Western Australian Speleological Group Inc.
Constitution

1.0 NAME

1.1 The name of the group shall be the "Western Australian Speleological Group", herein after referred to as the "Group".

1.2 The motto shall be "Telluris operta subire", that is, "to pass beneath the hidden (or covered) places of the earth".

1.3 The logo of the West Australian Speleological Group (Inc) shall be defined as that shown in Appendix 1 of this constitution.

1.4 No individual or company shall use the logo (as defined in Appendix 1) the name, West Australian Speleological Group or the abbreviation WASG in advertising or photographic material without the express permission of the Committee.

2 OBJECTIVES

2.1 The objects of the Group shall be:

i) to foster preservation of Western Australian caves in co-operation with other interested organisations

ii) to promote and encourage responsible speleology in Western Australia in all its aspects

iii) to record and, if suitable, publish results of any investigations of the Group

2.2 The Group shall be affiliated with the Australian Speleological Federation.

3 MEMBERSHIP

3.1 Persons interested in joining WASG and participating in club activities, except for the general meetings; must join the club. They may join as Introductory Members for a period of three months. The cost of Introductory Membership is to be equal to one quarter of the normal fee plus an administration charge; to be set by the committee. This fee may be deducted from the cost of full membership should the person decide to remain with the group.

3.2 The group shall be composed of members, the categories of membership being:

i) **Member (M).** A Member shall be a person who subscribes to this Constitution, conforms to the By-Laws of the Group and has paid the annual subscription.

ii) **Full Member (FM).** A Full Member shall be a Member who has been approved by the Committee as a Full Member.

iii) **Trip leader (TL).** A Trip Leader shall be a Full Member, who is over eighteen (18) years of age who has been approved by the committee as a trip leader.

3.3 An **Honorary Member** shall be a person whom the Group wishes to honour, such recognition being awarded by a General Meeting of the Group on the recommendation of the Committee. The term "member" herein after includes all of the above categories.

4 MEETINGS

4.1 A standard procedure shall be adopted at all meetings.

4.2 The Annual General Meeting shall be held on the first Tuesday of March, unless otherwise determined by the Committee. The Annual Report shall be delivered and the election of the Committee undertaken. At least fourteen (14) days notice in writing shall be given to all members and the nature of the business shall be stated. The minutes of the Annual General Meeting shall be confirmed at the next General Meeting.

4.3 Special General Meetings shall be at the discretion of the Committee or upon the written and signed request of any five (5) members. Notice shall be given to all members and shall include the nature of the business to be transacted. General Meetings of the Group shall be held on a day decided by the Committee, the date not being more than two months from the date of the previous meeting.

4.4 Committee meetings shall be held at such times and places as the Committee may determine at least once every three (3) months and before each Annual General Meeting and each Special General Meeting. Notice of such meetings shall be given to all members of the Committee at least seven (7) days prior to the meeting. If all members of the Committee by any communication signify their consent, a Committee Meeting may be held at shorter notice. Should the Secretary be unable to summon a Committee Meeting, the President or Vice-President may do so.

5 QUORUMS

5.1 A quorum for any General Meeting, Special General Meeting or Annual General Meeting shall consist of ten (10) members.

5.2 A quorum for a Committee Meeting shall be five (5).

5.3 Members normally resident in the Perth Metropolitan Area who will be absent from that area should notify the Secretary prior to meetings for which notice has been given.

6 COMMITTEE

6.1 The honorary office bearers of the Group shall consist of President, Vice-President, Secretary, Treasurer, Librarian, Property Officer, Co-ordination Officer and Conservation Officer. These plus three (3) non-office bearing members shall be termed the "Committee", by whom the Group shall be governed subject to the Constitution and By-laws, and in whom shall be vested the property of the Group.

6.2 All members of the Committee shall be appointed until the following Annual General Meeting.

6.3 Nominations for election to the Committee shall be in writing, signed by a proposer, seconder and the nominee, all of who shall be financial members of the Group. Nominations shall be called for at the General Meeting prior to the Annual General Meeting and will be accepted at or prior to the Annual General Meeting.

