

# **SCHEDULE**

**Faculty of Information Technology  
Society**

**WIRED Monash Malaysia Charter**



## Schedule

### Faculty of Information Technology Society

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# **1. — PRELIMINARY**

## **1. Name**

1. The name of this Chapter shall be "WIRED Monash Malaysia."
2. The Chapter shall also be known as "WIRED Malaysia" or "Faculty of Information Technology Society Malaysia."

## **2. Interpretation**

1. The provisions of this Charter shall be construed subject to the constitution of the Faculty of Information Technology Society.
2. Where the constitution of the Faculty of Information Technology Society makes a provision for a matter or thing not otherwise provided for in this Charter, those provisions shall take effect as if they were contained in this Charter.
3. In this Charter, unless the contrary intention appears, all words and expressions have the same meaning as they are in the constitution of the Faculty of Information Technology Society.
4. These definitions apply within this Charter:
  1. Chapter: The organisation established under this Charter.
  2. Club: Faculty of Information Technology Society (ABN: 74 334 022 660)
  3. MUMTEC: The Monash University Malaysia Tech Club
  4. MUM: Monash University Malaysia Sdn. Bhd. (Co. No. 458601-U)
  5. Board: The executive body of this Chapter.
  6. Board Member: A who has been appointed to a position on the Board.

## **3. Purpose**

1. The purpose of the Chapter is to advance the education of the students of MUM by—
  1. seeking to extend the success of the Club to MUM;
  2. leveraging the advantages of the Club's experience;
  3. providing an environment for students from any Faculty who are interested in the IT field to socialise with students with like interests;
  4. providing interaction between students interested in the IT fields and the IT Industry;
  5. providing communication and support between IT faculty and students;
  6. providing support, information, knowledge, and opportunity for students interested in the IT field; and
  7. extending IT knowledge from sciences to a social atmosphere.

## **4. Affiliations**

1. The Chapter is affiliated with the Club as chapter of the Club.
2. The Chapter is to be registered with MUMTEC subject to their acceptance of this registration.

## **2. — MEMBERSHIP**

### **1. Eligibility**

3. Any person who supports the purposes of the Chapter is eligible for membership of the Chapter.

### **2. Duration**

Membership shall run indefinitely from entry into the register of members until—

1. resignation;

1. A chapter member may resign by notice in writing given to the Chapter.

2. expulsion; or

3. death.

### **3. Rejection**

1. Within seven days of a person joining the Chapter, the Board may resolve to provisionally reject their Chapter membership application until the matter can be decided at a Committee Meeting.

2. A person may only have their Chapter membership application rejected if not less than two thirds of the members present (either in person or by proxy) at a Committee Meeting vote in favour of the decision, provided that—

1. 14 days notice of the intention to move a motion of rejection has been served on the person; and

2. they have been given a reasonable opportunity to speak to the motion.

### **4. Fees**

4. The club shall not have any membership fees.

### **5. Register of Members**

1. The Administrator must keep and maintain an annual register of Chapter members that includes for each current member—

1. the member's full name;

2. the member's Monash student ID number (if applicable);

3. the member's email address;

4. the member's home campus;

5. the date of becoming a member;

6. if the member is an ordinary, associate or honorary life member; and

7. any other information determined by the Board.

## **5. — THE BOARD**

### **1. Powers**

1. The Chapter has power to do all things incidental or conducive to achieve its purposes, subject to any restrictions placed on it by the Club.

2. The Chapter may only exercise its powers and use its income and assets (including any surplus) for its purposes.
3. The Committee may delegate to the Board any of its powers and functions other than a duty imposed on the Committee by its Constitution;
  1. The delegation must be in writing and may be subject to the conditions and limitations the Committee considers appropriate.
  2. The Committee may, in writing, revoke a delegation wholly or in part.

