

AURIMS

**AUSTRALASIAN UNIVERSITIES
RISK & INSURANCE MANAGEMENT SOCIETY**

CONSTITUTION

This Constitution shall come into force on the date of adoption as herein provided by the Certificate on the last page.

1. NAME

The name of the Association shall be **“AUSTRALIASIAN UNIVERSITIES RISK & INSURANCE MANAGEMENT SOCIETY”**, hereinafter referred to as the Society.

2. DEFINITIONS

2.1 In this Constitution unless the contrary intention appears –

“Amendments to the Constitution”	shall include the expressions “repeal of existing Constitution”, “the substitution by a new Constitution” and “the addition of new clauses”.
“Annual Conference”	means the Conference held annually.
“Asia”	means the region of Asia and includes, but is not limited to, Indonesia, Singapore, China, Malaysia, Philippines, Thailand, Japan and India.
“Australasia”	means the region of Oceania, which includes but is not limited to Australia, New Zealand and neighbouring islands in the Pacific Ocean.
“Clauses”	mean distinct parts of the Constitution as divided into sections and identified by numbers.
“Financial Year”	means the period of time specified in clause 19 of this Constitution.
“University”	means any private or public tertiary education institution and includes, but is not limited to, universities, TAFE’s, and institutes of technology.
“Executive Committee”	Shall consist of the President, Vice President, Secretary, Treasurer and Knowledge Manager.

2.2 In all other respects the interpretation of clauses of this Constitution shall be determined by the Chairperson having regard to the purpose of the Society.

3. OBJECTIVES OF THE SOCIETY

The objectives of the Society are to –

- i) Foster and promote the exchange of information relating to insurance, risk management, business continuity and disaster recovery affecting universities and tertiary education generally.
- ii) Develop and maintain interest in continuous improvement of the principles and practices of insurance, risk management, business continuity and disaster recovery management in universities and tertiary education generally.
- iii) Foster the educational and professional development of members in matters relating to insurance, risk management, business continuity and disaster recovery, affecting universities and other tertiary education institutions.

4. POWERS

Subject to the provisions of this Constitution the Society shall have power to do all things necessary or convenient for carrying out its objects.

5. NON-PROFIT

The property and income of the Society shall be applied solely towards the promotion of its objects and no portion thereof shall be paid or otherwise distributed directly or indirectly to its members. Provided that nothing herein shall prevent the payment in good faith of reasonable expenses incurred on behalf of the Society, in the promotion of the objects of the Society.

6. MEMBERSHIP

6.1 Ordinary Member

Ordinary Membership of the Society is open to any person who has, as an employee or independent contractor of a University in Australasia or Asia, responsibility for a risk management and/or insurance and/or business continuity/disaster recovery function and who applies for ordinary membership in accordance with Clause 7 of this Constitution.

Such persons must not engage in any of the following activities for any corporate entities (other than universities):

- i) regulating, rating, underwriting, selling or brokering of insurance;
- ii) actuarial services relating to insurance;

- iii) investigation and/or settlement of losses; or
- iv) providing risk management or employee benefits-related services, including but not limited to risk management consulting, rehabilitation, mediation, environmental services, disaster recovery.

6.2 Associate Membership

6.2.1 Associate Membership of the Society is open to any person who:

- i) has been an Ordinary Member of the Society under Clause 6.1 and has ceased to be employed in that capacity during the previous period of 12 months; or
- ii) regularly acts for any University or any University controlled company or other tertiary education institution and who is accepted by the Society as having a continuing contribution to make to the objectives of the Society; or
- iii) underwriters, sells or brokers insurance, provides actuarial services relating to insurance, or provides risk management, disaster recovery or similar services; and

who applies in writing for Associate Membership of the Society in accordance with clause 7 of this Constitution.

6.2.2 Renewal of Associate Membership

Associate Membership of the Society shall be subject to renewal on an annual basis and shall expire on 30 June in each year provided that an Associate Member shall be entitled to have his or her Associate Membership renewed for a further period of 12 months where:

- i) the Associate Member applies in writing to the Secretary of the Society prior to 30 June of the relevant financial year for renewal of his or her Associate Membership; and
- ii) the Associate Member has attended, or had meaningful or worthwhile input to at least one meeting of the Society during the previous 12 month period; and
- iii) pays the annual membership fee as prescribed by the Executive Committee, currently \$150 per annum.

