

CAUL CONSTITUTION

1 Objectives:

- 1.1 The objectives of the Council of Australian University Librarians (CAUL) shall include:
 - 1.1.1 to advance the progress and activities of Australian university libraries in support of teaching, learning and research at their institutions;
 - 1.1.2 to plan, implement and monitor cooperative activities between Australian university libraries, including assuming responsibility for the coordination or operation of such activities as agreed by the members;
 - 1.1.3 to provide an effective forum for information exchange between Australian university libraries;
 - 1.1.4 to encourage participation in Australian and international debate on relevant developments in higher education and libraries and information services;
 - 1.1.5 to foster communication with Universities Australia and other relevant national committees and organisations; and
 - 1.1.6 to establish and pursue a strategic plan and to do such other things as are conducive to the achievement of these objectives. *

2 Membership:

- 2.1 Membership is open to the University Librarian or equivalent of institutions which have representation on Universities Australia.
- 2.2 There shall be one member from each institution.
- 2.3 Membership shall be contingent upon payment of any membership fees or levies on members' libraries which may be determined by CAUL under this constitution.
- 2.4 If unable to attend any meeting, a member may nominate a representative to attend as an alternate or may appoint another member as his or her proxy for voting purposes. Written notice of the appointment of a proxy shall be delivered to the President before the commencement of the meeting.

3 Executive Committee:

- 3.1 There shall be an Executive Committee consisting of the President, Deputy President and three other members. The Executive Committee is empowered to act for CAUL in all respects except those matters which are required in this Constitution to be determined by members of CAUL. The Deputy President shall act as President in the President's absence. Another member shall be designated Treasurer by the Executive until completion of the member's current term of office. The role of the Treasurer shall be to oversee all financial matters associated with the operation of the

Council, and to be responsible for the presentation of budgets and financial statements to Council as appropriate.

4 Election of Officers:

- 4.1 The President and other members of the Executive shall be elected from among the members for a term of 2 years and shall be eligible for re-election but may not serve more than two terms consecutively.
- 4.2 Officers shall be elected in a manner determined by CAUL. When a formal process is prescribed for a particular election, informal votes will be discarded.
- 4.3 In the event of casual vacancies arising from the resignation of a member of the Executive, an election will be held within 60 days to fill the vacancy. The person so elected shall remain in office only for the unexpired portion of the term of the person who resigned. If the duration of the term created by the casual vacancy is greater than one year, it will be regarded as serving a term of office for the purposes of clause 4.1.
- 4.4 These principles (4.1 to 4.3) will apply to other CAUL positions which are elected by CAUL members.

5 Finance:

- 5.1 CAUL may charge a membership fee, the amount of which may be determined from time to time by vote at a meeting of members.
- 5.2 CAUL may also resolve to raise funds by levies on members' libraries. A levy shall require endorsement by a two-thirds majority of members voting in person or by proxy at a CAUL meeting, with the proposal being included in the notice of the meeting. The proposal shall indicate whether the levy shall be binding on all members' libraries.
- 5.3 All monies payable to CAUL shall be paid to the credit of CAUL in an appropriate account.
 - 5.3.1 Signatories on CAUL accounts shall consist of at least two members of the CAUL Executive Committee, and other members or employees of CAUL as may be determined by the Executive Committee. Operation of the account shall require any two of the signatories to sign.
 - 5.3.2 CAUL may borrow funds, or obtain credit, only to the limit of the account balance, or to the account balance minus outstanding liabilities and commitments to the end of the current financial year, whichever is the lower amount.
- 5.4 Funds and credit shall only be used for purposes approved by a meeting of CAUL or the Executive Committee.
- 5.5 **Non-profit.** The assets and income of CAUL shall be applied solely in furtherance of its above-mentioned objects and no portion shall be distributed directly or indirectly to the members of the association except as bona fide compensation for services rendered or expenses incurred on behalf of the organisation.

- 5.6 An audited statement of accounts shall be prepared annually for the year ending 31 December and presented for approval to the first meeting of CAUL in the succeeding year.

6 Meetings:

- 6.1 At least two meetings of CAUL shall normally be held each year. The notice of any meeting of CAUL shall be posted to all members by the President at least fourteen (14) days before the date of the meeting.
- 6.2 The quorum for a meeting of CAUL shall be fifty (50) per cent of financial members. The quorum for a meeting of the Executive committee shall be three (3) members of the Executive Committee.

7 Voting:

- 7.1 Unless otherwise required in this Constitution, votes shall be determined by a simple majority of members voting at a meeting in person or by proxy or in a postal ballot to all members by the President and allowing at least fourteen (14) days for responses to be received.

8 Amending the Constitution:

- 8.1 This Constitution may be amended by a two-thirds majority of members voting in person or by proxy at a meeting, provided that notice of the proposed amendment has been given at the time of calling the meeting.

9 Working Parties:

- 9.1 CAUL may appoint Working Parties of one or more members, with power to co-opt, to address specific issues.

10 Winding up:

- 10.1 A motion to wind up CAUL shall be considered only at a special meeting called for the purpose on at least fourteen (14) days written notice, and must be approved by not less than two-thirds of the members voting in person or by proxy.
- 10.2 Upon the motion being approved, all the assets of CAUL shall be realised.
- 10.3 The amount that remains after CAUL's dissolution and the satisfaction of all debts and liabilities shall be transferred to any organisation with similar purposes which is not carried on for the profit or gain of its individual members.
- 10.4 This organisation shall be Universities Australia.

May 1992

(amended March 1996; amended March 1999; amended September 2003, amended April 2008, amended September 2012, amended March 2014)

* CAUL's protocols for its advisory committees are available from <http://www.caul.edu.au/about-caul/caul-committees>