

**SOCIETY OF MINING PROFESSORS**



**SOCIETÄT DER BERGBAUKUNDE**

**CONSTITUTION**

**18 June 2006**

**SOCIETY OF MINING PROFESSORS/SOCIETÄT DER BERGBAUKUNDE**  
**PRINCIPLES OF CONDUCT AND MANAGEMENT**

**CHAPTER 1: NAME - OFFICE - PURPOSE – DURATION**

**Article 1 - Name**

A non-profit making Society was constituted at a meeting in Leoben in the year 1990, pursuant to the laws of the European Union. The corporate name of the Society is “The Society of Mining Professors/Societät der Bergbaukunde”. (The German name, “Societät der Bergbaukunde” makes this Society the successor to the first ever international professional scientific/technical Society, founded in 1786 at Schemnitz (Banska Stiavnica) in what is now Slovakia, with 154 members from 21 countries).

**Article 2 - Offices**

The registered office shall be established at Delft, Holland. It can be transferred upon decision by the Council to any other location. The decision will be advised to all members within a month of its adoption.

**Article 3 - Purpose**

The Society of Mining Professors/Societät der Bergbaukunde (hereinafter referred to as “the Society”) is intended to be a vibrant global Society, representing the majority of mining and mining-related academics. The purpose of the Society is to promote Mining Engineering as an engineering discipline, and to facilitate information exchange, research and teaching collaboration and other collaborative activities among its members.

**More specifically the Society will be committed to:**

- Ensuring that university-based education at the highest level in those disciplines concerned with the extraction of mineral resources, continues to be available to those who wish to avail themselves of it.
- Ensuring that advancement, through research, of the scientific and engineering knowledge and processes in the areas of relevance to the extraction of mineral resources continues.
- Establishing a network of academics involved in achieving the above goals.
- Enhancing the image of the mineral industry and promoting development of educational courses and fostering pride within the relevant disciplines.
- Establishing and maintaining ongoing contacts with the global minerals industry.
- Promoting co-operation in educational and research programmes and identifying co-operative research opportunities.

#### **Article 4 - Language**

The official language of the Society shall be English. German may be used, in addition to English, for spoken communications at meetings.

#### **Article 5 - Duration**

The Society shall exist for an indefinite duration. The Society's operating year shall expire at the Annual General Meeting each year. Its financial year shall coincide with the Northern European academic year – i.e. from October 1<sup>st</sup> to September 30<sup>th</sup>.

### **CHAPTER 2: MEMBERSHIP**

#### **Article 6 - Eligibility**

The full spectrum of engineers and scientists actively participating in minerals education and research shall be eligible to be members of the Society.

#### **Article 7 - Classes of Membership**

There shall be six classes of membership (all of which are subject to review, at the discretion of the Membership Committee):

**Member:** A person who is a full professor engaged in minerals education and/or research; or a person who has demonstrated a sufficiently high level of competency in minerals education and/or research and who is appointed as a member of the academic staff at a university; or a retired member remaining active in minerals education, consulting and/or research.

**Industry Member:** An industry person actively engaged in minerals education and/or research and who, in the opinion of the Membership Committee, would be considered an asset to the Society.

**Associate Member:** A person who is a member of the academic staff of a university and who does not yet meet the full requirements of the 'Member' category, but who can demonstrate an important contribution to minerals education and/or research.

**Junior Member:** A postgraduate student or junior member of a university staff involved in minerals education and/or research and who, in the opinion of the Membership Committee, shows potential for an academic career.

**Emeritus Member:** A retired member invited to retain full membership by the Membership Committee in recognition of their contribution to the Society.

**Retired Member:** A member who has retired but still wishes to retain an interest in the Society.

**Corporate Member:** An organisation actively promoting minerals education and/or research and which contributes towards the Society achieving its goals.

#### **Article 8 - Membership Committee**

The President, the President-Elect, the Immediate Past President and the Secretary General and the Deputy Secretary General/Treasurer will constitute the Membership Committee. The Membership Committee shall make determinations on all applications for membership, taking into account the

curriculum vitae of the applicant and a supporting letter from the Council member for the region in which he/she works. The vote shall be by secret ballot, if desired. A three-quarters majority of the total membership of the Committee is required for the admission of an applicant, or for the exclusion of a member.

#### **Article 9 - Resignations**

A member who wishes to resign from the Society shall give notice of resignation addressed to the President of the Society. Resignations shall take immediate effect but shall not relieve the resigning member from any undischarged financial responsibility to the Society that he/she accepted prior to resignation.

