



**WFURS**

**Constitution**

## **CHAPTER 1: NAME - DEFINITION–VISION AND MISSION – LANGUAGE - DURATION**

### **Article 1 - Name**

The non-profit platform World Forum of Universities of Resources on Sustainability was constituted in Freiberg, Saxony, Germany at a meeting in June 2012. It will be a registered association pursuant to German law. The registered corporate name is “World Forum of Universities of Resources on Sustainability” (WFURS).

### **Article 2 - Definition**

Based on the WFURS Memorandum of Understanding, the term “Universities of Resources” is defined as: “Universities that deal with primary natural material resources, with raw materials, secondary resources, and all related processes. This incorporates the chain from exploration via extraction and processing to recycling”.

The term “natural material resources” is intended to include materials extracted from the earth.

The term “World Forum” is intended to promote the inclusion of universities from around the world, and to suggest that meetings are held at geographically diverse locations to the extent practical.

### **Article 3 - Vision and Mission**

The vision of the WFURS is to be the leading international platform, recognized for:

- relevant steps to improve educational and industry standards towards more sustainable activities;
- effective international networking;
- fostering collaboration and innovation in research, teaching and learning practices; and
- relevance and impact for the global extractive industries sector, resources management, and WFURS at large.

The mission of the WFURS is to contribute towards a sustainable raw materials supply and management through:

- actively developing and supporting the related disciplines;
- development of long-term professional relationships;
- exchanging innovative experience in teaching and learning practice;
- sharing research experiences, capabilities and future challenges;
- fostering environmental issues and social awareness as part of the professional career development; and
- providing timely, authoritative and independent comments on relevant global issues.

### **Article 4 - Language**

The official language of the WFURS shall be English.

## **Article 5 - Duration**

WFURS shall exist for an indefinite duration. If WFURS is to be terminated, a minimum of a two-thirds majority of present members at the annual meeting must vote in favor of termination. The financial year of WFURS shall be the calendar year, i.e. from 1 January to 31 December.

## **CHAPTER 2: MEMBERSHIP**

### **Article 6 - Membership**

There shall be three regular classes of membership. All memberships are institutional; there are no individual or personal memberships. An additional “honorary” membership is also provided for individuals; these are not voting memberships.

**Full Members:** Any university of resources who is actively engaged in fields of education and research in the areas of raw materials, mining or other extractive technology, and sustainability.

**Associate Members:** Any other university that is currently not running an educational or research program in the areas of minerals, mining or other extractive technology, and sustainability, but is interested in doing so in the near future. Any other organization, such as government agency or a non-governmental organization that is engaged in the efforts aligned with the Vision and Mission of WFURS, and that would be considered to be an asset to WFURS.

**Industry or Corporate Members:** Any industrial entity or organization that is actively engaged in raw materials, mining or other extractive technology, or sustainability issues and which would be considered an asset to WFURS.

**Honorary Members:** Any individuals who provide extraordinary service to the discipline and to WFURS, called “Fellows” will be established under guidelines set forth in the Bylaws.

### **Article 7 - Membership Admission**

The Executive Committee, as defined in Article 11, shall grant membership to applicants based on majority vote of the Executive Committee. The admission criteria are defined in the Bylaws of WFURS. The list of new members will be presented to the membership at large.

### **Article 8 - Resignations**

A member organization wishing to resign from WFURS shall give written notice of resignation addressed to the Secretary General of WFURS. The Secretary General is defined in Article 11. Resignations take immediate effect upon receipt but shall not relieve the resigning member from any unmet financial responsibility to WFURS that it accepted prior to resignation.

### **Article 9 - Termination of Membership**

The Executive Committee may terminate the membership of any member organization by means of a two-thirds majority vote of the Executive Committee, if the activities of that member organization are considered to be incompatible with the objectives of WFURS as defined in the Bylaws. Such termination shall be executed by the Executive Committee after having taken into account a statement (orally or in writing) by the member to be excluded.

The Executive Committee may also terminate membership for non-payment of the annual membership fee (Article 21), provided that the offending member shall first have received a reminder that its membership fee is overdue, followed by a warning that such termination is imminent if it continues to be in default of payment.

