



Sustainable Engineering Society (SENG)

Constitution

Affiliation with Engineers Australia

1. The Sustainable Engineering Society (SENG) is an unincorporated Technical Society of Engineers Australia and is subject to the Royal Charter, By-Laws, General Regulations and policies of Engineers Australia, as amended from time to time, including all associated codes of ethics and conduct.

Nomenclature and Identification

2. SENG shall make known on all literature, correspondence, websites and any other media that it is a Technical Society of Engineers Australia through co-branding. This means that any logo or trademark provided by Engineers Australia must be displayed as prominently as the approved logo of SENG.

Purpose and Functions

3. SENG is open to all engineers and other professionals working towards sustainability. SENG's mission is to provide national focus and leadership within the engineering profession for the implementation of sustainability for the benefit of all.

SENG provides a forum to:

- a. Advance the profession of environmental engineering;
 - b. Advance sustainability and environmental outcomes for the benefit of all;
 - c. Enable all engineers to implement sustainability in their work in accordance with the EA Code of Ethics;
 - d. Deliver CPD to all engineering professions on issues of environment and sustainability; and
 - e. Contribute to Policy Development, Codes of Practice, competency standards, media releases and other EA initiatives.
4. The functions of SENG, within their area of expertise, is to:
 - a. collaborate with Engineers Australia and its Colleges to develop and promote the professional and academic disciplines of engineering;
 - b. establish and maintain the body of knowledge relevant to the Technical Society's area of interest;
 - c. participate in the establishment and maintenance of the requirements for attaining engineering qualifications in the disciplines relevant to the Technical Society's area of interest;

- d. participate in periodic reviews of the Australian Engineering Competency Standards;
- e. participate in setting best practice standards for the ongoing professional development and competency assessment of members in the disciplines relevant to the Society;
- f. represent Engineers Australia in the wider community in accordance with Engineers Australia's policies and in consultation with the CEO; and
- g. contribute to Engineers Australia's membership growth and retention.

Membership

5. All members of SENG are bound by Engineers Australia's Royal Charter, By Laws, Regulations, the policies of Engineers Australia and this Constitution.
6. Membership of SENG shall be open to:
 - a. members of Engineers Australia who pay the fee prescribed by SENG;
 - b. non-Engineers Australia members who have an interest in and are able to contribute to the objectives of SENG and who are otherwise ineligible to be members of Engineers Australia and who pay the prescribed fee; and
 - c. corporate members who will have all the rights and privileges of members, and exercise these rights and privileges through a nominated representative appointed by the corporate member.
7. The Committee has the authority to admit, decline or revoke membership of SENG.
8. Engineers Australia will maintain a register of SENG members.

Executive Committee

9. SENG will form an executive committee (Committee) to manage the operations of SENG and which will also be responsible for ensuring and monitoring the viability of any chapters established as part of SENG.
10. The Committee is to consist of at least 6, but no more than 12 members, as determined from time to time by the Committee, including:
 - a. a chair;
 - b. a deputy chair; and
 - c. an immediate past chair (if available).
11. The Committee may appoint a member or members of the Committee to perform the functions of Secretary and Treasurer. The functions of Secretary and Treasurer may be combined.
12. Committee members may be elected by the membership or may be appointed by resolution of the Committee but only on the basis that, at any time, a majority of the members of the Committee are elected by the membership.
13. The Committee must not appoint a member to its Executive Committee unless satisfied that, after the appointment, the Committee has an appropriate mix of age, gender, location and other aspects of diversity, representation, skills and technical proficiency.

14. The Committee may, from time to time and for a period of no more than twelve (12) months, co-opt additional members or other persons, including student members, to address specific issues or assist with work on matters being pursued by the Committee. Co-opted members have no formal role or voting rights on the Committee.
15. Committee members must be financial members of SENG. In all but exceptional circumstances, the Chair, Secretary and Treasurer shall be Engineers Australia members. In the event that circumstances prevent such an arrangement, SENG shall seek approval for any non-Engineers Australia office bearers in these positions from an authorised officer of Engineers Australia.
16. Committee members serve a term of 2 years and may nominate for re-election twice, such that each member may serve a maximum cumulative term of 6 years. The period of time that a Committee member serves as chair or deputy chair is to be excluded when calculating the maximum consecutive term referred to in this clause.
17. The Committee is to meet as often as is necessary for the proper performance of its function, with a majority of committee members to be present for a quorum to be reached.
18. The Committee need only record the resolutions of a committee meeting. Minutes or a recording of a committee meeting are not required.

Working Groups

19. The Committee may, by resolution, establish working groups, comprising no more than 6 members with the functions specified in the resolution, to assist in the work of the Committee.