## **2. Board Members**

1. Board Members are people recognised in this charter to form the Board.
2. Board positions shall be held by Board Members.
3. Board Members must be MUM students.
4. Board Members are not entitled to vote at a Committee meeting.

## **3. Composition**

1. The members of the Board and their duties are:
  1. Cochair (External) to—
    1. attend Committee Meetings and Board Meetings;
    2. preside as chair over Board Meetings in the absence of the Cochair (Internal);
    3. co-ordinate the activities of the Board;
    4. approve and sign off on all off-campus event documentation requirements;
    5. represent the Chapter, and act as its spokesperson for the Chapter;
    6. submit reports to Board Meetings, as appropriate;
    7. liaise with the President;
    8. perform such duties as the Board may resolve;
    9. Spearhead initiatives or timelines for the Chapter;
    10. Maintain industry relations with affiliated and sponsoring companies;
    11. Set and maintain the brand image of the Chapter; and
    12. Support the Co-Chair (Internal) in miscellaneous matters.
  2. Cochair (Internal) to—
    1. attend Board Meetings;
    2. preside as chair over Board Meetings;
    3. hold the diversity portfolio, that is to act as the voice of equal opportunity and diversity on all decisions and at all club events;
    4. liaise, collaborate, and maintain contact with staff of the Engineering and IT faculties;
    5. liaise, collaborate, and maintain contact with similar student groups, and the greater IT industry to promote diversity to members and the wider student body;

6. liaise with the President;
  7. support the Co-Chair (External) in miscellaneous matters; and
  8. be responsible for all financials and budget matters.
3. A Marketing Lead to—
  1. handle the Chapter's official social media platforms;
  2. create social media marketing strategies;
  3. handle email content preparation for the Chapter's event;
  4. curate design materials for the Chapter's event and initiatives;
  5. liaise with both Co-Chairs; and
  6. perform such duties as the Board may resolve.
4. A Marketing Associate to—
  1. Assist the Marketing Lead in all relevant matters; and
  2. perform such duties as the Board may resolve.
5. An Operations Lead to—
  1. manage on-campus or virtual event logistics matters;
  2. handle and update the Chapter's membership data and maintain confidentiality;
  3. analyse data to bring insights for the Chapter's growth;
  4. liaise with both Co-Chairs; and
  5. perform such duties as the Board may resolve.
6. An Operations Associate to—
  1. Assist the Operations Lead in all relevant matters.
2. The Board may also appoint General Chapter Assistants to—
  1. attend Board Meetings; and
  2. perform such duties as the Board may resolve.

#### **4. Selection of Board Members**

1. Process
  1. Announcement about the recruitment for the Board shall be made by the end of November; and given at least two weeks to submit an application.
  2. A panel of Board Members or delegates of the Board shall assess and shortlist candidates.
    1. If this is not done on time, the panel may be formed by the Committee.
  3. The shortlisted candidates shall undergo an interview by the end of December. The interview panel shall consist of a minimum of one Co-Chair, and delegates appointed by Co-Chairs.
2. Selection criteria
  1. Successful applicants must be MUM students.

2. Successful applicants must support the aims of the Chapter.
3. Term of office
  1. Board Members shall hold their positions from the 1st of February until the 1st of February in the next year.
4. A Board Member position will become vacant if the person holding the position —
  1. is no longer a MUM student;
  2. delivers a signed resignation letter to both the Committee and Board;
  3. is removed by the Committee; or
  4. is unable to carry out their duties as prescribed by this Charter.