6.3 Honorary Life Membership

Honorary Life Membership is awarded for the purpose of recognising distinguished service to the Society.

6.3.1 Honorary Life Membership of the Society may be awarded to any person but is not an automatic right of past members, but is granted on the basis of long or exceptional service to

the Society and may only be granted after candidates have ceased to be members of the Society.

6.3.2 The process by which an Honorary Life Membership is granted is as follows:

- a) Any member of the Society may nominate a person for the award at a general meeting.
- b) The person being nominated must not be informed of the nomination.
- c) The nomination will be considered by the Executive Committee "in confidence".
- d) If the Executive Committee agrees with the nomination, it will, at the following general meeting ask the members present to vote on a motion to award an Honorary Life Membership. It must be passed by a unanimous resolution of those present and voting.
- e) After Membership approval of an award the President will ask the nominee if s/he is prepared to accept the award. If accepted the award will be presented at the next AGM.
- f) An Honorary Life Member will have the same rights as an Ordinary Member, except that the Honorary Life Member will have no voting rights.

7. APPLICATION FOR MEMBERSHIP

7.1 A person may apply for ordinary or associate membership of the Society in the manner and form of application as shall be prescribed by the Executive Committee.

7.2 Indemnity

- (a) Each ordinary membership is provided on the basis that the person is a representative of their University and the University accepts liability for the person applying for membership.
- (b) Each Associate membership is provided on the basis that the person, or their organisation, accepts liability for the person applying for membership.

7.3 The Secretary shall submit all applications to the Executive Committee who shall consider each and every application and may refuse to grant membership without giving any reason for such refusal..

7.4 Upon acceptance of the application by the Executive Committee and upon payment of the first annual subscription, if applicable, the applicant shall be a member of the Society in the class applied for.

7.5 The names of all new members shall be announced at the next ordinary general meeting.

8. REGISTER OF MEMBERS

The Vice-President shall keep and maintain a Register of members of the Society and their contact details. Upon the request of a member of the Society, the Vice-President shall make the Register available for the inspection of the member and the member may make a copy of or take an extract from the Register.

9. SUBSCRIPTIONS

- 9.1 Members shall from time to time, at an Annual General Meeting, determine the amount of subscription to be paid by ordinary and associate members. The members may elect that no subscription fees be payable.
- 9.2 Subscriptions shall fall due on the first day of the new financial year. If no fees are payable, members will be deemed to be financial members.

10. RESIGNATION

A member may resign at any time by sending a written notice of resignation to the Secretary.

11. EXPULSION OF MEMBERS

- 11.1 If any member shall be guilty of an act which, in the opinion of the Executive Committee, renders it undesirable that that person shall continue as a member, the Society, at an ordinary (Quarterly) general meeting, may expel such offending member and strike that person's name from the register of members.
- 11.2 The member shall have the right to appear before the ordinary general meeting called to consider the expulsion to present a case in defence. 14 days notice must be given to the member.
- 11.3 Voting in this instance shall be by secret ballot. A minimum of 75% of member in attendance votes in the positive must be received for the expulsion to be valid.

12. EXECUTIVE COMMITTEE

- 12.1 The affairs of the Society shall be managed by an Executive Committee consisting of:
- a) President;
 - b) Vice-President
 - c) Treasurer;
 - d) Secretary; and
 - e) Knowledge Manager.

- 12.2 All office bearers shall be known collectively as the Executive Committee members.
- 12.3 The position of any member of the Executive Committee shall become vacant if he/she resigns, fails to attend three (3) consecutive meetings without satisfying the Executive Committee that there is good reason for failure to attend, or ceases to be a financial member.
- 12.4 The Executive Committee may appoint a member of the Society to fill a casual vacancy and such member shall hold office until the next Annual General Meeting. They shall be eligible to nominate for election of that vacancy or any other at the AGM.

