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# NEUROPHYSIOLOGICAL SCIENCES SOCIETY OF AUSTRALASIA CONSTITUTION

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Approved at the 2024 NSSA AGM

1. Name

The name of the Organisation shall be “The Neurophysiological Sciences Society of Australasia”, hereinafter referred to as “The Society”.

2. Interpretation

Hereinafter

- 2.1 “Society” shall mean “The Neurophysiological Sciences Society of Australasia”.
- 2.2 “Board” shall mean the Board of the Society.
- 2.3 “Recognised laboratory” shall mean laboratories recognised in the opinion of the Board to be as such.
- 2.4 “Member” shall mean ordinary, associate and sustaining member.
- 2.5 Words in the singular shall include the plural and words in the plural shall include the singular
- 2.6 “Voting member” means ordinary or associate member

3. Objectives

The objectives of the Society shall be:

- 3.1 To provide a forum for scientific and technical communication between members of the profession
- 3.2 To advance the knowledge of neurophysiological science
- 3.3 To promote excellence in neurophysiological investigation
- 3.4 To encourage training and education in neurophysiology
- 3.5 To facilitate dialogue with other professional societies with common interests

4. Affiliation

The Society shall not affiliate with any political party, grouping or organisation.

The Society, or any member of the Society in the name of the Society, shall not undertake activities associated with the activities, purposes and aims of a trade union or collective bargaining agency.

5. Membership

Membership shall be divided into three classes; ordinary members, associate members and sustaining members.

5.1 Ordinary members

- 5.1.1 Ordinary members shall consist of those individuals who are admitted as voting members by the Board on payment of such fee and compliance with such conditions of membership as are imposed by the Board from time to time
- 5.1.2 Ordinary members shall be individuals employed in the field of neurophysiological science who have been admitted to a degree in science or applied science of any Australian university or college of advanced education or equivalent recognised by any such university or college of advanced education, plus 12 months experience in a recognised laboratory; or are

individuals who have gained 10 years experience in the field of neurophysiological science or related areas as approved by the Board.

- 5.1.3 An ordinary member is entitled to vote at all of the meetings and to hold an appointed or an elected office in the society.
- 5.1.4 Ordinary membership fees shall be determined by the Board.

#### 5.2 Associate members

- 5.2.1 Associate members shall consist of those individuals who are admitted as voting members by the Board on payment of such fee and compliance with such conditions of membership as are imposed by the Board from time to time
- 5.2.2 Associate members shall be individuals employed or previously employed in the field of neurophysiological science or related areas as approved by the Board.
- 5.2.3 An associate member is entitled to vote at all of the meetings and to hold an appointed or an elected office in the society.
- 5.2.4 Associate membership fees shall be determined by the Board.

#### 5.3 Sustaining members

- 5.3.1 Sustaining members shall be those companies or businesses of their representatives who have shown interest in the Society, who wish to support the aims and objectives of the Society and who are approved by the Board.
- 5.3.2 Sustaining members are not entitled to vote at membership meetings
- 5.3.3 Sustaining members may hold office by appointment.
- 5.3.4 Sustaining membership fees shall be determined by the Board.

No person shall be a member until the current membership fee has been paid to the treasurer; thereafter such persons shall be entitled to all the privileges and benefits of membership, to attend all annual and general meetings, receive all publications and contribute to same, and shall be deemed to have agreed to be bound by the constitution rules and by-laws in accordance therewith.

### 6 Membership fee

- 6.1 The annual membership fees shall be such sums as may be decided by the Board from time to time
- 6.2 Annual membership shall terminate on the last day of June in each year

### 7 Termination of membership of the society

- 7.1 Any member of the Society may be expelled, suspended or otherwise penalised by a resolution passed by a two-thirds majority of the voting members of the Board, if in the reasonably held opinion of the Board they have been guilty of conduct in any manner whatever detrimental to the interests, objects and aims of the Society. Such a member shall be notified in writing one calendar month prior to expulsion, suspension or other penalty being discussed by the Board.

- 7.2 Any member of the Society shall cease to be a member upon receipt by the Society of a written resignation signed by such member.
- 7.3 If the annual fee of any member of the Society is not paid within 6 calendar months after June 30<sup>th</sup> each year, that member shall be declared unfinancial and shall be deprived of all privileges of membership until payment of the annual fee.

## 8 Board

- 8.1 The Board shall consist of:
- 8.1.1 The immediate past President as a voting member of the Board
  - 8.1.2 The President, Secretary and Treasurer of the Society shall be voting members of the Board.
  - 8.1.3 The Editor shall be a voting member of the Board.
- 8.2 The members of the Board shall hold office for two years.
- 8.3 The Board shall have the power to conduct activities in the name of the society and shall be responsible for carrying out all activities of the Society.
- 8.4 The Board shall cause the books of accounts kept by the Treasurer to be audited annually and that a report be made to all members of the society.
- 8.5 The Society is a voluntary Society and no payment of any kind may be made to a member without the authority or prior consent of the Board.
- 8.6 The Board shall meet before each Annual General meeting
- 8.7 The quorum of the Board shall be one half of the voting members of the Board.
- 8.8 The Board may authorise a member of the Board to make statements on behalf of the Society.
- 8.9 The Board may authorise a member of the Board to carry out any such other duties as the Constitution, by-laws, the Board of the Society may from time to time deem necessary.
- 8.10 The Board, upon the resolution passed by the absolute majority of the Board, may formulate and implement the policy of the Society.
- 8.10.1 At any meeting of the Board a Board member may make a resolution that a policy matter or major decision be sent to the ordinary members for endorsement. If the resolution is passed by a simple majority of the Board the matter shall be referred to the ordinary members for endorsements. When the simple majority of the

ordinary members shall constitute endorsement of the matter of policy decision, such a decision shall become policy of the Society.

