

**SOCIETY FOR UNDERWATER TECHNOLOGY**

**SPECIAL INTEREST GROUP**

**PHOENIX**

**CONSTITUTION**

**REVISION 0**

## 1. INTRODUCTION

The Phoenix group is a special interest group of the Society for Underwater Technology (Perth Branch) Inc. in Australia.

This document sets out the vision and purpose of the Phoenix group, accompanied by a set of rules for governing its function.

## 2. DEFINITIONS

SUT	Society for Underwater Technology (Perth Branch) Inc.
AGM	Annual General Meeting
Phoenix	A Special interest group of the SUT
Phoenix Member	A member of the Phoenix group who is also a SUT member
SUT Member	An individual, full or bona fide, member of SUT

## 3. MISSION STATEMENT

Phoenix is a collective of subsea professionals; each possessing extensive subsea experience in engineering, science or academia. The group provides a focal point where members apply their experience, knowledge, skills, leadership and wisdom to current and future challenges in support of the reinvigoration of the subsea industry.

Phoenix:

- i. Is proactive in advocating the capabilities of the group members;
- ii. Engages with stakeholders (investors, industry, government and academia) to identify and progress viable solutions for future needs;
- iii. Provides a forum where innovative ideas can be shared, developed and progressed to fruition;
- iv. Provides leadership, mentoring and training; ensuring a legacy of engineering, scientific and academic excellence is inherited;
- v. Will leverage the enormous global network available through its membership to further its aims and objectives.

Phoenix members have over 1,000 years of experience in subsea and pipeline engineering and construction. An opportunity exists to harness this capability for the greater good of those who make up the subsea industry.

Phoenix as a group will act in the interest of all members of Phoenix without prejudice.

## 4. ELLIGIBILITY

All SUT members (corporate or individual, full or bona fide) are eligible to become members of Phoenix. It is incumbent upon Phoenix members to demonstrate a willingness to promote the mission of the group as set out in Clause 3.

It should be noted that the SUT bona fide membership pathway has been introduced for Phoenix. It is specific to those in the industry who are unemployed or under employed. Bona fide members do not pay members fees, are not entitled to vote in SUT elections, pay non-member fees for attendance at events and do not receive SUT publications. It is expected that full membership will be attained upon attainment of full employment.

## **5. STRUCTURE**

### Committee

The committee will comprise a maximum of sixteen (16) members. Fourteen (14) members shall be drawn from the SUT membership, one (1) SUT Committee Member and one (1) SUT staff member.

As much as is possible the Phoenix committee should represent the range of technical disciplines which comprise the subsea industry and the collective experience should encompass operators, contractors, equipment suppliers, consultants and academia.

A Committee Member has full voting rights on the Phoenix committee and will have the opportunity to enter an election as an Office Bearer (as per Clause 8). Committee Members will serve a period of two years after which they may nominate for re-election for an additional two years.

The Phoenix committee has four elected officers: a Chair, A Vice-Chair, a Secretary and an Under-Secretary. A description of the roles is provided in Clause 6 and the election process of these officers is set out in Clause 8.

### Other

All SUT members are entitled to opt in for inclusion on the Phoenix mailing list so that they may be informed of events and initiatives as well as joining the Phoenix group.

## **6. ROLES AND RESPONSIBILITIES**

The following sets out the roles and responsibilities of the Phoenix Committee Office Bearers.

### Chair

- i. Drives strategies for furthering the vision and purpose of the group as set out in Clause 3;
- ii. Chairs and prepares agenda for all Phoenix Committee meetings;
- iii. Opens and closes each Phoenix event;
- iv. Prepares Phoenix contributions to the SUT, General (monthly) Quarterly and Annual reports as and when required;
- v. Prepares Phoenix contributions for the SUT Branch AGM;
- vi. Liaises with SUT Office Bearers, SUT Committee and/or SUT staff members as and when required;
- vii. Interacts with overseas Phoenix branches if and when they are formed;
- viii. Reports to Phoenix Committee on SUT matters, overseas Phoenix interaction and any other external interactions or contacts.

### Vice-Chair

- i. Acts instead of the Chair where the Chair is otherwise engaged.

### Secretary

- i. Organises and attends all Phoenix committee meetings, maintaining full and correct minutes of proceedings including a record of attendance and a record of key points, ensuring all decisions and proposals are recorded alongside the name of the person(s) responsible for carrying them out;
- ii. Circulates minutes to the Phoenix committee for review;
- iii. Issues approved minutes to SUT Office Bearers and SUT Perth Branch Administrator;
- iv. Liaises with SUT Membership Secretary to ensure Phoenix mailing list is maintained and current;
- v. Maintains a list of Phoenix Committee Members and their contact details.