13. DUTIES OF OFFICE BEARERS

13.1 President

- 13.1.1 Take the Chair at all Ordinary (Quarterly) and Annual General Meetings and Executive Committee meetings at which he/she is present.
- 13.1.2 Be responsible for the proper conduct of the Society's affairs as set out in the Constitution.
- 13.1.3 Represent the Society in all matters pertaining to achieving the objects of the Society, including lobbying the Government, industry and/or other parties on specific issues as authorised by the Members.
- 13.1.4 Foster relations with organisations with similar objects both within Australasia, Asia and elsewhere overseas.
- 13.1.5 Assist in building relationships with other Executive Members.
- 13.1.6 Keep the Members advised of significant matters of interest.
- 13.1.7 Liaise with the Conference Host and provide assistance as required.

13.2 Vice-President

- 13.2.1 Assist the President with the business of the Society, including Chairing meetings when required.
- 13.2.2 Maintain a register of the names and contact details of all past and present members of the Society pursuant to clause 8 of this Constitution. Such record or records shall be made available to any member upon request.
- 13.2.3 Promote the benefits of membership throughout the Australasian and Asia University communities.
- 13.2.4 Actively pursue attracting new Members.

- 13.2.5 Assist in the planning and development of the Society's Annual Conference.
- 13.2.6 Perform such other duties usually associated with the Vice-President's office as may be required by the Executive Committee.

13.3 Treasurer

- 13.3.1 Keep correct accounts and books showing the financial affairs of the Society except for any Annual Conference income and expenses where the Member organising the Conference shall be responsible to maintain such records on behalf of the Treasurer.
- 13.3.2 AURIMS funds shall be transferred from the current University hosting the Annual Conference to the University of the forth-coming Annual Conference, unless otherwise decided by the Executive Committee.
- 13.3.3 Collect and bank all monies received and give proper receipts for same.
- 13.3.4 Arrange all payments and disbursements authorised by the Society.
- 13.3.5 Arrange and submit quarterly financial statements to the Executive Committee.
- 13.3.6 At the close of each financial year to prepare and submit to the Annual General Meeting a financial statement showing the financial position of the Society at the end of the immediately preceding financial year.
- 13.3.7 Have custody of all securities, books and documents relating to the financial affairs of the Society.
- 13.3.8 Assist in the planning, development and management of the Society's Annual Conference, especially in relation to Conference financing.
- 13.3.9 Perform such other duties usually associated with the office of Treasurer as may be required by the Executive Committee.

13.4 Secretary

- 13.4.1 Attend all Ordinary (Quarterly) General Meetings, Annual General Meeting and Executive Committee meetings of the Society, and keep full and correct minutes of the proceedings of all such meetings.
- 13.4.2 Conduct the correspondence of the Society and have custody of all documents, records and registers of the Society. Maintain in an up-to-date condition, the Constitution of the Society and upon the request of a member shall provide a copy of the Constitution free of charge.

13.4.3 Maintain a record of the names and contact details of the office bearers and Executive Committee members. Such record or records shall be made available to any member upon request to the Secretary.

13.4.4 Assist in the planning and development of the Society's Annual Conference

13.4.5 Perform such other duties usually associated with the office of Secretary as may be required by the Executive Committee.

13.5 Knowledge Manager

13.5.1 Act as a focal point for all Listserv activity and maintain a register of Listserv activity by members.

13.5.2 Conduct surveys and assist with Benchmarking exercises.

13.5.3 Work in liaison with the Webmaster to conduct surveys and other such activities.

13.5.4 .Actively seek and upload relevant industry material to be made accessible to the Society's members.

13.5.5 Assist in the planning and development of the Society's Annual Conference.

13.5.6 Perform such other duties usually associated with the office of Knowledge Management as may be required by the Executive Committee

14. ELECTION OF EXECUTIVE COMMITTEE

14.1 Each member of the Executive Committee will hold office for a term of two year and is eligible for re-election for a further period of two years.

14.2 No member shall serve more than 4 years in the same Executive Committee position in any consecutive period.

14.3 Ordinary Committee members will be appointed by the Executive Committee to serve in various positions for the 12months following the AGM.

15. PROCEDURES FOR ELECTION OF OFFICE BEARERS

15.1 Nominations of candidates for election as officer bearers of the Society must be-

(a) made in writing, signed *by one member* of the Society and accompanied by the written consent of the candidate ; and

(b) delivered to the Secretary of the Society not less than 21 days before the date fixed for the holding of the Annual General Meeting.

