

Bayesian Network Modelling Association Constitution

1. NAME

1. The name of the organisation shall be the “Bayesian Network Modelling Association Inc.”, hereinafter referred to as “Bayesian Network Modelling Association” or “BNMA” or “the Association” or “the Society”.

2. GOALS

The goals of this organisation shall be:

1. To promote the understanding and use of Bayesian network (BN) models in scientific, industrial, research, and management-decision applications.
2. To further education and training in BN technology.
3. To further research into BNs, their applications, and their extension and integration with complementary modelling techniques.
4. To provide opportunities for BN modellers to exchange ideas, collaborate and socialise together.
5. To advertise opportunities in BN modelling, such as jobs, contracts, and research positions.
6. To promote ethical and responsible use of BN modelling.

3. MEMBERSHIP

1. There are two categories of membership:
 - i. *Student Member*: The member is a student working toward a degree in an accredited program. The member's research interests must match the general research areas promoted by BNMA. Applications for Student Membership must be approved by the Membership Committee, after being lodged in writing (e.g., by email) with the Secretary. Student Members are not able to vote on official BNMA matters or serve on its committees but are otherwise entitled to the same privileges of membership as Full Members. Student Members may be eligible for discounts in fees and charges associated with membership and activities of BNMA such as conference attendance and registration.
 - ii. *Full Member*: The member is a student or professional active in the theory, development or application of BN technology. Applications for Full Membership must be approved by the Membership Committee, after being lodged in writing (e.g., by email) with the Secretary. Full Members are eligible to serve on the Board or any BNMA committees. Full members will also be able to vote on official BNMA matters such as Board elections and other issues presented to the membership as they arise.
2. All Members shall be treated without discrimination on the basis of race, national or ethnic origin, religion, gender, sexual orientation, age, or mental or physical disability. This does not preclude the Association from carrying out activities or programs which have as the goal the amelioration of conditions that may restrict members from full participation in the Association or its activities.
3. The register of members, containing the names, addresses and dates of membership, shall be maintained by the Secretary and is available for inspection free of charge by any member of the Association.
4. Members have the right to inspect free of charge all records, accounts, securities, documents and books kept by the Association upon request made to the Secretary.
5. The Board may discipline a member if it decides the member has refused or neglected to comply with this Constitution or has been guilty of conduct unbecoming a member or prejudicial to the interests of the Association. Disciplinary action may consist of suspension of membership or expulsion from the Association. Disciplinary action may only be taken after a meeting held not earlier than 14 days and not later than 28 days after notice of the meeting has been given to the member. All other matters concerning a disciplinary hearing, including appeals, will be conducted in accordance with the Model Rules of Victoria.

6. All grievances and disputes under these Rules between a member and another member or between a member and the Association will follow the following procedure:
 - i. The parties to the dispute must meet and discuss the matter in dispute, and, if possible, resolve the dispute within 14 days after the dispute comes to the attention of all the parties.
 - ii. If the parties are unable to resolve the dispute at the meeting, or if a party fails to attend that meeting, then the parties must, within 10 days, hold a meeting in the presence of a mediator.
 - iii. The mediator must be
 1. a person chosen by agreement between the parties; or
 2. in the absence of agreement
 - a. in the case of a dispute between a member and another member, a person appointed by the Board; or
 - b. in the case of a dispute between a member and the Association, a person who is a mediator appointed or employed by the Dispute Settlement Centre of Victoria (Department of Justice).
 - iv. A member of the Association can be a mediator.
 - v. The mediator cannot be a member who is a party to the dispute.
 - vi. The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.
 - vii. The mediator, in conducting the mediation, must
 1. give the parties to the mediation process every opportunity to be heard; and
 2. allow due consideration by all parties of any written statement submitted by any party; and
 3. ensure that natural justice is accorded to the parties to the dispute throughout the mediation process.
 - viii. The mediator must not determine the dispute.
 - ix. If the mediation process does not result in the dispute being resolved, the parties may seek to resolve the dispute in accordance with the Act or otherwise at law.
7. A right, privilege or obligation of a person by reason of membership of the Association
 - i. is not capable of being transferred or transmitted to another person
 - ii. terminates upon the cessation of membership whether by death or resignation or otherwise.

4. MEMBERSHIP FEES AND OTHER INCOME

1. The Annual General Meeting (AGM) may establish or change an annual fee schedule.
2. All annual fees shall be due and payable on the first day of January for the year then commencing.
3. A member joining at any time of the year and paying the annual fee shall be entitled to attend the AGM and to receive all publications and other material distributed to members during that year except where the material is subject to an additional charge.
4. The activities of the Association – including, but not limited to, tutorials, workshops, conferences, electronic resources and journals (see §7) – may have associated fees or charges, as the Board or membership decides.
5. The Association may from time to time solicit donations and support from government and industry groups.

5. OFFICERS, DUTIES, AND TERMS OF OFFICE

1. The elected officers of the Association shall consist of a President-Elect, President and Past President and six Members-at-Large of the Boards of Directors (aka “the committee of management”). Each shall perform the usual duties of the respective office and specific duties provided elsewhere in this Constitution or as assigned by the Board of Directors. Elections for officers shall be held every year at the AGM. The President shall serve a three- year term as President-Elect, President and Past President. The Members-at-Large shall serve three-year terms, two to be elected every year.