6.4 The Committee shall have the power to appoint convenors of sub-committees for the purpose of implementing any or all of the aims of the Group. Those persons so appointed shall be empowered to convene a sub-committee of a size deemed to be necessary to assist with their duties. The duties of these convenors will be as specified in the by-laws. Convenors which may be appointed include:

i) State Cave Recorder

ii) Editor

iii) Map Curator

iv) Safety Officer

6.5 Vacancies occurring on the Committee during the year shall be filled by the Committee except that, during its term of office, the Committee shall not fill more than three (3) vacancies. Any further vacancies may be filled only at a Special General Meeting. The conditions of term of office and nominations shall be subject to sections 6.2 and 6.3.

6.6 The Committee shall have the power to co-opt persons for special purposes, but such persons shall not have the power to vote at Committee meetings.

6.7 Should any member of the Committee be absent from three (3) meetings of the Committee without reasonable excuse, they shall be deemed to have vacated their office and the Committee shall appoint another member in their place, subject to the conditions of 6.5 above. The Committee shall decide what is a reasonable excuse.

6.8 No member shall hold the office of President for more than three (3) consecutive years.

6.9 No member under the age of eighteen (18) will be eligible to be elected to the Committee.

7 VOTING

7.1 Only financial members of the Group shall propose motions or vote at meetings.

7.2 Members may vote at meetings by proxy, which shall be of a form that is approved by the Committee and in accordance with the requirements below.

i) The Committee shall only accept proxy votes for business of which prior notification has been given in writing to all members.

ii) Proxy votes shall be declared at the beginning of the meeting.

iii) No person shall hold more than two (2) proxy votes.

iv) Proxy votes shall include:

- Name of the person authorised to exercise proxy
- Date of the meeting for which proxy applies
- Topic for which proxy applies
- The way in which the vote shall be exercised, which may be "as the bearer thinks fit", and
- Signature of member and date.

7.3 Votes taken with notice at Annual or Special General Meetings shall take precedence over those taken at General meetings, which in turn shall have precedence over those taken by Committee.

7.4 No person shall hold more than one deliberative vote except in the case of proxies as noted above. The meeting chair and persons holding multiple office positions shall have only their one deliberative vote.

7.5 In the event of a tied vote no action shall be taken and the motion or resolution shall be deemed to have failed. Discussion may be continued and further motions tabled or the matter may be discussed again at a subsequent meeting.

8. DUTIES OF OFFICE BEARERS

8.1 The President shall chair all meetings, and facilitate the activities of the Group.

8.2 The Vice-President shall assist the President in the President's duties. The Vice President shall also assist the members of the Committee.

8.3 The Secretary shall keep minutes of all meetings, handle all the official Group correspondence, draw up agendas, arrange meetings and speakers, and co-ordinate the internal affairs of the Group.

8.4 The Treasurer shall be responsible for the monies of the Group and shall submit an Annual Balance Sheet and a Statement of the financial position for a given period when called for and shall with the assistance of the committee operate the Group's financial accounts. The Treasurer shall maintain accurate membership records, shall ensure that the ASF membership database and club email list are kept current, and shall provide new members with relevant information.

8.5 The Librarian shall maintain the Library, operate the borrowing system and co-operate with other groups for library acquisitions.

8.6 The Property Officer shall keep all the Group property, undertake repairs and authorised purchases, institute construction of new equipment and maintain a borrowing system and inventory to be audited and submitted to the Annual General Meeting or when otherwise called for.

8.7 The Coordination Officer shall maintain a current record of proposed trips and trips and a full record of trips led. They shall be responsible for bookings of the Group's hut and for coordinating hut repairs and maintenance. The Coordination Officer shall respond to enquiries from prospective members and assist new members with trip selection.

8.8 The Conservation Officer shall co-ordinate the group's response to government management plans and other developments involving karst. In consultation with the committee and relevant Trip leaders the Conservation Officer shall encourage and support cave conservation projects being carried out by members of the group. A report on the cave conservation projects shall be submitted to the Annual General Meeting or when otherwise requested.

8.9 All office bearers and indeed all members owe a duty of care, diligence and good faith to the Group and its members and should act in the best interests of the group and in accordance with the objects of the organisation. All office bearers are bound to act in accordance with the will of the group as expressed by the objects of the organisation and resolutions carried by the general and committee meetings.

9. FINANCE

9.1 The financial year for the group shall begin on the first day of January in each year.

9.2 All monies received by the Group shall be paid into an account in the group's name at a bank recommended by the Committee.

9.3 Payment of all amounts should be by traceable electronic means or by cheque to be signed by the Treasurer and another member of the committee.

9.4 The Committee shall have the discretion to expend monies on the Group's behalf up to a limit of five hundred dollars on any particular item or project.