- 15.2 A member may only be elected to one office bearer position.
- 15.3 If only one nomination is received for a position a ballot will not be necessary and the person nominated will be deemed to be elected.
- 15.4 If more than one nomination is received for a position a ballot must be held.
- 15.5 The ballot for the election of members of the Executive Committee must be conducted at the Annual General Meeting in such manner as the Executive Committee may direct.

16 PROCEEDINGS OF EXECUTIVE COMMITTEE MEETINGS

- 16.1 The Executive Committee shall meet at least four times a year or at such other times as the Committee sees fit. Any member of the Executive Committee may call an Executive Committee meeting.
- 16.2 The Secretary shall give notice to all Executive Committee members of the date, time and venue for the holding of such meetings.
- 16.3 Subject to the provisions of this Constitution the procedure and course of business to be followed at Executive Committee meetings shall be determined by the Executive Committee based on members' suggestions or current issues affecting the organisation.
- 16.4 Questions arising at any meeting shall be decided by a majority of votes and in the event of an equality of votes the Chairperson shall have a casting vote in addition to a deliberate vote.
- 16.5 A quorum of the Executive Committee shall be three (3) members of the Executive Committee.
- 16.6 An Executive Member may cast a vote of no confidence in another member of the Executive Committee at an Executive Committee meeting. The member intending to cast the vote must give all Executive Members 21 days advanced notice of the intention to cast the vote before the next Executive Meeting. Three Executive Members must vote for the removal of the Executive Member at the Executive Meeting or by ballot. If a member is removed, the Executive Committee can appoint an interim person to the position until the next AGM. The membership must be informed of the removal at the next Ordinary (Quarterly) General Meeting.

17 GENERAL MEETINGS

17.1 Annual General Meeting

- 17.1.1 This shall be held each year either directly preceding, during or directly after the Annual Conference.

- 17.1.2 Notice of the time and date shall be given to all members present at the previous Ordinary (Quarterly) General Meeting with the Secretary taking steps to notify all members not present at that meeting.
- 17.1.3 The order of business shall be –
- i) Attendance and Apologies
 - ii) Confirmation of the minutes of the previous Annual General Meeting
 - iii) Matters arising from the previous AGM and last Ordinary Business Meeting.
 - iv) The President’s Address
 - v) Vice-President’s Report, including a membership report.
 - v) The Treasurer’s Report including the tabling an up to date financial statement
 - vi) Executive Committee Elections
 - vii) Motions for which due notice has been given
 - viii) Any other business permitted by the Chair.

17.2 At the Annual General Meeting a resolution put to the vote shall be decided by a majority of votes cast on a show of hands, or, by ballot if the Chairperson directs due to the sensitivity of the resolution.

17.3 The declaration by the Chairperson of the result of any such ballot shall be evidence of the matter so declared.

17.4 Ordinary General Meeting

17.4.1 Members will determine at the last Ordinary (Quarterly) General Meeting of each year, the number and dates of the Ordinary (Quarterly) General Meetings for the following year. These meetings are to be held at different universities on a rotating basis, and the Chair of each meeting shall generally be the President.

17.4.2 The proceedings of Ordinary (Quarterly) General Meetings shall be determined by the President, or whoever occupies the Chair, and shall consist mainly of announcements of general interest to members. *The Chairperson may permit discussion on matters of general interest but no motion shall be discussed or voted upon, which shall be exclusively reserved for Annual General Meetings.*

17.4.3 The May Ordinary (Quarterly) General Meeting will include an Annual Conference for the educational benefit of its members.

18 ANNUAL CONFERENCE

- 18.1 The Executive Committee will determine the host university for the Annual Conference in conjunction with the nominated university.
- 18.2 The Executive Committee will help the host university to determine a theme relevant to the membership and provide support.
- 18.3 By 31 December of the year preceding the Annual Conference, the host university will provide the Executive Committee with the Conference Plan for ratification, and will include the Conference theme and the projected expenditure.
- 18.4 The host university will set up a Conference Organising Committee and appoint a Chair.
- 18.5 The President will liaise with the Chair of the Conference Organising Committee in relation to all aspects of the Annual Conference and will provide the Executive Committee with a report at each Executive Committee meeting.
- 18.6 The Chair of the Conference Organising Committee will liaise with the Treasurer on all financial matters pertaining to the Annual Conference.