2. Candidates for President and Members-at-Large shall be Full Members of the Association.
3. The Board of Directors shall annually appoint a Secretary of the Association and a Treasurer who need not be Members-at-Large and who shall serve as ex-officio members of the Board without voting privileges unless they are also elected members of the Board of Directors.
4. In the case of the President's prolonged absence, incapacity, death, or resignation, the President-Elect shall assume the duties of the President. In the case of the resignation, death or prolonged absence of a Member-at-Large, the Board may replace that Member by appointing another person to serve during the remainder of his or her term.
5. The Board shall meet at least three times per year, as convened by the President or any 4 members of the Board. A quorum for a Board meeting is constituted by any majority of the Board (not counting ex-officio members of the Board) that includes at least one President-Elect, President or Past President.

6. COMMITTEES

1. A number of committees may be maintained to assist with the running of the Association. The formation and dissolution of committees will be made at the discretion of the Board of Directors, in order to best accommodate the changing needs of the Association.
2. The President, President-Elect, Past President and Board Members-at-Large shall constitute the voting members of the Board of Directors.
3. The Board of Directors shall have general supervision of the affairs of the Association, performing the duties and abiding by the limitations specified in this Constitution. Actions of the Board of Directors affecting Association policy are subject to approval by a majority vote of the members at the AGM, or by special e-mail ballots as decided upon by the Board of Directors. In the case of actions taken at the AGM a special e-mail ballot to review such actions may be requested by 5% of the members. A request to review shall be sent to the President within thirty days following the meeting. The ballot shall be circulated to the membership.
4. Only Full Members are eligible to serve on the committees.
5. Every year a call for nominations for positions on the respective committees will be made. From this list of nominees, the new members of each Committee and the Committee chair shall then be selected by the Board of Directors. The duties of any Committee whose membership is left unselected by the Board will be taken over by the Board until they reestablish the Committee.
6. Committee members' terms shall be staggered on a three year cycle, with an equal number of new members being appointed each year. Exceptions to this rule will be made if insufficient numbers of new nominations are received in any year, or current serving members request to stand down.

7. ACTIVITIES

1. An Annual General Meeting of the Association shall be held after the end of the financial year and prior to the end of the calendar year for the transaction of business, as well as presentations of research and applications of BN technology. A special general meeting may be called by the Board or by 5% of the membership. Any general meeting will be notified to the membership by electronic mail at least 21 days before the meeting. Five voting members of the Association present or voting by proxy shall constitute a quorum. Proxies must be lodged with the Secretary at least 24 hours prior to any general meeting, in accordance with §19 of the Model Rules for an Incorporated Association of Victoria. The President or Past President or President-Elect shall preside over a general meeting, in that order of preference; in their absence the members present will select one of their number to preside over a general meeting. The business of the Annual General Meeting shall include:
 - a. Confirmation of the minutes of the previous Annual General Meeting;
 - b. Receipt and consideration of committee reports for the previous financial year;
 - c. Election of officers of the Association;
 - d. Receipt and consideration of the statement submitted by the Treasurer in accordance with section 30(3) of the Associations Incorporation Act of Victoria.

2. The Association may conduct educational programs, workshops, conferences, dinners and other social functions from time to time.
3. The Association may establish or acquire newsletters, journals, or other publications.
4. The Association may establish and maintain electronic discussion lists, email lists, wikis, web sites and other electronic media.
5. The Board of Directors may provide for the formation and dissolution of Divisions, interest groups, regional chapters and other units within the Association.

8. FUNDS

1. The Treasurer of the Association must
 - a. collect and receive all moneys due to the Association and make all payments authorised by the Association.
 - b. keep correct accounts and books showing the financial affairs of the Association with full details of all receipts and expenditure connected with the activities of the Association.
2. All checks, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by two members of the Board.
3. The funds of the Association shall be derived from entrance fees, annual subscriptions, donations and such other sources as the committee determines.

9. RULES OF PROCEDURE

1. The rules contained in the current edition of Robert's Rules of Order (Newly Revised) shall govern the Association in all cases to which they are applicable when not inconsistent with this Constitution and any special rules of order the Association might adopt.

10. AMENDMENTS

1. This Constitution may be amended by a three-quarters vote of Full Members at an AGM or by a special resolution to Full Members given a minimum of 21 days' notice. Special resolutions may be initiated by the Board of Directors or by petition of 5% of the total membership.
2. Periodically the Board of Directors shall appoint a special committee to review the Constitution and the operation and structure of the Association and make recommendations about them to the Board.

11. DISSOLUTION

1. In the event of the dissolution or termination of the Association, all the assets and title to and possessions of the property of the Association shall pass to a scientific society selected by the Board of Directors or, if consensus by two-thirds majority is not reached, to the Australian Academy of Science.

12. OTHER MATTERS

1. All other matters shall be governed by the Model Rules of Association as laid out by Consumer Affairs Victoria (www.consumer.vic.gov.au). That is, those Model Rules shall govern the behaviour of this Society insofar as they do not conflict with the articles of constitution presented above.

Last updated: 7 November 2023