### Under-Secretary

- i. Acts instead of the Secretary where the Secretary is otherwise engaged.

## **7. APPLICATION FOR COMMITTEE MEMBERSHIP**

### 2016 / 2017 Interim Committee

- i. The 2016 / 2017 interim committee will be formed from the group of individuals involved in the formation of Phoenix in October 2016
- ii. The 2016 / 2017 interim committee will serve until the end of December 2017;
- iii. The inaugural Phoenix AGM will be held in November 2017 to synchronise with the SUT AGM.

### 2018 / 2019 Committee (and subsequent)

- i. Invitations for Committee Members to serve in 2018/2019 (and subsequent) will be sent out in mid-October (before the 15<sup>th</sup>) of the preceding year;
- ii. The invitations will be sent out to the Phoenix mailing list as compiled by the Phoenix Secretary and the SUT Membership secretary;
- iii. There will be a maximum of ten (10) positions to be filled. Applications should be sent to the SUT Membership Secretary before the end of October;
- iv. If more than ten (10) applications are received, the candidates will be asked to provide a candidate statement of no more than 200 words before the end of the 1<sup>st</sup> full week of November (end of the week being the close of business on Friday). The Phoenix Office Bearers, who are serving a two (2) year tenure straddling the committee election (refer to Clause 8) will determine who is selected for a Committee. The selection criteria will be aimed at achieving a diverse group as identified in Clause 5;
- v. The committee for the following two (2) year term will be announced at the Phoenix AGM on the 3<sup>rd</sup> Thursday of November.
- vi. The term of the newly elected Committee will commence on the 1<sup>st</sup> of January the following year.

## **8. ELECTION OF OFFICE BEARERS**

The Chair, Vice-Chair, Secretary and Under-Secretary of the Phoenix Committee are elected to serve for a fixed term of two (2) years. Upon completion of their term they may seek re-election for a second term. No Office Bearer may serve more than two (2) consecutive terms in the same role. Office Bearers terms will be out-of-phase with Committee Members tenure in order to maintain continuity.

Nominees shall be active Committee Members. Nominations should be submitted to the Chair with the names of a proposer and seconder – both of whom must be serving members of the Group.

The Chair shall notify the Committee of upcoming elections in mid-October (before the 15<sup>th</sup>) and receive nominations before the end of October. If more than one nomination is received for a role then nominees will be required to submit a candidate statement of no more than 200 words before the end of the 1<sup>st</sup> full week of November (end of the week being the close of business on Friday).

The current SUT Membership Secretary shall manage the process. The existing Committee Members will be asked to vote for their preferred candidate for each position via e-mail. This process will be confidential. The Chair will announce Office Bearers for the following two (2) year term at the Phoenix AGM on the 3<sup>rd</sup> Thursday of November. The term of the newly elected Office Bearers will commence on the 1<sup>st</sup> of January the following year.

## **9. MEETINGS**

- i. Committee meetings will take place on the 1<sup>st</sup> and 3<sup>rd</sup> weeks (usually Thursdays) of each month;
- ii. The time and location of each meeting will be confirmed by e-mail invitation from the Secretary;
- iii. Chair (or delegate, usually the Vice-Chair) shall preside over meetings;
- iv. A minimum of 5 Committee Members (including at least 1 Office Bearer) must be present for the meeting to be a quorum;
- v. Each Committee Member has a deliberative vote;
- vi. Matters to be decided at a meeting must be decided by majority vote of the members present at the time. In cases where there is no majority the person presiding is to provide the deciding vote;
- vii. Meetings are to be minuted by the Secretary (or delegate, usually the Under-Secretary) as per Clause 6;
- viii. Failure to attend three consecutive committee meetings without notice will prompt a review of membership by the Office Bearers and the individual may be asked to vacate their position on the committee;
- ix. It is expected that Committee Members participate in the committee proceedings and periodically volunteer to participate in Phoenix initiatives and events. Inactivity by a Committee Member may lead to a review of membership by the Office Bearers and the individual may be asked to vacate their position on the committee;
- x. Any committee position resulting from an individual being asked to vacate will be offered to previously unsuccessful nominees on the basis of merit as determined by the remaining committee members;
- xi. Committee meeting invitations will be extended to SUT Office Bearers and their attendance is discretionary provided they notify the Phoenix Chair and Secretary.

## **10. NON-COMMERCIALITY**

SUT is a not-for-profit organisation which operates in accordance with the SUT Model Statement of Ethical Principles and Standards, dated 31st March 2013 and the Western Australia Associations Incorporation Act 2015.

Phoenix will adhere to the principles set out in these documents. Where there is conflict between these documents the Western Australia Associations Incorporations Act 2015 shall apply.