

The Constitution of Flinders University Cybersecurity Society

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1. Preliminary

1.1. Definitions

(a) In this constitution:

‘Academic Day’ refers to any working day during a teaching week in Semester 1 or Semester 2 as specified by Flinders University.

‘Casual Vacancy’ is a vacancy which occurs during the prescribed term of office which occurs at a time other than the annual elections.

‘Current Student’ means any enrolled student of the University, whether that person is enrolled as a full time, part time or external student.

‘General Secretary’ means the General Secretary of the Flinders University Student Association.

‘Returning Officer’ refers to a person who is responsible for overseeing the administration and conduct of an election. The returning officer must:

- a) Be impartial and independent of mind; and
- b) Not be a nominee for any position which they are overseeing.

‘Student Association’ means the Flinders University Student Association.

‘Internally Run’ refers to events, meetings and workshops where the club is either the sole group behind the production of the event.

‘Industry Partner’ refers to external or internal business partners of the club, who may or may not offer a donation (*including but not limited to; financial, supply of goods or services or access to events*).

‘Official Social Platforms’ refers to social platforms created and maintained by The Executive.

2. The Club

2.1. Club Name

(a) This club shall be known as the Flinders University Cybersecurity Society (CySoc for short).

2.2. Aims and Objectives

(a) The Aims and Objectives of the club are:

- To be a student run academic club offering members with a shared interest in Cybersecurity, Information, and related fields with:
 - Access to internally run Cybersecurity and Information Security workshops; and
 - Networking opportunities and connections with key identified industry partners; and

- Fair distribution of access to information, invitations to events & access to club provided premium learning platforms and support
- To run and properly maintain official social platforms for online communication with club members and external industry partners
- To when practical, offer our internally run meetings, workshops and sessions both in person and online formats
- To offer an inclusive, safe, and inviting learning environment for all potential club members, regardless of current skill level in Cybersecurity (or related fields)

2.3. Not for profit

- (a) The club shall operate on a not-for-profit basis.
- (b) The assets and income of the club shall be applied solely to further its objects and no portion shall be distributed directly or indirectly to the

members of the organisation except as genuine compensation for services rendered or expenses incurred on behalf of the organisation.

2.4. Affiliation

- (a) The club is affiliated to Flinders University Student Association.

2.5. Membership

- (a) Membership is open to:
 - (i) Current students; and
 - (ii) All others at the discretion of the club.
- (b) Membership must consist of at least 66% current students and a minimum of ten current students.

3. General Meetings

3.1. Calling a General Meeting

- (a) The meeting shall be called at a time and place convenient to the members of the club
- (b) General Meetings must be called by the Secretary at the request of the Executive.
- (c) General Meetings must be called by the Secretary at the request five members, or 10% of the total membership of the club, whichever is the higher amount.
 - (i) If the Secretary does not respond to the request within four weeks a request may be made directly to the General Secretary who will call the meeting.

3.2. Purpose of a General Meeting

- (a) General Meetings shall be convened for any the following purposes:-
 - (i) Planning of events;
 - (ii) Removal of office bearers;
 - (iii) To make changes to the constitution of the club;
 - (iv) To overrule any decisions made by the executive of the Club; or,
 - (v) The expulsion of a member or members of the club in accordance with the Student Association's Clubs and Societies Regulations.

3.3. Quorum of a General Meeting

- (a) Quorum at a General Meeting shall be five members.
- (b) Failure to reach quorum 30 minutes after the scheduled commencement time, the meeting shall lapse and a new meeting must be rescheduled.

3.4. Notice of a General Meeting

- (a) Notice of a General Meeting shall be given to the members of the club and the General Secretary of the Association at least a week before the set date.

- (b) The notice must contain an agenda which outlines items to be considered at the meeting.

4. Annual General Meetings

4.1. Calling an Annual General Meeting

- (a) An Annual General Meeting must be held once per year on an academic day prior to the 1st of May.
- (b) Annual General Meetings must be called by the Secretary at the request of the Executive.
- (c) Annual General Meetings must be called by the Secretary at the request five members, or 10% of the total membership of the club, whichever is the higher amount.
 - (i) If the Secretary does not respond to the request within four weeks a request may be made directly to the General Secretary who will call the meeting.

4.2. Business to be considered at the Annual General Meeting

- (a) The minutes of the last Annual General Meeting and any subsequent general meetings; and
- (b) Financial statements detailing the club's finances since the previous Annual General Meeting; and
- (c) Annual reports of the current members of the executive; and
- (d) Election of the new members of the executive; and
- (e) Any changes to the constitution of the club which have conformed to the notice requirements in section 11.5 of this constitution; and
- (f) Renewal of the club's affiliation to the Student Association; and
- (g) Any other business.

4.3. Quorum

- (a) Quorum at Annual General Meeting shall be 30% of total membership or ten members, whichever is lesser.
- (b) Failure to reach quorum 30 minutes after the scheduled commencement time, the meeting shall lapse and a new meeting must be rescheduled.

4.4. Notice

- (a) Notice of an Annual General has the same requirements as a General Meeting.