19 QUORUM AND PROCEEDINGS AT ALL GENERAL MEETINGS

- 19.1 The quorum for all Ordinary (Quarterly) General Meetings shall be ten (10) members.
- 19.2 If within one week of the ordinary general meeting there is insufficient interest from members to hold the Ordinary General Meeting, the meeting shall stand adjourned to the next Ordinary (Quarterly) General Meeting..

20 MINUTES OF ALL MEETINGS

- 20.1 The Secretary shall cause proper minutes of all proceedings of an Ordinary (Quarterly) General Meeting (including the AGM), and all Executive Committee meetings to be taken and then to be entered within thirty (30) days after the holding of each general meeting or Executive Committee meeting onto the website.
- 20.2 Where the minutes are entered and signed they shall, until the contrary is proved, be evidence that the meeting was duly convened and held, and all proceedings recorded as taking place at the meeting have duly taken place, and that all appointments made at the meeting have been validly made.

21 FINANCIAL YEAR

The financial year shall be from the 1st day of July to the 30th June in the following year.

22 SUB-COMMITTEES AND CO-OPTION

The Executive shall have power to appoint sub-committees for specific purposes and shall issue terms of reference for the sub-committee to report back to the membership at an Ordinary (Quarterly) or Annual General Meeting with recommendations for adoption or otherwise.

23 VOTING RIGHTS

Subject to this Constitution each member present in person at a General meeting shall be entitled to one vote, provided that such person is eligible to vote.

24 RESCISSION OF RESOLUTIONS

- 24.1 At the time of the proceedings of the Annual General Meeting when the proposed rescission is put for determination the Chairperson shall call for a seconder. Upon a seconder coming forward the proposal shall be open for debate for and against and subsequently put to the vote. In the event of the motion to rescind a resolution not being seconded, it shall lapse and not be proceeded with.
- 24.2 Voting in this instance shall be by a show of hands with a simple majority determining the outcome of the proposed rescission.

25 HEADQUARTERS OF THE SOCIETY

The headquarters of the Society will be in the University of the President.

26 ADMINISTRATION

- 26.1 All administrative expenses of the Society (other than those associated with any conferences organised by the Society and any activities undertaken by Executive Committee members) will be borne by the University at which the President is employed.
- 26.2 The expenses associated with Ordinary (Quarterly) General meetings of the Society will be borne by the host University for each meeting.
- 26.3 Any moneys howsoever received by the Society shall be applied by the Society in such manner and for such purposes as the Executive Committee shall deem conducive to the advancement of the Society and without restricting the generality of the foregoing, in particular by:
- i) meeting the expenses of the Society for the conduct of meetings and provision to members and others of written material and publications of interest to members;

- ii) payment of any subscription for the affiliation or membership of the Society with or of any other organisation, national or international, having a membership with like qualifications to the Society; and
- iii) assisting any member nominated by the Society to attend meetings, seminars and conferences of or arranged by an organisation referred to in (ii) above.

26.4 Any moneys not immediately required for expenditure shall be lodged by the Treasurer in an account at the Treasurer's University.

26.5 Authorisation by two members of the Executive Committee is required to withdraw Society funds from the Society's account. One of these two members must be the Treasurer.

27 THE CONSTITUTION

This Constitution shall bind the Society and every member to the same extent as if they had respectively signed and sealed it and agreed to be bound by all the provisions thereof.

28 AMENDMENTS TO THE CONSTITUTION

28.1 The Constitution may be amended on the recommendation of the Executive Committee or, on a motion duly and properly submitted by an Ordinary member at the Annual General Meeting of the Society by a majority of votes.

29 DISSOLUTION

If the Society is solvent and able to meet all its debts and liabilities it may be dissolved and wound up by a special resolution carried by a three-fourths (3/4ths) majority of financial members present and voting at a special general meeting called for such purpose.

CERTIFICATE

CERTIFIED THAT this Constitution was adopted by the Society at the Annual General Meeting held on the 9th day of April 2010.

President: Kimberley Pelly

Dated: _____

Secretary: Liam McCarthy

Dated: _____