

# **THE AUSTRALIAN FEDERATION OF GRADUATE WOMEN – NSW INCORPORATED**

As amended 11 October, 2014

## **PART 1 PRELIMINARY**

### **1:1 NAME AND ORGANISATION**

1:1:1 This Association shall be called “The Australian Federation of Graduate Women - N.S.W. Inc.” hereinafter referred to as “the Association”.

1:1:2 The Association shall be a member of the Australian Federation of Graduate Women Inc., hereinafter referred to as “AFGW Inc.” which is affiliated with the International Federation of University Women, hereinafter referred to as “IFUW”.

### **1:2 OBJECTS**

The objects of the Association shall be:

1:2:1 To co-operate with AFGW Inc. and IFUW in the promotion of understanding and friendship between university women graduates of the world, irrespective of their race, religion or political opinions.

1:2:2 To promote and encourage the advancement of women in education and research activities.

1:2:3 To encourage women graduates to apply their knowledge and skills to the problems which arise at all levels of public life whether local, national or world-wide and to participate in the solving of these problems.

## **PART 2 MEMBERSHIP**

### **2:1 MEMBERSHIP QUALIFICATIONS**

A member shall:

- a) meet the requirements of membership which shall be study at a university or institution of comparable academic standing, followed by the award of a degree or equivalent which meets the requirements of IFUW;
- b) be judged eligible to be a member by the Executive, and;
- c) pay the annual subscription as determined by 2:7.

Financial members of AFGW-NSW Inc shall also be individual members of AFGW during the period of that membership.

### **2:2 MEMBERS EMERITAE**

There shall be a category of Member Emerita who shall be nominated by branches and elected by the membership at an Annual General Meeting or a Special General Meeting. The AFGW and IFUW capitation fees for a Member Emerita shall be the responsibility of the association. She shall be deemed a financial member and have the right to vote.

### **2:3 HONORARY MEMBERS**

Women who have advanced the higher education of women are eligible for admission as Honorary Members of the Association upon unanimous vote of the Central Committee.

### **2:4 VISITING MEMBERS**

Members of other IFUW national federations and associations and independent members of IFUW may attend meetings of AFGW-NSW Inc and its Branches as temporary visiting members. Temporary visiting members may be asked to pay some subscription.

## 2:5 ASSOCIATE MEMBERS

Women whose qualifications do not make them eligible for membership in accordance with 2:1 may be admitted as Associate Members:

- a) upon recommendation of a Branch Executive and endorsement by the Central Committee, and;
- b) payment of an annual subscription as determined by 2:7

Associate Members of the Association shall not have the right to vote.

## 2:6 CESSATION OF MEMBERSHIP

Membership of the Association will be considered as terminated if

- a) due subscriptions are not paid prior to a date determined by the Executive and advertised on the notice of renewal;
- b) a member resigns membership, or;
- c) a member is expelled from the association.

## 2:7 SUBSCRIPTIONS

The Annual Subscriptions for Members and for Associate Members shall be fixed from time to time at an Annual General Meeting, or at a Meeting of the Association called in accordance with 4.2, after due notice of the proposed amount has been given. Subscriptions shall be due on 1<sup>st</sup> July. Unfinancial members shall forfeit all rights of nomination and voting until payment for the current year has been received.

## 2:8 REGISTRAR AND REGISTER OF MEMBERS

A Registrar who is appointed by Central Committee shall keep a Register of Members on behalf of the Public Officer. The Register of Members of the association shall specify the date at which the person becomes a member and, if applicable, the date of termination at which the person ceases to be a member. The Registrar, in consultation with Branch Treasurers, will record the Branch affiliation of each member where applicable. The Registrar need not be a member of the Central Committee and shall not have a vote through holding this position.

## 2:9 LIABILITY OF MEMBERS

2:9:1 Members of the Association shall not be liable to contribute to the payment of debts and other liabilities of the Association or to the costs, charges, and expenses of winding up the Association except to the extent of their own unpaid membership fees.

