

AUSTRALIAN FEDERATION OF UNIVERSITY WOMEN Inc

RULES

1. NAME

The name of the association shall be the 'Australian Federation of University Women Incorporated' (referred to in these Rules as 'the Federation' or 'AFUW').

2. OBJECTS

The objects of the Federation shall be:

- (1) to unite the associations of university women graduates in Australia for the furtherance of their common interests and for affiliation with the International Federation of University Women;
- (2) to promote and encourage the advancement of education and research activities;
- (3) to encourage university women graduates to apply their knowledge and skills to contribute to solving the problems which arise at all levels of public life, national, regional and international;
- (4) to promote understanding, friendship and co-operation among university women graduates of the world irrespective of their race, nationality, religion or political opinions;
- (5) to represent university women graduates in international organizations.

3. DEFINITIONS

In these Rules, unless the contrary intention appears, the following expressions shall mean:

'area' – the State or Territory of Australia which is the geographical basis of a Member Association;

'association of university women graduates' – association of individual members whose academic qualifications satisfy the requirements of membership of the IFUW through AFUW;

'CIR' – the Co-ordinator for International Relations;

'Conference of Members' – a national meeting of individual members of Member Associations meeting together in accordance with the provisions contained within these Rules for a Triennial Conference, an Annual General Meeting and a General Meeting;

'Executive' – the elected officers: the President, the Co-ordinator for International Relations, the Honorary Secretary and the Honorary Treasurer;

'Federal Council' – the governing body of the Australian Federation of University Women;

'IFUW' – the International Federation of University Women;

'Immediate Past President' – the President who held office at the end of the immediately preceding triennium;

'quorum' – one half plus one of the total members eligible to vote, or their proxies, present and authorized to vote;

'simple majority' – more than half the number of votes cast by those present and authorized to vote;

'Voting Delegates' – full financial members of a Member Association appointed by that Association to exercise the votes to which it is entitled.

4. MEMBERSHIP

- (1) Incorporated associations of university women graduates whose Rules and subsequent amendments thereto, have been approved by the Federal Council of AFUW may be admitted as Members Associations of AFUW.
- (2) Federal Council shall not approve, except in special circumstances, the Constitution of an association which:
 - (a) has fewer than 30 members; or
 - (b) operates in the same area as an existing Member Association.
- (3) Federal Council may terminate membership of a Member Association where that association:
 - (a) has fewer than 30 members for three consecutive financial years: or
 - (b) has failed to pay its annual dues for the Federation for three consecutive years, except in circumstances beyond the control of that Member Association; or
 - (c) is dissolved; or
 - (d) resigns.
- (4) The academic qualifications for individual membership shall be study at a university or institution of comparable academic standing followed by the award of a degree or equivalent qualification which meets the requirements of IFUW.
- (5) Individual members may be admitted to Member Associations under one of the categories of membership established by AFUW as amended from time to time.
- (6)
 - (a) There shall be a category of Member Emerita, who shall be recommended by a Member Association and confirmed by Federal Council.
 - (b) The AFUW and IFUW capitation fees for a Member Emerita shall be the responsibility of the Association of which she is a member.
- (7) Subject to paragraph (4) individual financial members of Member Associations shall also be individual members of AFUW during the period of that membership.
- (8)
 - (a) Members of other IFUW national federations and associations and Independent Members of IFUW may attend meetings of AFUW and its Member Associations as temporary visiting members.
 - (b) Member Associations shall make provision for temporary visiting members of other associations of temporary visiting members of other associations of temporary visiting members of other associations of AFUW to attend meetings and enjoy such privileges as may be offered.
 - (c) if thought desirable, temporary visiting members may be asked to pay a small subscription.

5. REGISTRAR AND REGISTER OF MEMBERS

- (1) A Registrar, who shall keep a Register of Members, shall be elected at a Conference of Members from amongst the members of AFUW.
- (2) The Registrar is eligible to hold such office for a maximum of six consecutive years.

