

# Australian Fabians Victorian Branch Rules

## Table of Contents

<b>Part 1 Identity</b>	<b>Page</b>
1.0 Name	2
2.0 Definitions	2
3.0 Interpretation	2
4.0 Membership	2
5.0 Local Societies	3
 <b>Part 2 Governance</b>	
6.0 Annual General Meeting	3
7.0 Special General Meeting	3
8.0 Notice of Meeting	4
9.0 Quorum	4
10.0 Conduct of Meetings	4
11.0 Voting	4
12.0 Victorian Branch Executive	5
13.0 The Election of Officers	5
14.0 Rule Changes	5
 <b>Part 3 Finance</b>	
15.0 Administration	6
16.0 Revenue Splitting	6

## Part 1 Identity

### 1.0 Name

These rules are those approved by the Australian Fabians (AF) pursuant to Section 40.1 of its constitution for the establishment of a "local society" to be described as "Australian Fabians (Victorian Branch)".

### 2.0 Definitions

Unless the contrary intention appears from the context:

"AF"	means the Australian Fabians (Incorporated) <u>).</u>
"Victorian Branch"	means the Victorian Branch of AF as established by these <u>rules.</u>
"Local Society"	means a group of AF members who form a local society in Victoria under these <u>rules.</u>
"Victorian Branch Member"	means any member of the AF that normally resides in <del>the</del> <u>Victoria.</u>
"Local Society Member"	means any Victorian Member that is a member of a local society described by these <u>rules.</u>
"AF Committee"	means the Committee of Management of the AF <u>.</u>
"Victorian Branch Executive" <u>or "The Executive"</u>	means the Executive of the State/Territory Branch established by these <u>rules.</u>
"Victorian Branch Officer" <u>or "Officer"</u>	means any person described in Section 12.2.1 of these rules.
"Victorian Branch Secretary" <u>or "The Secretary"</u>	<del>Means</del> <u>means</u> the executive officer elected to the <del>position</del> <u>position</u> and herein referred to as 'the Secretary'
"Victorian Branch Ordinary Executive Member" <u>or "Ordinary Executive Member"</u>	<u>means any person described in Section 12.2.3 of these rules.</u>
"Local Society Representative"	<u>means any person described in Section 12.2.2 of these rules.</u>
"Victorian Branch Executive Member" <u>or Member of the Executive.</u>	<u>means any person described in Sections 12.2.1, 12.2.2 and 12.2.3 of these rules.</u>

**Commented [JM1]:** We have just tidied up the wording here.

**Commented [JM2]:** These definitions have been added to clarify the various clauses which refer to the different sections of the Executive.

### 3.0 Interpretation

- 3.1 Where these Rules are inconsistent with the constitution of the AF, the AF constitution will prevail.
- 3.2 Any disputes or difference as to the meaning of these Rules must be referred to the AF National Management Committee for determination.

#### 4.0 Membership

- 4.1 All members of the AF who normally reside in Victoria are members of the Victorian Branch.
- 4.2 The Secretary shall keep a register of members in which shall be entered the name of each member and contact details.
- 4.3 The register shall be available for inspection by members at the Victorian Branch Annual General Meeting and Special General Meetings.
- 4.4 A member will cease to be a member of the Victorian Branch when they cease to be a member of the AF or cease to reside Victoria.

#### 5.0 Local Societies

- 5.1 Victorian members may form a Local Society within the Victorian Branch based on a common interest in a region, an educational institution, a profession, or any other common interest with the approval of the Victorian Branch Executive.
- 5.2 A Local Society will cease to exist if the membership falls below ten members.
- 5.3 The Secretary shall keep and maintain a register of Local Societies in which shall be entered details of their formation, the names of their members and Officers with contact details.
- 5.4 The convenor of a Local Society will advise the Secretary of the names of its members and Officers including their contact details.