### **CHAPTER 3: WFURS OFFICE**

#### **Article 10**

The registered office shall initially be established in Freiberg, Germany, based at the TU Bergakademie Freiberg. It can be transferred upon a decision with a vote of 50% plus one by the entire Executive Committee to any other location. The decision will be communicated to all members within a month of its adoption. The office must be located at a member university. The office and WFURS must adhere to the laws of the country in which the office is located and registered.

The registered office is the central point of contact and supports the Executive Committee in managing WFURS affairs. The WFURS Office will also act as a general support and administrative unit for the secretary general, providing support in all WFURS related tasks and obligations.

### **CHAPTER 4: THE EXECUTIVE COMMITTEE**

#### **Article 11 - Officers and the Executive Committee**

The activities of WFURS will be steered by the Executive Committee. The Executive Committee will be comprised of three Officers, up to twelve Regional Representatives, and up to two Special Representatives.

The Officers include the President, the Secretary General, and the Treasurer.

The Regional Representatives consist of two Full Member institutions from each of the six or more regions as defined specifically in the Bylaws. If two institutions are not available from any given region, one institution may be eligible to provide two representatives so that the region is fully represented.

Special Representatives (up to two) may be selected by the Executive Committee from Full Member institutions for specific assignments; these representatives shall be considered to be voting members of the Executive Committee for the duration of their assignments on matters related to their assignments only.

The Officers of the WFURS (President, Secretary General, and the Treasurer) and the Special Representatives occupy positions that are bound to the person elected into each post. Regional Representation is bound to institutions, which then appoint the individual Representatives.

The President of WFURS shall be the Chairperson of the Executive Committee. In case of his/her absence, the executive members present shall elect an acting Chairperson for the particular meeting from among themselves.

Failure of Executive Committee members to participate in meetings twice in a row shall lead to exclusion and the nomination of a new regional representative or officer. Officers must be personally

represented. Regional representative members of the Executive Committee may be represented by a member from a member institution from the same region.

At least one officer shall come from a different region or institution, so that at most two officers can be from the same institution.

#### **Article 12 – Role of the Executive Committee**

The Executive Committee shall order the affairs of WFURS. The Executive Committee shall be responsible of the day to day running and carrying out the functions and responsibilities of WFURS. The roles and responsibilities of the EC are:

- President: representation of WFURS and management oversight
- Secretary General: organization of Executive Committee Meetings and general oversight of the WFURS Annual Meeting, communication outside of WFURS
- Treasurer: Records of meetings, financial issues
- Regional Representatives: regional advice/input and Chair regional meetings for members.

#### **Article 13 – Responsibilities of the Executive Committee**

The Secretary General and at least two other Executive Committee members (or their designated proxies) of WFURS shall sign all acts binding to WFURS with the exception of financial documents that must be signed by the President and the Treasurer.

The Executive Committee shall be entrusted with court cases in which WFURS is involved either as a plaintiff or as a defendant and WFURS shall be represented in litigation by the President, Secretary General or by a member or members of the Executive Committee designated for this purpose.

The Executive Committee is responsible for seeking sponsorships to financially support activities, including special projects, undertaken by WFURS.

#### **Article 14 - Elections**

The President shall be elected or re-elected each year at the Annual General Meeting. The Secretary General and the Treasurer shall be elected or re-elected on a four-year cycle. The officers will occupy their positions immediately following the General Membership Meeting at which each is elected; the previous occupant of that position may serve as an informal (non-voting, unless occupying another voting position) advisor to the Executive Committee for the following year.

##### **Officers:**

The President will be elected or re-elected by the voting members at the General Membership Meeting (as defined in Article 17) of WFURS upon the recommendation of the Executive Committee for a one-year term of office. There is no limit to the number of times the President may be re-elected.

The Secretary General and the Treasurer will be elected by the voting members at the General Membership Meeting (as defined in Article 17) every four years. The Secretary General and the Treasurer may each be re-elected; there is no limit to the number of times they may be re-elected.

