

SOCIETY OF MINING PROFESSORS



SOCIETÄT DER BERGBAUKUNDE

CONSTITUTION (revised July 2012)

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

CHAPTER 1: NAME - OFFICE –VISION AND MISSION – 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 - Vision and Mission

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 the responsible practice of Mining Engineering as an engineering discipline, and to facilitate information exchange, research and teaching collaboration and other collaborative activities among its members.

The vision of The Society of Mining Professors/Societät der Bergbaukunde is to be the leading international society for mining university professionals, recognised for:

- effective networking;
- fostering collaboration and innovation in research, teaching and learning practices;
- relevance and impact for the global mining sector and society at large.

The mission of the Society is to contribute towards a sustainable minerals supply for society through:

- actively developing and supporting the mining engineering discipline;
- development of long-term professional relationships;
- exchanging innovative experience in teaching and learning practice;
- sharing research experiences, capabilities and future challenges;
- fostering professional career development and social awareness;
- providing timely, authoritative and independent comments on relevant global issues.

Article 4 - Language

The official language of the Society shall be English.

Article 5 - Duration

The Society shall exist for an indefinite duration. The Society's financial year shall be the calendar year, i.e. from 1 January to 31 December.

CHAPTER 2: MEMBERSHIP

Article 6 - Eligibility

Mining and mining-related professionals actively participating in minerals education and research shall be eligible to be members of the Society.

Article 7 - Classes of Membership

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

Member: A person who is a member of the academic staff at a university and is engaged in minerals education and/or research.

Associate Member: An industry person active in minerals education and/or research or any other person approved by the Membership Committee.

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 Honorifics Committee in recognition of their contribution to the Society, but who is exempt from any membership fees.

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

Article 8 - Membership Committee

The President, the President-Elect Designate, the President-Elect 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 (nominated/supported by a SOMP Full or Emeritus Member), taking into account the curriculum vitae of the applicant. The vote shall be by secret ballot, if desired. A 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 defense (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 Council vote on the resolution to terminate the membership of any member shall be by secret ballot, if desired.

CHAPTER 3: OFFICERS

Article 11 - Officers of the Society

The Officers of the Society shall be the President, President-Elect Designate, 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 (as defined in Article 20) of the Society upon the recommendation of the Council and shall have a four-year term of office (which may be extended for a maximum of one additional term).

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 four year term of office.

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

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 he/she will have been the President-Elect Designate in the previous year. It is expected that the President-Elect will be a Member from the University at which the next AGM is to be held.

The President will normally be the previous President-Elect. His or her appointment will be by nomination of the Council and confirmed at the AGM by the voting members of the Society present. The President can only serve one term.

The responsibilities of all Officers are specified by the Rules and Procedures of the Society (as defined by Article 18).

CHAPTER 4: THE COUNCIL

Article 13 - Membership of the Council

The Council membership shall be made up of the six Officers, together with Regional Member representatives nominated by Council from each of the major mining regions of the world, including the following areas: Europe, North America, South America, Africa, Asia, Oceania. Regional Council Members should serve for four years, with an opportunity to be re-appointed for another four-year term.

The Council may co-opt a maximum of two other Members for specific assignments.

The Chairperson of the Council shall be the Secretary General.

Article 14 – Role of the Council

The President, supported by the Secretary General and the Council, shall have management oversight and provide direction for the conduct of the affairs of the Society. Details of specific roles and responsibilities are as defined by the Rules and Procedures of the Society (defined by Article 18).

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 as required. Notices of such meetings shall be sent to all Council Members at least 21 days before the dates of such meetings.

The role of the Council shall be synonymous with that of a Board, as specified in the Statutes of the Society.

Article 15 - Election of Council Members

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

In addition to the Officers, the Council may nominate up to six regional member representatives to be Council Members (as defined by Article 13).

As defined in Article 13, the Council may also co-opt up to two additional Council Members.

Article 16 - Quota and Voting

A quorum of the Council shall be four Officers of the Society (ref. Article 11). 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 Council 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 Council member shall have one vote. In the event of an equality of votes the President shall have a second (casting) vote.

Voting in Council shall be by secret ballot, if requested by any Council member. Postal/electronic voting is acceptable. Decisions shall be by simple majority.

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 at least two other Officers of the Society.

Article 18 - Council responsibilities

All acts binding the Society shall be signed by the Secretary General and at least two other Officers of the Society (except when a special proxy-holder has been designated) with the exception of financial documents which must be signed by the President and the Deputy Secretary General/Treasurer, in accordance with the Statutes.

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.

The Council shall determine a number of specific functions and responsibilities by which the Society conducts its business on a day to day basis. These shall be defined as the Rules and Procedures. The Rules and Procedures may be amended from time to time by the Council.

CHAPTER 5: MEETINGS

Article 19 – SOMP Annual Meeting and Annual General Meeting (AGM)

There shall be a SOMP Annual Meeting (SAM) and Annual General Meeting (AGM) held once per year. The SAM will include the AGM as a business session, normally at the start of the SAM program. The venue for each SAM shall be chosen by vote at a previous AGM of the Society. Normally, the location of the next two SAMs will be agreed at each meeting.

In agreement with the Council, any voting member may bid to host an SAM, on behalf of his/her university. Council may approach prospective host sites to request bids. Bids to hold a future SAM must be submitted to Council through the Secretary General no later than three months prior to the AGM, for establishment by Council of suitability and eligibility. Council will then nominate a preferred bid for a particular year to the AGM, for endorsement by the voting membership present. Once a site for a future SAM has been accepted, it is expected that the university concerned with the organisation of that event be represented at any SAM between such acceptance and the actual date of the meeting. In the event of no representative being present at an intervening SAM, the right to host the next (or subsequent) SAM may be withdrawn and it may be offered to an alternative venue.

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 21 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.

CHAPTER 6: SOCIETY ACTIVITIES AND INITIATIVES

Article 23 – Society Activities and Initiatives

The activities and initiatives of the Society shall be in accordance with the Vision and Mission, as defined in Article 3.

CHAPTER 7: FINANCIAL PROVISIONS

Article 24 - Annual Subscriptions

An annual subscription fee for each membership category shall be determined by the Council, with any proposed changes to be endorsed by the voting members of the Society at the AGM. The subscription income shall be used to support the purposes of the Society, within the scope of the Council-approved annual budget, or as otherwise approved by the Council or its Officers, in accordance, where appropriate, with Article 18. 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 25 - Costs of SAM

The activity costs associated with the SAMs will be recovered from the participants through a registration fee. The SAM is expected to be run as a non-profit activity. The President-Elect should prepare a budget for their upcoming SAM and submit to the Secretary General for approval, prior to finalizing arrangements.