Planning

20. SENG must provide the authorised officer of Engineers Australia a high level three year rolling plan which is subject to regular review and update. Without limiting the activities and operations of SENG within its defined role, the plan is to set out how SENG will:
 - a. contribute to the retention and growth of Engineers Australia's and the SENG's membership;
 - b. contribute to the creation and distribution of the body of knowledge and the means by which this will occur;
 - c. contribute to the identification and provision of advice regarding specialist and/or industry changes in engineering practice standards and development needs through
 1. participation in the periodic reviews of Engineers Australia's competency standards;
 2. identification of specialist development needs of members and the provision of specialist CPD and technical training;
 - d. contribute to advancing engineering for the benefit of the community and the promotion of Engineers Australia as the voice of the profession.
21. SENG must provide an annual report on outcomes achieved against its plan annually to the Chief Executive Office of Engineers Australia within 2 months of the end of the Society's standard operating year.

Finances and assets

22. Any bank account opened in relation to the activities of SENG is to be in the name of:

- a. SENG with the requisite number of Committee signatories as required by the banking institution; and
- b. to be managed by SENG or Engineers Australia,

with or any cheque, electronic funds transfer or withdrawal of funds to be authorised by the chair and/or the treasurer and at least one other Committee member.

23. SENG must keep financial records:

- a. which record and explain transactions associated with SENG's funds or assets; and
- b. which give an accurate account of the financial position of SENG,

and the treasurer must make the records available to Engineers Australia upon request.

24. SENG must not apply any surplus other than in accordance with its purpose and demonstrate that it is a not-for profit entity. For the sake of clarity, a not-for-profit entity may compensate members for expenses they incur for recognised purposes and may make a surplus, provided it is applied for the purposes of the entity rather than for the benefit of one or more members.

25. The Executive Committee must provide to Engineers Australia draft audited financial reports by no later than 20 August each year.

26. As SENG is an unincorporated Technical Society of Engineers Australia, neither SENG or its members can enter into written or verbal contracts or agreements of any kind, own land, enter into mortgages or debentures or employ people on behalf of SENG. All contracts, agreements or other instruments in respect of SENG and/or its Activities must be approved by an authorised officer of Engineers Australia.

Chapters (Branches)

27. The Committee may establish SENG chapters provided that:

- a. there are a minimum of 15 members to form the chapter;
- b. the chapter is viable and accounts to the Committee as and when required; and
- c. the activities of the chapter are aligned with the purpose of SENG.

28. The Committee is to direct the chapter and determine the reasonable size and scope of the chapter committee. Chapter committee members must be financial members of SENG.

29. Chapters of the Society are to work in collaboration with Engineers Australia's Divisions.

Intellectual Property

30. Engineers Australia grants to SENG, a non-exclusive, royalty free, revocable and non-transferable licence to use any trade mark, logo, copyright, moral rights, design, procedures and confidential information (Intellectual Property) owned by Engineers Australia for the purpose and currency

of this Constitution. SENG agrees to use the Intellectual Property in accordance with Engineers Australia's policies and directions and for non-commercial purposes only.

31. All material, literature, websites or other media created by SENG and all Intellectual Property rights subsisting in them (whether or not now existing, both registered and unregistered, protected by statute, common law or equity in Australia or elsewhere in the world, including copyright, trademarks, designs, patents, patentable information, licences and other rights to possess and use the works and other subject matter of intellectual property rights, trading names and domain names, but excluding moral rights), will remain or be assigned to become the sole and exclusive property of Engineers Australia.

Insurance

32. Insurance coverage by Engineers Australia is:

- a. available for office bearers and volunteers engaged in activities associated with SENG provided that the volunteer work is officially organised by and under the control of Engineers Australia; and
- b. available in the event of accident, illness and travel related incidents and includes functions or events held on Engineers Australia's premises and off-site and extends to incidents which might occur during travel involved to and from the event.

Winding up of the Society

33. The Board of Engineers Australia reserves the right to step into the management of, or to wind up, SENG in the event that:

- a. it conducts its affairs at variance to Engineers Australia's Royal Charter, By Laws, Regulations, policies and/or this Constitution;
- b. SENG's membership has been in decline over a period of 3 years and membership has fallen below 100 financial members;
- c. SENG is no longer meeting its purpose as outlined in clause 3;
- d. The financial management of SENG has the potential to expose Engineers Australia and/or SENG's membership to debts; and
- e. the actions of SENG and its management pose an unacceptable risk to Engineers Australia.

34. In the event that SENG is wound up, all monies, assets or funds and any associated profits or interest or assets are to be transferred to Engineers Australia to be distributed in accordance with SENG's purpose or Engineers Australia's learned society functions.

Additional Provisions

35. The Committee may develop Standard Operating procedures (SOP's) to outline further requirements and procedures in support of the SENG Constitution. Changes to the SOP's are to be approved by the SENG Executive Committee. If any aspect of the SOP's is in conflict with the Constitution, then the Constitutor prevails.