4.5. Post-Annual General Meeting.

- (a) The club will supply the Flinders University Student Association with a copy of:
 - (i) Annual General Meeting minutes confirming renewal of affiliation; and

- (ii) An updated membership list; and
- (iii) Updated executive contacts; and
- (iv) Evidence that the club has had at least two club events for members over the course of the last year; and
- (v) Financial reports detailing expenditure and income for the period between the last two Annual General Meetings.

4.6. Renewal of affiliation

- (a) The club must confirm its affiliation with the Flinders University Student Association at its Annual General Meeting on an academic day prior to the 1st of May.

5. Meeting Procedures

5.1. Chairing

- (a) The President shall chair all meetings. If the President is absent, the Vice-President shall chair the meeting. If the President and Vice President are absent, the first order of business shall be to determine the chair.

5.2. Voting

- (a) Each member present is entitled to one vote.
- (b) A vote shall pass if 50% plus one members present vote in favour of the item.
- (c) Voting shall be by show of hands unless 25% of the voting members present request a secret ballot.

6. The Executive

6.1. Functions of the executive

- (a) The functions of the executive are:
 - (i) Oversee the activities of the club and ensure that the club acts in accordance with the constitution; and
 - (ii) To select a delegate to represent the club at the Clubs and Societies sub-committee meetings; and
 - (iii) Administer the club's budget and finances.

6.2. Composition

- (a) The Executive Committee is comprised of:
 - (i) The President, who must be a current student; and
 - (ii) The Vice-Presidents (*Undergraduate, Postgraduate and Higher Degree by Research representative*); and
 - (iii) The Secretary; and
 - (iv) The Treasurer.
- (b) The executive must be comprised of at least two current students.

6.3. Term of Office

- (a) The term of office shall be from the time of appointment until the next Annual General Meeting.

6.4. Roles and Duties of the members of the Executive

- (a) The duties of the President include:
 - (i) Co-ordination of club activities; and
 - (ii) Being chief spokesperson for the club; and
 - (iii) Chairing general and Executive meetings; and
 - (iv) Acting as a signatory for the club's budget; and
 - (v) Assisting, advising, and supporting all members of the club; and
 - (vi) Act in lieu of other office bearers where they are unable or fail to fulfil their duties.
- (b) The duties of the Secretary include:
 - (i) The maintenance of a register of members consisting of name, student ID number, FAN; and
 - (ii) The production of meeting minutes; and
 - (iii) The submission of documents for renewal of affiliation.
 - (iv) Assisting all other executive members in their duties.
- (c) The duties of the Treasurer include:
 - (i) Being responsible for all of the club's money and to record all income received and payments made by the club; and
 - (ii) Keeping a register of all assets held by the club; and
 - (iii) Presentation of a financial report to each Executive meeting; and
 - (iv) Presentation of a financial report to the Annual General Meeting for the last financial year and the period since the end of the last financial year; and
 - (v) Keeping the financial records of the club; and
 - (vi) Acting as a signatory for the club's budget; and
 - (vii) Keeping the club's members informed of the club's financial situation.
- (d) The duties of the Vice-Presidents (*Undergraduate, Postgraduate and Higher Degree by Research representatives*) include:
 - (i) Assisting all other executive members in their duties.
 - (ii) Act in lieu of the President where they are unable or fail to fulfil their duties.

6.5. Executive meetings

- (a) Quorum at an executive meeting is 50% plus one of the voting members of the executive.

- (b) If, within 20 minutes after the scheduled start of an Executive Meeting, quorum is not achieved the meeting shall lapse and must be reconvened at a later date.
- (c) Executive meetings may be called by the Secretary, President or any two Executive members.
- (d) At least five days' notice in writing of the date, time and place of Executive meetings shall be given to each Executive member unless all executive members agree to waive this requirement.
- (e) A matter decided by the executive may be overruled by a General Meeting or Annual General Meeting.

7. Annual Elections

7.1. Timing

- (a) The annual elections held by the club must be announced at least two weeks prior to the meeting at which the elections are to be held.

7.2. Returning Officer

- (a) The Executive must appoint a Returning Officer at least 2 weeks before the election.

7.3. Nominations

- (a) Nominations must be sent, in writing, to the Returning Officer prior to the start of the meeting at which the election is held.
- (b) The Returning Officer must allow a final chance to nominate during the meeting immediately prior to the ballot.
- (c) Only current students may nominate for the position of President.
- (d) Any member of the club may nominate for the positions of Secretary, Treasurer and Vice-President

7.4. Ballots

- (a) Contrary to section 5.2(c) elections shall always be conducted by secret ballot.
- (b) Ballots may only be conducted at an Annual General Meeting of the club.
- (c) The order of the names on the ballot shall be randomized by the Returning Officer.

7.5. Vote Counting

- (a) Each member present at the meeting at which the election is held is entitled to a single vote for each ballot.
- (b) The nominated member who receives the most votes in the election and who is eligible for the position shall be declared the winner of the election.