- 8.11 A member of the Board being unable to attend a meeting may, at their discretion, delegate their vote to another member of the Board, such delegation shall be valid only if the member informs the Secretary or the President prior to the meeting.
- 8.12 A resolution in writing, signed by a majority of all members to the Board, shall be as valid as if it had been passed at a Board meeting. Such resolution may consist of several documents in like form.
- 8.13 The Board shall have the power to co-opt other members to the Board, who shall be non-voting members of the Board and whose duties shall be determined from time to time by the Board.
- 8.14 The Board shall abide by the constitution and by-laws of the Society and shall carry out the objectives of the constitution.
- 8.15 The Board shall have the power to make by-laws necessary to put into effect this constitution provided such by-laws are not inconsistent with the objectives of the Society.
- 8.16 The Treasurer shall be responsible for the receipt of all monies from subscriptions or other sources and for disbursement for or on account of the Society.
- 8.17 The Board shall meet at least every three calendar months.
- 8.18 The Board may at its discretion any of its powers, save the power of delegation, to any sub committee and may impose restrictions to be observed in the exercise of such powers.

## 9 Termination of Membership of the Board

A member of the Board shall cease to be a member on the occurrence of any of the following:

- 9.1 Receipt by the Board of a written letter of resignation signed by such member.
- 9.2 Ceasing to be a member of the society.

## 10 Board

- 10.1 The Annual General Meeting shall be held for the following purposes.
  - 10.1.1 To receive reports on the year's activities.
  - 10.1.2 To receive the audited financial statement for the financial year preceding the Annual General Meeting.

10.1.3 To elect such members of the Board specified by clause 8.1.2. This election shall occur at the Annual general Meeting preceding the term of office.

10.1.4 To discuss any business duly brought before the meeting.

10.2 In the event of insufficient nominations being received by the Annual General Meeting, the Board shall move to fill any vacancy by co-option.

10.3 Voting at the Annual General Meeting shall be held by ballot and by simple voting majority.

10.4 The Returning officer shall be the immediate Past President or the member nominated by the President.

10.5 Notice of the Annual General Meeting shall be given to all members by the way of writing no less than two months prior to the Annual General Meeting.

10.6 At any time an Extraordinary General Meeting can be called by a two-thirds majority of the voting members of the Society.

10.7 The President shall be the Chairman at the Annual General Meeting and shall not cast a vote except where there is need for a casting vote.

10.8 A voting member of the Society being unable to attend the Annual General Meeting may at their discretion, delegate their vote to another voting member. Such delegation shall be valid only if the member informs the Secretary or President in writing.

10.9 In the event of an Annual General Meeting failing to take place, all business may be conducted by mail with the voting being carried out by postal ballot.

## 11 Interpretation of the Constitution

11.1 The interpretation of this Constitution shall lie with the Board, provided that a member may dissent with the Board's ruling.

11.2 In the event of a situation arising which is not covered by this Constitution, the Board shall act in the best interests of the Society. Two-thirds of the members of the Board must agree on the action before it is undertaken. Such action shall be freely reported and distributed to all members of the Society.

## 12 Amendment to Constitution

12.1 This Constitution shall only be altered by a two-thirds majority of the voting members attending the Annual General Meeting.

- 12.2 A proposed amendment to the Constitution shall be printed and distributed to all members one month prior to the Annual General Meeting or proposed ballot day.

### 13 Editor

- 13.1 The Editor of the Society shall be appointed by and be responsible to the Board. The position of Editor shall be for a two year term and the appointee shall be eligible for reappointment.
- 13.2 The Editor shall be responsible for the management of content on the NSSA website, including blog posts and social media pages.
- 13.3 The Editor shall be responsible for alerting board members to any changes or updates to the content on the NSSA website, blog posts or social media pages.
- 13.4 The Editor shall have the power to appoint officers to assist in the preparation of the journal.

### 14 Finances

- 14.1 A fund of the Society website shall be maintained by the Treasurer at a level sufficient to cover the cost of the next financial subscription. Where possible, income from advertising, membership fees and other contributions shall be paid into this fund.
- 14.2 Organisers of Society activities, shall provide the Treasurer with a statement of income and expenditure, together with receipts and any relevant records. Any profit shall be forwarded to the Treasurer. Organisers may apply to the Board for a loan to cover expenses incurred prior to generation of income.

### 15 Copies of the Constitution

The Secretary shall supply a copy of the Constitution without charge to all new members on joining and on reasonable request to any existing member.