9.5 Such standing accounts as determined by the Group at the Annual General Meeting may be paid by the Treasurer as they arise.

9.6 The Treasurer shall arrange for auditing of the group's Annual Balance Sheet or accounts when so directed by the Committee or by a vote of the group.

10. FEES

10.1 Annual subscriptions and any other charges shall be at rates scheduled by the Committee.

10.2 Annual subscriptions shall become due on the first day of January, and shall be paid for the calendar year.

10.3 Members may have two months grace to renew their membership and shall be deemed unfinancial if the annual subscription is not paid within two (2) months of the due date, notice of such not being necessary. Where there are special circumstances this may be waived at the discretion of the Committee.

11. DISCIPLINE

11.1 Should any member violate this Constitution or the By-Laws of the group or for any cause be deemed an undesirable member, the person may be expelled, suspended, requested to resign, cautioned or otherwise disciplined by a vote of two-thirds majority of the members voting at the meeting. A minimum of seven days written notice shall be given for such a meeting.

11.2 Any member so disciplined by the Committee or a General Meeting shall have the right of appeal to a subsequent General Meeting of the Group. The appeal shall be made in person and notice of intention to appeal shall be given to the Secretary at least ten days prior to such a meeting with written notice to be sent to all members a minimum seven days prior to the meeting.

12 BY-LAWS

12.1 The Committee may make or amend By-Laws and codes of practice from time to time which shall be circulated among members within twenty eight (28) days of such amendment or addition and such amendment or addition shall be ratified by the next General Meeting after circulation to members. Failing ratification such amendment or addition shall lapse.

13 TRUSTEES AND COMMON SEAL

13.1 The Trustees of the Group shall be the President, Vice President, Secretary and Treasurer.

13.2 The Common Seal of the Group shall not be used except by the authority of a resolution of the Group or Committee; which shall be recorded in the meeting minutes, and the Seal shall be so affixed in the presence of at least two (2) of the Trustees; who shall countersign every instrument to which the Seal of the Group is so affixed.

13.3 The Seal holder shall be the Secretary and the Seal shall be kept in their custody.

14 INDEMNITY

14.1 No office bearer or member of a Committee or other working group for the Group shall be liable for the acts or defaults of any other person working for the Group or for any error of judgement on his/her part or for any loss or damage resulting from his/her duties unless it be by dishonesty or wilful negligence on his/her part. No person shall be entitled to be indemnified out of the fund of the Group for any liability incurred by him/her without specific authorisation by the Group.

15 ALTERATIONS TO THE CONSTITUTION

15.1 This Constitution may be altered at a General Meeting of the Group provided that notice of intention to move an amendment is given to the Secretary at least twenty eight (28) days prior to such a meeting and that such notice is delivered in writing to all members not less than fourteen (14) days prior to such a meeting. The amendment shall require a 75% majority of the members voting at the meeting to be carried.

15.2 No action by members previous to the alteration of the Constitution shall be deemed illegal because of such an alteration.

16 DISBANDMENT

16.1 The existence of the Group shall end if:

(i) Twelve (12) months elapse without a General Meeting, or

(ii) The membership falls below six (6) members.

16.2 A motion for the disbandment shall be submitted and dealt with in the same manner as a motion for amendment of the Constitution, except that the motion must be carried by seventy five percent (75%) of those members voting.

16.3 In the event of disbandment and after the satisfaction of all debts and liabilities any funds or property held by the group shall not be paid or distributed amongst the members or former members but shall; by resolution of the members, be given or passed to an incorporated body having similar objectives or be donated for charitable purposes.

16.4 In the event of disbandment the records and archives of the Group shall; by resolution of the members, be given or passed to an incorporated body having similar objectives.

17 NON PROFIT MAKING

17.1 The income and property of the Group however derived shall be applied solely towards the promotion of the group's objectives as set forth in this Constitution and no portion shall be paid or transferred to its members excepting as payment in good faith or remuneration to any officer or servant of the group for services actively rendered to the Group.

18 INSPECTION OF RECORDS

18.1 Members may; at any reasonable time and without charge, inspect the records of the group within the following provisions.

i) Administrative records, including memberships, minutes of meetings and financial statements shall be available to all members.

ii) Cave maps which do not include location information shall be available for viewing to all members.

iii) Cave location information shall only be available to Full Members who have received authorisation from the Committee and Trip Leaders.

Appendix 1 – WASG Logo: