time to time by the management committee and/or the Clubs and Societies Administration Officer.
- 23 (e) Cheques shall be crossed "not negotiable".

- 23 (f) The management committee shall determine the amount of petty cash which shall be kept.
- 23 (g) All expenditure shall be approved or ratified at a management committee meeting.
- 23 (h) As soon as practicable after the end of each financial year the treasurer shall cause to be prepared a statement containing the particulars of -
- i. the income and expenditure for the financial year just ended
 - ii. the assets and liabilities at the close of that year.
- 23 (i) The accounts of the Club/Society must be audited one (1) month prior to the annual general meeting.
- 23 (j) The auditor must examine the statement prepared by the treasurer and present a report on it to the secretary before the next annual general meeting following the financial year for which the audit was made.
- 23 (k) The income and property of the Club/Society must be used solely in promoting the Club/Society's objectives and exercising the Club/Society's powers.

DISSOLUTION CLAUSE

- 24 In the event of the Club/Society being dissolved, the amount that remains after such dissolution and the satisfaction of all debts and liabilities shall be transferred to any association with similar purposes which is not carried on for the profit for gain of its individual members.

DOCUMENTS

- 25 The management committee shall provide for the safe custody of books, documents, instruments of title and securities of the Club/Society.
- 26 The financial year of the Club/Society shall close on 30 June in each year.

The constitution is enacted on this 17th day of February in the year 2012.