2:9:2 Members and committee members of AFGW-NSW Inc. shall not receive any payment in way of profit for services rendered to or on behalf of the Association.

## 2:10 RESOLUTION OF INTERNAL DISPUTES

Disputes between members (in their capacity as members) of the association, and disputes between members and the association, which cannot be resolved internally are to be referred to a community justice centre for mediation in accordance with the *Community Justice Centre Act 1983*.

## **PART 3 CENTRAL COMMITTEE**

### 3:1 POWERS OF THE COMMITTEE

The conduct of the affairs of the Association shall be vested in a Central Committee. The Central Committee shall, subject to the *Associations Incorporations Act 1984*, these rules, and any resolutions passed by the association in general meeting:

- a) control and manage the affairs of the association;
- b) have the power to fill all extraordinary vacancies;
- c) have the power to appoint standing committees and sub-committees for specific purposes and State convenors for the Standing Committees of AFGW Inc as determined at their Triennial

Conference. The President shall be *ex officio* a member of all standing committees and sub-committees;

- d) have the power to make, amend and rescind such By-Laws as are necessary for the conduct of the business of the Association. Any such By-Law may be repealed at a Meeting convened in accordance with 4.2;
- e) shall have control of the financial affairs and property of the Association and shall have power to expend and invest moneys;
- f) appoint a Public Officer;
- g) appoint members to represent the association on outside bodies;
- h) delegate its administrative powers to an Executive committee of office bearers for day-to-day business between meetings of Central Committee. Any act or thing done by the Executive under this delegation shall have the same force and effect as it would if done by the Central Committee

### 3:2 CONSTITUTION AND MEMBERSHIP

3:2:1 The Central Committee shall consist of:

- a) the Office Bearers of the association and;
- b) an elected delegate from each Branch of the Association.

3:2:2 The office bearers of the association, who shall constitute the executive committee, shall be elected at the annual general meeting by the total membership under rule 3:4. The office-bearers are:

- a) the President,
- b) two Vice-presidents,
- c) the Honorary Secretary,
- d) the Honorary Treasurer, and
- e) the Convenor for International Relations (CIR)

All positions shall be subject to re-election annually. The President and Vice-President may each hold office for a maximum of three(3) years and thereafter shall not be eligible for immediate re-election to the same position. All other Office-bearers may each hold office for a maximum of five (5) years and thereafter shall not be eligible for immediate re-election to the same position.

3:2:3 Branch Delegates shall be elected according to individual Branch constitutions and the names of such persons shall be notified to the Honorary Secretary 14 days prior to the AGM. Each Branch shall retain the right to appoint an alternative to its elected delegate to represent it at any Central Committee meeting. Such alternative representative shall have full voting rights provided that details of the replacement have been notified to the Hon Secretary 7 days prior to that Central Committee meeting.

3:2:4 State Convenors shall be appointed by the Central Committee subsequent to the AFGW Triennial Conference and shall hold office for the term of that Triennium. State Convenors have an advisory role.

3:2:5 The Public Officer shall be appointed by the Central Committee from the membership of AFGW-NSW for a term of three (3) years and shall be a non-voting officer of Central Committee. The member appointed as Public Officer may hold any other office of the Association and vote in that capacity.

### 3:3 ELECTION OF MEMBERS

3:3:1 Nominations for the election of Office-Bearers of the association shall:

- a) be invited from members of the Association two (2) months prior to the date fixed for the Annual General Meeting;
- b) be in writing, shall be signed by the nominee, proposer and seconder and may be accompanied by a *curriculum vitae* statement limited to 50 words which shall include any relevant information concerning the nominee's qualifications for the position for which she has accepted nomination.

3:3:2 Nominations and accompanying statements shall be in the hands of the Honorary Secretary at least six (6) weeks before the Annual General Meeting. Nominations shall be provided to members at least 28 days before the Annual General Meeting.