### Part 2 – Governance

#### 6.0 Annual General Meeting

- 6.1 The Victorian Branch shall convene an Annual General Meeting (AGM) of its members ~~at the conclusion of each calendar year, in advance of the AF AGM.~~
- 6.2 The AGM shall be held on such day as the Victorian Branch Executive determines.
- 6.3 The ordinary business of the AGM shall be:
  - 6.3.1 To confirm the minutes of the previous AGM and of any Special General Meeting held since the previous AGM;
  - 6.3.2 To receive from the Victorian Branch Executive a report on the financial affairs of the Branch and its activities during the past year;
  - 6.3.3 To elect the Officers and ~~Executive~~Ordinary Members of the Victorian Branch;  
Executive;
  - ~~6.3.4 To nominate Branch delegates to the National Board of AF~~
  - ~~6.3.5~~6.3.4 To consider any General Business included in the notice of meeting.

**Commented [JM3]:** Amended to bring us into line with the National ACM timetable.

**Commented [JM4]:** Clarified, taking advantage of the updated definitions.

**Commented [JM5]:** Deleted and now covered by new Clause 12.6 below. The current provision is confusing because it says the AGM elects the officers, but nominates the National Board representative

#### 7.0 Special General Meeting

- 7.1 All general meetings, other than the AGM, shall be called Special General Meetings (SGMs).
- 7.2 SGMs may be requisitioned by:
  - 7.2.1 The Executive; or
  - 7.2.2 Requisitioned by at least fifteen Victorian Branch members
- 7.3 The requisition for an SGM shall state the resolutions to be considered at the meeting and shall be signed by the members making the requisition and be sent to the address of the Secretary.

- 7.4 If the Victorian Branch Executive does not cause an SGM to be held within one month after the date on which the requisition is sent to the address of the Secretary, then the members making the requisition may convene an SGM to be held not later than two months after that date.
- 7.5 An SGM convened by members in pursuance of these rules shall be convened in the same manner as nearly as possible as that in which those meetings are convened by the Victorian Branch Executive.
- 7.6 All reasonable expenses incurred in convening the meeting shall be refunded by the Victorian Branch to the persons incurring the expenses.

## **8.0 Notice of Meeting**

- 8.1 At least 14 days before the date fixed for holding the AGM or SGM of the Victorian Branch, the Secretary shall send a notice of the meeting to each member.
- 8.2 The notice of meeting must:
  - 8.2.1 State the place, date and time of the meeting;
  - 8.2.2 State the nature of the business to be transacted at the meeting;
  - 8.2.3 Be communicated to each member at their address for receipt of formal notices as it appears on the register of members including email address;
- 8.3 At SGMs no business other than that set out in the notice convening the meeting shall be transacted.
- 8.4 A member desiring to bring any business before a meeting shall give notice of that business in writing to the Secretary who shall include that notice when calling the next General Meeting.

## **9.0 Quorum**

- 9.1 A quorum for an AGM or SGM shall be 10 members.
- 9.2 If a quorum is not present within half an hour after the appointed time for the commencement of an AGM or SGM, the meeting shall not proceed.
- 9.3 In the case of the AGM, should the quorum lapse then the meeting shall stand adjourned to the same day in the next week at the same time and in the same place provided all members are given further notice of the adjournment.

## **10.0 Conduct of Meetings**

- 10.1 The Chairperson, and in his or her absence, a Vice-Chairperson will preside over meetings. If the Chairperson or the Vice-Chairperson is absent, the members present shall elect one of their number to preside.
- 10.2 The Returning Officer will conduct all elections of the Victorian Branch.

## **11.0 Voting**

- 11.1 A question arising at an AGM or SGM of the Victorian Branch shall be determined on a show of hands unless the meeting agrees to a secret ballot.
- 11.2 In the case of a secret ballot:
  - 11.2.1 Each member has one vote only

- 11.2.2 All votes shall be given personally
- 11.2.3 In the case of an equal vote, the motion is lost.

## 12.0 Victorian Branch Executive

- 12.1 The affairs of the Victorian Branch shall be managed by the Executive.
- 12.2 The Executive will be composed of:
  - 12.2.1 The Chairperson, Vice Chairperson, ~~Events Manager~~, Secretary, and Treasurer and Delegates to the AF National Committee.
  - 12.2.2 ~~A representative appointed by each~~Representatives of Local Society~~Societies that has been~~ established in accordance with these rules, all Societies being entitled to representation in a form to be agreed between the Society and the Executive.
  - 12.2.3 ~~Five~~Seven Ordinary Executive ~~Members.~~
- 12.3 In the event of a casual vacancy in any office referred to in Section 12.2.1, the Executive may appoint one of its members to the vacant office and the member so appointed may continue in office up to the next AGM following his or her appointment.
- 12.4 Any five members of the Executive shall constitute a quorum of the Branch Executive meeting.
- 12.5 The Executive shall meet from time to time as determined by the Executive.
- 12.6 At the first Executive meeting following an AGM, the Executive will determine which of its members will serve as Delegate or Delegates to the AF National Committee, in accordance with the rules of the AF.
  - 12.6.1 The Executive may change the AF delegate determination referred to in Section 12.6 at any time.
- 12.7 The Executive may co-opt Victorian Branch members to serve on the Executive until the subsequent AGM.
  - 12.7.1 Co-opted members do not count for quorum purposes, do not have voting rights at the Executive meetings and cannot be nominated as Delegates to the AF National Committee.

**Commented [JM6]:** We do not currently have any Local Societies. This amendment gives the Executive and local Societies the flexibility to ensure that the process works effectively if we do set any up.

**Commented [JM7]:** Number of ordinary Exec members increased to counterbalance the fact that the Events Manager and National Board rep are not separate positions, but are positions held by Exec members or Officers.

**Commented [JM8]:** Replaces and clarifies Clause 13.8

## 13.0 The Election of Officers and Ordinary Executive Members

- 13.1 Victorian Branch Members shall receive at least 14 ~~days~~days notice of the positions to be filled ~~and~~, the times nominations close and when elections are to be held.
- 13.2 For each AGM the Executive will appoint a Returning Officer
- 13.3 Nominations of candidates for election as officers of the Victorian Branch or as ordinary members of the Executive shall be made in writing, signed by two members and accompanied by the written consent of the candidate(s) and have been received by the Returning Officer by the close of nominations.
- 13.4 If insufficient nominations are received to fill all vacancies, the candidates nominated shall be deemed to be elected and further nominations shall be received at the Annual General Meeting.
- 13.5 If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated shall be deemed to be elected;
- 13.6 If the number of nominations exceeds the number of vacancies to be filled, a secret ballot shall be held;

13.7 The ballot for the election of officers and ordinary members of the Executive shall be conducted at the Annual General Meeting.

~~13.8 The Executive may co-opt a member to serve on the Victorian Branch Executive until the subsequent AGM.~~

#### **14.0 Rule Changes**

14.1 These Rules may be amended by a majority of votes exercised at either an SGM or at the AGM.

### **Part 3 Finances**

#### **15.0 Administration**

15.1 Unless the AF rules otherwise, the Victorian Branch shall have the power to raise and receive funds, pay accounts and meet expenses and invest and deal with moneys of the Branch.

15.2 The Branch Treasurer shall:

- a) Collect all monies due to the Branch
- b) Make all payments authorised by the Branch, provided all cheques shall be signed or authorised by the Treasurer and one other Executive member and electronic transfers must be approved, confirmed and minuted at an Executive meeting.
- c) Keep all current accounts

15.3 The Victorian Branch may only borrow money as approved by the AF.

15.4 Any liabilities incurred by any Officer or member of the Executive without the authority of the Executive or the AF will be personal liabilities of the individual who incurred them.

15.5 No Local Society may act as an agent of the Victorian Branch or shall incur any liability or take any action that may incur a claim for compensation from the Victorian Branch unless so authorised by a resolution of the Victorian Branch Executive.

16. Notwithstanding anything contained herein, these rules remain subject to the Constitution of AF and have no force outside of those rules.

17. Winding up. Should the Branch cease to exist, all assets and holdings shall revert to the AF