#### **Article 10 - Termination of Membership**

The Council may terminate the membership of any member, the activities of whom are considered to be incompatible with the objectives of the Society. Such termination shall be proposed by the Council after having heard the defence (orally or in writing) of the interested party. The Council may also terminate membership for non-payment of the annual membership subscription, provided that the offending member shall first have received a reminder that he/she is overdue, followed by a warning that such termination is imminent if she/he continues to be in default of payment. The vote on the resolution to terminate the membership of any member shall be by secret ballot.

### **CHAPTER 3: OFFICERS**

#### **Article 11 - Officers of the Society**

The Officers of the Society shall be the President, President-Elect, Immediate Past President, the Secretary General and the Deputy Secretary General/Treasurer.

#### **Article 12 - Election of Officers**

All appointments start and finish at an Annual General Meeting (AGM).

The Secretary General shall be elected by the voting members of the Society upon the recommendation of the Council and shall have a five-year term of office (which may be extended for a maximum of one additional term). The Secretary General shall be responsible for conducting the correspondence of the Society, assisting the President in organising the AGMs, ensuring the implementation of decisions taken at all meetings, distributing information of interest to members and maintaining records.

The Deputy Secretary General/Treasurer shall be elected by the voting members of the Society upon the recommendation of the Council and shall have a five year term of office. The responsibilities of the Deputy Secretary General/Treasurer will include maintaining the finances of the Society.

There will be a President-Elect who will hold office for one year. He/she shall be elected by the members present at the AGM, following nomination by the Council. Normally the President-Elect will be a Professor from the University at which the next AGM is to be held.

The President will normally be the last President-Elect. His or her appointment will be confirmed at the AGM by the voting members of the Society present.

## **CHAPTER 4: THE COUNCIL**

### **Article 13 - Membership of the Council**

The Society shall be run by a Council.

The Council membership shall be made up of the five Officers, together with representatives from the major mining regions of the world, including the following areas: Europe, North America, South America, Africa, Asia, Oceania. The Council may co-opt a maximum of two other Members for specific assignments. If the organiser of the next AGM is not a member of the Council, then he/she will automatically be one of the co-opted members.

The majority of the Council members shall normally be from the category of Member (as defined in Article 7). Associate Members shall be eligible to hold office and be members of Council, but the number of Associate Members holding office or being members shall always be a minority in the Council.

### **Article 14 – Role of the Council**

Council shall order the affairs of the Society.

The President, supported by the Secretary General and the Council, shall have an annual programme of action, setting priorities for the activities of the Society during his/her term of office and this programme shall be considered at the AGM of the Society. The programme will have been drawn up by the President during his/her year as President-Elect.

The Council shall meet at least once per year, normally at the time of and at the same site as the AGM. The President in agreement with the Secretary General may convene other meetings in case of need. Notices of such meetings shall be sent to all Council Members at least 21 days before the dates of such meetings.

### **Article 15 - Election of Council Members**

The Officers of the Society shall all be ex officio Council Members.

In addition to the Officers, regional members will be elected by voting members of the Society from the region concerned. The term of office will be a maximum of three years.

The Secretary General shall be responsible for the conduct of the regional voting process.

### **Article 16 - Quota and Voting**

A quorum of the Council shall be three Officers of the Society (ref. Article 11), plus three other Council Members (ref. Article 13). In the absence of a quorum a notice shall immediately be issued to reconvene the meeting to resolve any matters on which a vote is required. Such a reconvened meeting shall be held not less than 21 days and not more than 42 days after the original meeting, those present at the reconvened meeting constituting a quorum.

When a vote is taken in the Council, each member shall have one vote. In the event of an equality of votes the President shall have a second (casting) vote.

The vote in Council shall be by secret ballot, if desired. Decisions shall be by simple majority of those present, except that a three-quarters majority of the total membership of the Council is required for modification of the Statutes. In this latter case, postal voting is acceptable.

### **Article 17 - Action between meetings**

Between meetings of the Council the Secretary General shall have the authority to act in the name of the Society in urgent matters after seeking the agreement of the President and/or the President-Elect or that of other members of Council as appropriate.

### **Article 18 - Council responsibilities**

All acts binding the Society shall be signed (except when a special proxy-holder has been designated) by two Members of the Council or by the Secretary General.

The Council shall be entrusted with court cases in which the Society is involved either as a plaintiff or as a defendant and the Society shall be represented in litigation by the President, Secretary General or by a member or members of the Council designated for this purpose.

## **CHAPTER 5: MEETINGS**

### **Article 19 – Annual General Meeting (AGM)**

There shall be an Annual General Meeting held once per year. The venue for each AGM shall be chosen by vote at a previous AGM of the Society. Normally, the location of the next two AGMs only will be agreed at each meeting.

Any voting member may bid to host an AGM, on behalf of their university. These proposals will be considered by the members present at the AGM during which the bid is made and the result will be decided by vote.

Once a site for a future AGM has been accepted, it is essential that the university concerned with the organisation of that event be represented at any AGM between such acceptance and the actual date of the meeting.

In the event of no representative being present at an intervening AGM, the right to host the next (or subsequent) AGM may be withdrawn and it may be offered to an alternative venue.

Notice of AGMs will be sent out with the minutes of the previous AGM. In addition, the organisers will be expected to contact all members and inform them of the venue, dates and other relevant information concerning the AGM. The organiser of the AGM, with the agreement of the Council represented by the Secretary General, is responsible for all invitations to speak, and the organisation of the actual programme.

### **Article 20 – Voting Members**

At any meeting of the Society where a vote is required, only those members within the membership categories of Member, Associate Member and Emeritus Member (as defined in Article 7) are eligible to vote, provided that such members have paid their annual membership fees of the Society for the current year.

### **Article 21 - Ordinary General Meetings (OGM)**

An Ordinary General Meeting may be held at any time. Such meetings will be official meetings of the Society, but, unlike the AGMs, will have no authority to elect Society Officers. An OGM may be called by Officers of the Society. The organisers of any OGM will be expected to provide all

members with a minimum of 28 days notice of such OGM, including details of the venue, date, time and agenda for the meeting.

#### **Article 22 - Minutes of meetings**

The minutes of each meeting of the Society shall be recorded. The minutes shall contain a summary of all discussions, the text of proposals/motions submitted to the meeting, a record of the decisions, and shall include the results of any ballots taken.

The minutes shall be recorded in the English language and shall be distributed by the Secretary General as soon as practicable after the close of the meeting to all members. Any proposals for amendment of the record shall be submitted to the Secretary General within two months of the distribution and shall be considered at the next meeting of the Society. The final version of the minutes shall be signed by the President.

### **CHAPTER 6: SOCIETY PROGRAMMES AND INITIATIVES**

#### **Article 23 – Academic Programmes**

The Society should foster the development of initiatives to ensure:

- Guardianship and leadership of academic knowledge and standards
- Awareness of health, safety, environment, community and sustainability matters in minerals education programmes
- Clusters/networks between universities, industry, governments, NGOs and alumni for the purpose of facilitating exchanges, sharing facilities and course offerings and reviewing and assessing programmes of participants
- Establishment of a register and data bank of programmes, personnel, facilities and other resources associated with minerals education and research
- Recognition of undergraduate, postgraduate and post-academic/continuing professional development (CPD) programmes of participants
- Succession training of future academics in minerals disciplines

#### **Article 24 - Research Programmes**

The Society will actively seek to enhance the funding base for minerals-related research with governments and industry. The Society will also actively promote coordination of research grants and the undertaking of major research initiatives.

#### **Article 25 – Communications**

The Society will pursue various means of communication amongst members (which may include a regular Newsletter); and publication of educational and research material (for example through a technical mining journal).

#### **Article 26 - Exchange Opportunities**

The Society shall foster development of initiatives to establish and maintain international student and staff exchange programmes.

### **Article 27 - Development of Conferences and Short Courses**

The Society should consider supporting the development of conferences and short courses for the benefit of members.

## **CHAPTER 7: FINANCIAL PROVISIONS**

### **Article 28 - Annual Subscriptions**

An annual subscription rate for each membership category shall be determined by the Council, for endorsement by the voting members of the Society at each AGM. The income from such subscriptions shall be used, in part, to meet expenses duly approved by the Council (for example those for administrative matters and other approved activities). The Deputy Secretary General/Treasurer, on behalf of the Council, shall report to the AGM on the financial circumstances of the previous financial year, the current financial year status, and present a budget for the coming financial year.

### **Article 29 - Costs of AGM**

The costs associated with the AGMs will be recovered from the participants through a registration fee. The AGM is expected to be run as a non-profit function and the fee charged to members is expected to be kept to the minimum required to cover the costs.