3:3:3 If insufficient nominations are received to fill all vacancies on the committee, the candidates nominated are taken to be elected and further nominations are to be received at the annual general meeting.

3:3:4 If insufficient further nominations are received, vacant positions remaining are taken to be casual vacancies.

3:3:5 If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated are taken to be elected.

3:3:6 If the number of nominations for any position should exceed the number of vacancies to be filled, a ballot is held in accordance with 3:4.

### 3:4 VOTING FOR POSITIONS

3:4:1 In the event of a ballot for office-bearer positions, voting papers shall be issued to all financial members at least 28 days prior to the election and shall be returned to the Hon Secretary to be received no less than 7 days before the election.

3:4:2 Voting papers not received by the Hon Secretary by the appointed time will not be included in the election.

3:4:3 The Chairman of the Annual General Meeting shall appoint a Returning Officer to conduct the election and tellers to count the votes. Each candidate shall have the right to appoint a scrutineer to oversee the count.

3:4:4 In the event of a tie for a position, the decision shall be made by a draw conducted by the Returning Officer in front of the meeting.

3:4:5 The results of the election shall be announced by the Returning Officer at the meeting.

### 3:5 HON. SECRETARY

It is the duty of the Hon. Secretary to keep minutes of:

- a) all appointments of office bearers of the Central Committee and members of the committees;
- b) the names of members of the committee present at a committee meeting or general meeting; and
- c) all proceedings at Central Committee meetings and general meetings.

Minutes of proceedings at a meeting must be signed by the chairman of the meeting or by the chairman of the next succeeding meeting.

### 3:6 TREASURER

It is the duty of the Hon Treasurer of the association to ensure:

- a) that all money due the association is collected and received and that all payments authorised by the association are made; and
- b) that correct books and accounts are kept showing the financial affairs of the association, including full details of all receipts and expenditure connected with the activities of the association.

The financial year of the association shall be from 1 July to 30 June.

### 3:7 MEETINGS AND QUORUMS

3:7:1 The Central Committee shall meet at least 3 times in each 12 month period at such place and time as the committee may determine. Additional meetings of the committee may be convened by the president or any 3 members of the committee.

3:7:2 The Honorary Secretary shall give in writing to all Members of the Central Committee at least 14 days notice of all Central Committee meetings.

3:7:3 Seven members - of whom three must be office-bearers - must be present at a meeting of the Central Committee to form a quorum.

3:7:4 Three members must be present at a meeting of the Executive to form a quorum.

3:7:5 Any member of the Central Committee absent from three consecutive meetings without leave granted at her own request, or on the motion of the President, shall be deemed to have resigned.

### 3:8 VOTING AND DECISIONS

Motions voted on at a meeting of the Central Committee, or of any subcommittee appointed by the central committee, are to be determined by a simple majority of members present at the meeting. Each

member of the committee is entitled to one vote. In the event of an equal number of votes on any question, the motion shall be lost. The Chair shall not have a casting vote.

## **PART 4 GENERAL MEETINGS**

### **4:1 ANNUAL GENERAL MEETING**

4:1:1 A meeting of the Association to be called the Annual General Meeting shall be held each year within six months of the end of the Association's financial year.

4:1:2 Notices convening the Annual General Meeting shall be sent to all members at least 28 days before the date fixed for the Meeting.

4:1:3 In addition to any other business which may be transacted at an annual general meeting, the business of an annual general meeting is to include the following

- a) confirmation of the minutes of the previous annual general meeting;
- b) reception of an annual report from the President, which shall be presented in writing, on the activities of the association during the previous financial year;
- c) reception of an annual financial report from the Hon Treasurer;
- d) election of office bearers of the association.

4:1:4 At least 20 members eligible to vote must be present to form a quorum at an Annual General Meeting.

### **4:2 GENERAL MEETINGS**

4:2:1 Other Meetings and Conferences may be organised by the Central Committee whenever it thinks fit.

4:2:2 The committee must, upon receipt of a requisition signed by at least ten (10) members, convene a special meeting.