## **5. Board Meetings**

1. Authority
  1. The Board has decision making authority over the Chapter in affairs that are entirely of MUM, and that are not contradicted by the Committee, this Charter, or the Club Constitution
  2. The Committee shall receive reports from Board upon request.
2. Chair
  1. The Cochair (Internal) or in their absence, the Cochair (External), is the Chairperson for any Board Meetings.
  2. If both Cochairs are absent, or are unable to preside, the Chairperson of the meeting must be a Board Member elected by the other Board Members present.
3. Meetings of the Board
  1. The Board must meet at least two times in each half year.
  2. Special Board Meetings may be convened at a specified date, time and place by a Chair or by any two members of the Board.
  3. Board Meetings are convened to make official Chapter decisions and must include a reporting system back to the Committee.
4. Notice of meetings
  1. Notice of each Board meeting must be given to each Board Member no later than 4 days before the date of the meeting.
  2. Notice may be given of more than one Board meeting at the same time.
  3. The notice must state the date, time and place of the meeting.
  4. If a special Board meeting is convened, the notice must include the general nature of the business to be conducted.
  5. The only business that may be conducted at a special Board meeting is the business for which the meeting is convened.
5. Procedure and order of business
  1. The procedure to be followed at a Board meeting must be determined from time to time by the Board.

2. The order of business may be determined by the members present at the meeting.
6. Use of technology
  1. A Board Member who is not physically present at a meeting may participate in the meeting by the use of technology that allows that Board Member and the other members present at the meeting to clearly and simultaneously communicate with each other.
    1. A person participating in this way is taken to be present at the meeting.
7. Quorum
  1. No business may be conducted at a Board meeting unless a quorum is present.
  2. The quorum for a Board meeting is the presence of a majority of the Board Members holding office, and the Chairperson.
  3. If a quorum is not present within 20 minutes after the notified commencement time of a Board meeting—
    1. in the case of a special meeting—the meeting lapses;
    2. in any other case—the meeting must be adjourned to a date no later than 14 days after the adjournment and notice of the time, date and place to which the meeting is adjourned must be given.
8. Conflict of interest
  1. A Board Member who has a material personal interest in a matter being considered at a meeting must disclose the nature and extent of that interest to the meeting participants.
  2. The Board Member must not be present while the matter is being considered at the meeting; and
  3. This rule does not apply to a material personal interest—
    1. that exists only because the member belongs to a class of persons for whose benefit the Club is established; or
    2. that the member has in common with all, or a substantial proportion of, the members of the Club.
9. Minutes of meeting
  1. The Board must ensure that minutes are taken and kept of each Board Meeting, and minutes must be provided to the Committee.
  2. The minutes must record the following—
    1. the full names of the members, and their positions (if applicable) in attendance at the meeting;
    2. the meeting number, venue, commencement and close time;
    3. the business considered at the meeting;
    4. any material personal interest disclosed.
10. Leave of absence



1. The Committee may grant a Board Member leave of absence from meetings for a period not exceeding 2 months.
2. The Committee must not grant leave of absence retrospectively unless it is satisfied that it was not feasible for the Board Member to seek the leave in advance.

#### 11. Indemnity

1. To the extent possible under law, members and Board members are entitled to be indemnified out of the assets held for the Chapter for any debts or liabilities incurred personally by a member or Board Member when acting on behalf of the Chapter, so long as the member or Board member was—
  1. authorised by the Chapter or Club to take that action; and
  2. acting in good faith and in the best interests of the Chapter.
2. This indemnity is a continuing obligation and is enforceable by a person even if that person is no longer a member of the Chapter. This indemnity only applies to the extent that the person is not otherwise entitled to be indemnified and is not actually indemnified by another person (including an insurer under an insurance policy).

#### 12. Circular resolutions

1. The Board can pass circular resolutions. To pass a circular resolution, Board Members must agree to it in writing, including by email or other electronic communication, and it is passed once more than three quarters of the Board Members have agreed to it.
2. Once a circular resolution has passed, it must be served to the Committee.

## **6. — AMENDMENT OF THIS CHARTER**

### **1. Process**

1. This Charter is amended when a proposed amendment is approved by—
  1. the affirmative votes of an absolute majority of the Club Committee; and
  2. the affirmative votes of an absolute majority of the MUMTEC Committee.
    1. This criterion is taken to have been fulfilled if the Chapter is not registered with MUMTEC.