

MX Association 22nd Annual Conference Sydney– Australia 16 –18 October 2005

Sydney '05
mx . association

MX Association Constitution – October 2005

AMENDMENTS

- Amended Annual General Meeting Adelaide South Australia October 1995
- Amended Annual General Meeting Melbourne Vic November 1998
- Amended Annual General Meeting Perth Western Australia 2001
- Amended Annual General Meeting Melbourne, Victoria 2004
- Amended Annual General Meeting Sydney, NSW October 2005

1. NAME AND LOGO

- (1) The name of the organisation shall be the “MX Association”, hereinafter called the “Association”
- (2) The MX Association logo shall contain the letters MX and the word Association as shown.



2. AIMS

The aims of the Association shall be: -

- (1) to provide a means for MX Users to network and increase their knowledge and understanding of the MX System, hereinafter called “MX”, and other associated technologies, both hardware and software;
- (2) to promote and discuss the future development of MX;
- (3) to advise Bentley Systems Incorporated and/or the authorised Australasian Agent, Bentley Systems Pty Ltd Australasia, of the Association’s view regarding the priorities for development;
- (4) to encourage Bentley Systems Pty Ltd and Bentley Systems Incorporated in the dissemination of MX information and, in particular, the notification of known software errors to MX users;

- (5) to co-operate with similar MX user groups throughout the world;
- (6) to do all such other things which are conducive to the attainment of all or any of the above aims.

3. MEMBERSHIP

- (1) Membership of the Association shall be open to all persons having an interest in the use of MX and subscribing to the stated aims;
- (2) Membership shall be attained by:
 - (a) attendance at a MX Australasian Conference;
 - (b) holding a current MX licence;
 - (c) applying in writing to the current committee.
- (3) The current delegate list shall constitute the membership list. In the case of a member not attending an MX Conference for the last three (3) consecutive years they may be removed from the delegate list.
- (4) The Association may confer life membership on any member on such terms as it sees fit.

4. RELATIONSHIP WITH BENTLEY SYSTEMS PTY LTD

The Association will remain wholly independent of Bentley Systems Pty Ltd but will assist wherever practical in the supply of information required for the maintenance and development of MX.

5. COMMITTEE

- (1) The committee shall comprise of a President, a Secretary/Treasurer and a Technical Coordinator;
- (2) Committee members should, if possible, come from the same geographical location holding the next Annual General Meeting;
- (3) The committee shall have the power to co-opt up to two further committee members;
- (4) Members shall not be co-opted unless their consent has been obtained in advance;
- (5) The immediate past President may, if desired, by virtue of his or her office, be a member of the committee;

- (6) Subject to this constitution and to any directions of the general meeting the committee may regulate it's own affairs as it sees fit;
- (7) The newly elected committee shall take office one calender month after the Annual General meeting. During that calendar month, the titles of the new committee shall be President-elect, Secretary/Treasurer-elect and Technical Co-ordinator-elect;
- (8) The outgoing office bearers shall hand over various records relating to their position, including the official membership mailing list, as soon as practicable after the official change over date;
- (9) The committee shall be responsible to the Association and shall present an Annual Report, including a financial statement, to the Annual General Meeting;

6. ANNUAL GENERAL MEETING

- (1) The interval between Annual General Meetings shall not be more than two (2) years and will normally be in October;
- (2) The main business, of the Annual General Meeting shall be:
 - (a) to elect, from amongst members, a new committee for the forthcoming term;
 - (b) to act as a forum for the discussion of MX and associated technologies;
 - (c) to consider for approval any suggestion for constitutional amendments;
 - (d) to elect, if desired, an auditor, who shall not be a member of the committee.

7. QUORUM

The quorum at the Annual General Meetings shall be 40 members, or one-sixth of membership, whichever is smaller.

8. VOTING

- (1) Where voting takes place a majority of a least 51% shall be required to carry a motion except in the case of a quorum not being present, despite reasonable notice, when unanimous votes will carry the motion;
- (2) Only member of the Association shall be entitled to vote;

- (3) Each member shall be entitled to one vote. In the event of equality of voting on any question it shall be resolved so as to preserve status quo. The Chair may exercise a deliberate vote provided that this is done before the result is known.

9. FINANCE

- (1) All monies received shall be deposited in the Association's bank account. Cheques or internet transactions are to be authorized in writing by any two of the President, Secretary, Treasurer or Technical Co-ordinator;
- (2) The funds of the Association may be deposited in any bank, savings bank, cash management trust or building society, as determined by the committee from time to time;
- (3) The Secretary/Treasurer shall, if required, present the balance sheet and the Annual statement of receipts and expenditure for auditing;
- (4) The Association is a non-profit organisation and the income and assets of the Association shall be applied exclusively to the promotion of its aims and no portion thereof shall be paid or applied directly or indirectly to the members. (Except by way of reimbursement for authorised expenses incurred on its behalf);

10. MINUTES

- (1) Minutes shall be kept of all proceedings at Annual General Meetings and submitted for confirmation at the next Annual General Meeting;
- (2) Minutes shall be signed as a correct record by the chair of the meeting at which they are confirmed;
- (3) Any member voting against a resolution carried at a general meeting and any member abstaining from voting shall be entitled to have their dissent or abstention (as the case may be) recorded in the minutes of that meeting.

11. CHAIR

The President shall take the Chair at all General and Committee meetings. If the President is absent, or unable to act, the Chair shall be taken by some other member chosen by the committee.

12. AMENDMENTS

Amendments to this constitution shall only take place at an Annual General Meeting of the Association with a quorum of members present.

13. RESIGNATION

A member may resign from the Association and be removed from the membership mailing list by notifying, preferably in writing, one of the current committee members.

14. COPIES OF THE CONSTITUTION

- (1) A copy of the constitution, as last amended, should be included with all conference papers;
- (2) The secretary shall supply a copy of the constitution, as last amended, to any member on reasonable request.

15. DISSOLUTION

- (1) The Association shall dissolve if:
 - (a) a resolution to this effect is carried by a three-fifth majority at a general meeting where two months notice has been given to all members: or
 - (b) membership drops to twenty or less members;
- (2) In the event of dissolution, all assets (after satisfying all debts and liabilities) and all records shall, subject to sub-clause 3, be dealt with in such a manner as the general meeting resolving on the dissolution shall determine. Failing such determination, the assets shall be donated to a National recognised charity and the records shall be held by the outgoing President for a period of not less than twelve months;
- (3) In the event of dissolution, no payments or distribution shall be made to members of the Association or to any profit-making body.

16. AGREEMENT OF HONOUR

This constitution is intended to be regarded as an agreement of honour, interpreted according to the spirit as well as the letter of its provisions.