4:2:3 The requisition of members for a special meeting must state the objects of the Meeting proposed to be called.

4:2:4 The Honorary Secretary shall convene a Meeting to be held not later than two (2) months after the receipt of the requisition, to consider the business stated therein.

4:2:5 Notices convening the General Meeting shall be sent to all members at least 14 days before the date fixed for the Meeting and shall specify the nature of business proposed to be discussed at the meeting.

4:2:6 At least 20 members eligible to vote must be present to form a quorum at a General Meeting.

## **PART 5 MISCELLANEOUS**

### **5:1 INSURANCE**

The association may effect and maintain insurance.

### **5:2 FUNDS**

All moneys received by the association shall be paid into a bank account and all disbursements over \$20.00 shall be made by cheque. Signatories to cheques shall be the Honorary Treasurer and three (3) other officer-bearers as the Central Committee shall determine at the first meeting after the annual general meeting. A cheque must be signed by two (2) signatories.

### **5:3 ALTERATION TO THE CONSTITUTION**

5:3:1 This constitution shall not be altered, except by a resolution passed in the following way at an Annual General Meeting or a Meeting specially convened in accordance with 4:2.

5:3:2 Notice of the proposed resolution, signed by the proposer and seconder, must be given in writing to the Honorary Secretary, who shall then give such proposed resolution in full in the notice convening the meeting.

5:3:3 Such resolution shall not pass unless carried by the majority of the votes received at the meeting in accordance with procedures for a ballot as in 3:4.

#### 5:4 COMMON SEAL

The Common Seal of the Association shall be kept in the office of the association. The Common Seal shall only be affixed to any instrument by the authority of the Central Committee and shall be attested by the signatures of two (2) members of the Executive.

#### 5:5 CUSTODY OF BOOKS

Books, documents and securities including a Register of Members, shall be in the custody of the Public Officer. These records shall be available for inspection by any member of the Association free of charge at a reasonable hour by arrangement with the Public Officer.

#### 5:6 PERPETUAL LIFE MEMBERS

Life Membership fees already received shall be retained in a Reserve Fund which shall be applied towards Life Members' expenses at the discretion of the Executive.

#### 5:7 BRANCHES

5:7:1 The Central Committee of the Association may establish branches in New South Wales and the Australian Capital Territory of financial members to be called 'Australian Federation of Graduate Women-New South Wales Inc. .... Branch'.

5:7:2 Each Branch shall have the power to make rules regulating the conduct of the Branch provided they are consistent with the rules set down in this Constitution.

5:7:3 Each Branch shall operate its own bank account and keep its own financial records a copy of which shall be submitted to Central Committee at the end of each financial year.

5:7:4 A concessional Annual Subscription for each individual member may be remitted by Branches to AFGW-NSW Inc as determined by Central Committee. The eligibility of branches for the concession and the amount of the concession shall be determined by the Executive.

#### 5:8 DISSOLUTION

5:8:1 Notice in writing of a motion to dissolve the Association, signed by at least 20 members, must be given to the Honorary Secretary who shall immediately notify the Public Officer.

5:8:2 The Honorary Secretary shall within six months of receipt of the notice of motion send a copy thereof to each member of the Association.

5:8:3 Unless withdrawn, the motion shall be put to a Meeting of members held after six months from, and within twelve months of, receipt of the notice of motion.

5:8:4 The notice convening the Meeting shall be given at least 28 days before the meeting and shall contain a copy of the notice of motion which shall include a Resolution regarding the disposal of assets. The Resolution shall be drafted so that there is no pecuniary gain to members of the Association.

5:8:5 Voting shall be by post and by members present at the meeting. Postal votes must reach the Honorary Secretary by not less than 7 days prior to the meeting. Postal votes received after such time shall not be valid.

5:8:6 A resolution for dissolution requires a majority of at least two-thirds of the financial members who vote.

5:8:7 On dissolution, disposal of the assets of the Association shall be determined in accordance with a resolution to be voted on at the Meeting.