##### **Regional Representatives:**

The Regional Representatives will be nominated by the regional members for a three year term of office. The respective region may extend or renew the term of office with the approval of the voting members at a General Membership Meeting. The extension or renewal of the term of office for

Regional Representatives can be multiple as long as the representative is still at a member institution and same region and has the required approvals.

**Special Representatives:** Up to two special Representatives will be selected for a specified term and may assume their roles immediately upon selection by the Executive Committee and notification of their selection to the General Membership. The General Membership will be asked to ratify their selection by electronic vote.

**Membership Requirements:**

Only Full Member institutions (as defined in Article 6) can be elected as Regional Representatives on the Executive Committee. The Officers and any Special Representatives must have primary appointments in Full Member institutions.

**Article 15 – Executive Committee Meeting**

The Executive Committee shall meet at least once per year, normally during the first day of and at the same site as the Annual Meeting. The President in agreement with the Secretary General may convene other meetings as required.

Notices of such meetings along with the agenda and any necessary documents shall be sent by the Secretary General to all Executive Committee Members at least 28 days before the dates of such meetings. The Secretary General shall call for agenda items from the executive committee members and drafts the agenda for the meeting.

**Article 16 - Quorum and Voting**

**Executive Committee Voting:**

A quorum of the Executive Committee exists if more than 50% of Committee members are present. In the absence of a quorum the meeting must be reconvened for matters that require a vote, or postal/electronic voting can be conducted within one month after the date of the original meeting.

When a vote is taken in the Executive Committee, each individual committee member will have one vote. The President shall only vote in an event of a tie.

The Executive Committee shall agree on the voting method. Postal/electronic voting is acceptable. Decisions shall be by simple majority of members partaking unless otherwise specified in this agreement.

Between meetings of the Executive Committee the Secretary General shall have the authority to act in the name of WFURS in urgent matters after seeking the agreement of the President and at least two other Executive Committee members of WFURS.

**General Membership Voting:**

On issues that require a vote by the membership, each currently active Full Member institution has one vote. Executive Committee members can only vote as representatives of their institutions and cannot exercise additional votes due to their position in office. Most votes will take place during the General Membership Meeting at the Annual Meeting (Article 17), but under special circumstances, to be determined by the Executive Committee, may be held at any other times by electronic means. A quorum exists during a General Membership Meeting if at least one-third of the member institutions are represented (in person or by proxy). The voting method has to be agreed upon at a General Meeting.

## **CHAPTER5: WFURS ANNUAL MEETINGS**

### **Article 17 – WFURS Annual Meetings**

There shall be a WFURS Annual Meeting held once per year were the venue and date for next WFURS Annual Meeting shall be held must be decided. The Annual Meeting will consist of three parts: the Executive Committee Meeting, the General Membership Meeting, and a Conference.

#### **Executive Committee Meeting:**

A part of one day of the Annual Meeting, as outlined in Article 15, shall consist of the Executive Committee Meeting.

#### **General Membership Meeting:**

This may be preceded by a reception or other social event to welcome the participants a day before the General meeting. A part of one day of the WFURS Annual Meeting will be scheduled as a General Membership Meeting. This session will summarize actions taken by the Executive Committee during the previous year. The General Membership Meeting also entails all matters that require voting and any issues related to the running of WFURS, including the election of Officers, the approval of Regional Representatives, and the ratification of any Special Representatives who had not previously been ratified. The details of the conduct of the General Membership Meeting will follow guidelines identified in the Bylaws.

#### **Conference:**

The Conference follows the General Membership Meeting, and may last for one or more days. The Executive Committee and the meeting host will come up with a theme and format of the conference and any other activities. The Conference shall be open to all guests.

The WFURS Annual meeting should not be scheduled in a manner that directly conflicts with other external or internal activities (e.g. conferences, exhibitions etc.), but can be scheduled to assist in minimizing travel costs by following or preceding other activities that WFURS member representatives may be attending. Annual Meeting costs should be kept to a minimum with consideration given to special discounts for junior/early career members/other “in-need” members, e.g., from developing countries.