7.6. Post-Election requirements

- (a) The contact details for all office bearers of the club must be given to the General Secretary and the Association within two weeks of the election.

8. Casual Vacancies

8.1. Timing

- (a) The Executive must notify the members of the club as soon as reasonably practicable of any casual vacancies.

8.2. Returning Officer

- (a) The Executive must open nominations for and appoint a Returning Officer within seven days of a position becoming vacant.

8.3. Nominations

- (a) Within seven days of being appointed, the Returning Officer must open nominations for all vacancies.
- (b) Nominations must be sent, in writing, to the Returning Officer.
- (c) If the number of nominations is less than or equal to the number of vacancies to be filled for a position, then the person(s) nominated shall be deemed to be elected to that position.

8.4. Ballots

- (a) If the number of nominations exceeds the number of vacancies to be filled for a position, a secret ballot shall be held to fill the position.
- (b) Contrary to section 5.2(c) elections shall always be conducted by secret ballot.
- (c) The order of the names on the ballot shall be randomized by the Returning Officer.
- (d) The ballot shall be conducted in a manner that the Returning Officer determines is fair and equitable for candidates and voters.

8.5. Unfilled Vacancies

- (a) If no nominations are received for a casual vacancy, the Executive shall reopen nominations until such a time as an eligible candidate nominates for

the casual vacancy. That nominee shall be deemed to be elected to that position.

9. Finances

9.1. Bank Account

- (a) The President and Treasurer must be signatories to the bank account.
- (b) At least two signatories to the bank account must be current students.

9.2. Financial Year

- (a) The financial year of the club shall run from 1 January to 31 December of each year.

9.3. Authorisation of expenditure

- (a) All financial outlays must be approved at a General Meeting, Annual General Meeting or a meeting of the club's executive.
- (b) Expenditure must only be authorised if it will further the aims and objectives of the club.

9.4. Banking of money

- (a) The club must bank all monies received as soon as practicable.

9.5. Record keeping

- (a) The club must ensure that a record is kept of all expenditure and income received. This record must specify the nature of all goods or services purchased and the name of the vendor.
- (b) The club must ensure that it obtains a receipt for all purchases and safely stores a copy.

9.6. Assets

- (a) All assets purchased at least in part by Flinders University Student Association's grants remain property of the Flinders University Student Association.

10. Dissolution

10.1. Winding up

- (a) The club may be wound up by a two-thirds majority of members present and voting at an Annual General Meeting or by a two-thirds majority of members present at a General Meeting convened for that purpose.
- (b) If the club is wound up by its members, it must inform the General Secretary and the Association within fourteen days and present the Association with a final asset register and bank account statement.

10.2. Distribution of Assets

- (a) In the event of the club being dissolved, the amount that remains after such dissolution and the satisfaction of all debts and liabilities shall be

transferred to the Flinders University Student Association which is not carried on for the profit or gain of its individual members.

- (b) In the event of the club being disaffiliated with the Flinders University Student Association all monies given to the club and purchased assets, shall be returned to the Flinders University Student Association.

11. Miscellaneous

11.1. Vacation of Office

- (a) The Office held by a executive member becomes vacant if the executive member:
 - (i) Dies or is permanently incapacitated;
 - (ii) Ceases to be a member of the club;
 - (iii) Resigns from their position by notice in writing to the club;
 - (iv) Fails to adequately fulfil the requirements as determined by a two-thirds majority vote at a General Meeting or an Annual General Meeting.

11.2. Expulsion

- (a) A motion to expel a member may be brought before a General Meeting of the club.
- (b) The motion to expel must be accompanied with written justification and sent to the member at least two weeks prior to the date of the General Meeting.
- (c) The member has a verbal and written right of reply to any notice of expulsion
- (d) A written right of reply must be given by the member within seven days of receiving the notice of expulsion to be included within the Agenda
- (e) The Agenda must include the motion of expulsion, written justification and any written reply by the effected member.
- (f) The Agenda of the General Meeting at which a motion of expulsion is included must be sent to members, and the General Secretary of the Association, at least one week prior to the General Meeting.

Discrimination

- (g) A club may not discriminate against a person for any reason if that discrimination is unlawful or breaches any regulations of the Association or the Flinders University of South Australia.

11.3. Bound by FUSA regulations

- (a) The club is bound by all of the Flinders University Student Association's regulations where applicable. This is not limited to the Clubs and Society

Regulations. Any inconsistencies between the Association's regulations are to be determined by the Association's Student Council.

11.4. Inconsistency rule

- (a) When a provision of this constitution is inconsistent with the regulations of the Association, the latter shall prevail, and the former shall, to the extent of the inconsistency, be invalid

11.5. Alterations to this constitution

- (a) All alterations to this constitution must be approved by a two-thirds majority at a General or Annual General Meeting of the club.
- (b) All alterations to this constitution must be provided in the notice of the meeting during which they are approved.
- (c) All alterations to this constitution must be approved by the Association before they come into effect.
- (d) Alterations must be submitted to the General Secretary prior to their approval by the club or within two weeks of their approval by the club.