The Secretary General shall send invitations, along with the agenda and any necessary documents for Annual Meetings or other meetings, to members of all categories at least 2 months before the dates of such meetings. The Secretary General drafts the agenda for the components of the Annual Meeting following guidelines provided in the Bylaws.

In agreement with the Executive Committee, any Full Member may bid to host an Annual Meeting, on behalf of their university, stating their visions and ideas for the meeting. If no bids are submitted, the Executive Committee may also approach prospective host sites to request bids. Bids to hold a future Annual Meetings must be submitted to the Executive Committee through the Secretary General no later than three months prior to the Annual Meeting during which the vote for the following year’s location will be taken, in order for the Executive Committee to evaluate options. The Executive Committee will then nominate a preferred bid for the following year to the General Membership Meeting of the Annual Meeting, for endorsement by the voting membership present.

### **Article 18 – Working Groups**

Standing Committees and Working Groups should be established by the Executive Committee.

WFURS shall have Standing Committees directed to the following topics, but is not limited only to these:

- Regulations
- Assistance and guidelines for academic programs on sustainability
- Mobility of members (including capacity building and education)
- Networking (including research and development, industry, conferences and publications)

#### **Article 19 - Minutes of meetings**

The minutes of the Executive Committee Meetings and the General Membership Meetings will be recorded and provided electronically to all members within one month.

### **CHAPTER6: WORLD FORUM ACTIVITIES AND INITIATIVES**

#### **Article 20 – World Forum Activities and Initiatives**

The activities and initiatives of WFURS should be aligned with the Vision and Mission, as defined in Article 3. These activities may include, but not be limited to these:

- conduct regular surveys of education programs and student/staff numbers
- share and promote innovative teaching and learning strategies on sustainability
- compare curricula and industry needs, consider benchmarking options
- develop strategies for WFURS to improve sustainability programs worldwide
- identify new minerals, mining or sustainability education initiatives/needs in developing regions
- develop strategies for WFURS to assist new programs and/or personnel
- establish industry R&D needs
- identify research strengths/interests across WFURS membership

### **CHAPTER 7: FINANCIAL PROVISIONS**

#### **Article 21- Annual membership fee**

An annual membership fee for each membership category shall be determined by the Executive Committee, with any proposed changes to be endorsed by the voting members of WFURS at a General Membership Meeting portion of an Annual Meeting. The fees shall be in effect for three years, due by 31<sup>st</sup> of January each year. Each member bears its own costs. A fee differential may be allowed among Full members, such that member institutions from developed countries and those from developing countries may be assigned different fees, as to be determined in the Bylaws.

The income from such membership fees shall be used, in part, to meet WFURS budget expenses duly approved by the Executive Committee. (This might include expenses such as, but not limited to, administrative costs, marketing costs and travel expenses.)

Membership fees shall be used for WFURS purposes only.

The Treasurer, on behalf of the Executive Committee, shall report to the General Membership Meeting component of the Annual Meeting on the financial circumstances of the previous financial year, the current financial year status, and shall present a budget for the coming financial year.



## **Article 22 - Costs of WFURS-AM**

The activity costs associated with the WFURS Annual Meeting will be recovered from the participants through a registration fee and sponsorship, separate from the annual membership fee. The WFURS Annual Meeting is to be run as a non-profit activity, with registration fees and sponsorships intended to cover the anticipated cost of the meeting only.

The Secretary General prepares a budget for the upcoming Annual Meeting usually six months in advance and submits it to the Executive Committee for approval, prior to finalizing arrangements. In case that registration fees and anticipated sponsorship will not be sufficient to cover the costs of the Annual Meeting, the president will negotiate an additional sponsorship agreement with the host university upfront to the Annual Meeting and get it approved by the Executive committee. Sponsors may include the host institution, corporations, or other entities. The host university can seek additional sponsorships for the Annual Meeting.

## **Article 23 – Sponsorship**

Industrial and corporate sponsoring shall serve as an additional source of funding for WFURS Annual Meeting and other WFURS events. Sponsorship is considered as a donation, without any obligations from the WFURS towards the sponsors beyond acknowledgment.