6. LIABILITY OF MEMBERS

- (1) Members of the Federation shall not be liable to contribute to the payment of debts and other liabilities of the Federation or to the costs, charges and expenses of winding up the Federation except to the extent of their own unpaid membership fees.
- (2) Members of the Federation shall not receive any payment by way of profit through the activities of the Federation.

7. AUTHORITY OF THE CONFERENCE OF MEMBERS

The supreme authority of the Federation shall be vested in the Conference of Members which shall determine the general policy of the Federation and shall delegate to Federal Council the power to carry out that policy and conduct the business of AFUW in the intervals between the General Meeting of the Conference of Members.

8. TRIENNIAL CONFERENCE

- (1)
 - (a) A Conference of Members shall be held at the end of each Triennium; and
 - (b) The date and location shall be determined by a simple majority of Voting Delegates at the preceding Triennial Conference.
- (2) The following business shall be conducted at the Triennial Conference:
 - (a) An Annual General Meeting as provided for in Clause 16 below; and
 - (b) a General Meeting of Members for the purpose of the following:
 - (i) election of Federation Officers for the following Triennium;
 - (ii) determination of the date of commencement of duties of Officers elect;
 - (iii) receipt of reports of the activities of the current Triennium;
 - (iv) consideration of resolutions;
 - (v) determination of the time and location of the following Triennial Conference; and
 - (vi) such other business as Federal Council may raise.
- (3) The Triennial Conference may include such public meetings as the Federal Council, acting on the recommendations of the local organizing committee, considers appropriate to the theme of the Conference.

9. OFFICERS

- (1) The Officers of AFUW shall be:
 - (a) the President,
 - (b) the Co-ordinator for International Relations,
 - (c) the Honorary Secretary,
 - (d) the Honorary Treasurer,each of whom shall be elected at the Triennial Conference;
 - (e) the Public Officer, a non-voting member, appointed under Clause 26 below; and
 - (f) the Presidents for the time being of the Member Associations who shall be the Vice Presidents of the Federation.

- (2) No elected Officer shall hold any one office for more than six consecutive years.

10. ELECTION OF OFFICERS

- (1) At least four months before the Triennial Conference the Honorary Secretary shall invite one nomination from each Member Association for each of the offices of President, CIR, Honorary Secretary and Honorary Treasurer for the forthcoming Triennium.
- (2) A nomination for the purpose of Sub-clause (1) above shall be:
 - (a) signed by the nominee, proposer and seconder; and
 - (b) submitted to the Honorary Secretary of the Member Association of which the proposer is a member.
- (3) All nominations duly signed shall reach the Honorary Secretary of AFUW at least two months before the date of the relevant Conference.
- (4) The Honorary Secretary shall, as soon as possible after receiving nominations from Member Associations, forward a complete list of the nominees to each Member Association.

11. FEDERAL COUNCIL

- (1) Federal Council shall comprise:
 - (a) Elected Officers, viz,
 - (i) the President of AFUW
 - (ii) the Co-ordinator for International Relations,
 - (iii) the Honorary Secretary,
 - (iv) the Honorary Treasurer,
 - (b) the Immediate Past President,
 - (c) the Vice-Presidents
 - (d) one representative of each Member Association who shall be the proxy for that Member Association with voting rights at Council Meetings except when her particular Vice-President is present.
- (2) the office of the Federation shall be located in the State/Territory in which the Honorary Secretary resides.
- (3) Any vacant elected office on Federal Council may be filled by Federal Council.
- (4) In the temporary absence of the President, Federal Council may elect one of its members in her place.

12. DUTIES AND POWERS OF FEDERAL COUNCIL

- (1) Federal Council shall carry out the policy and conduct the business of the Federation between Triennial Conferences and to that end may:
 - (a) make and amend By-Laws to facilitate the operation of these Rules provided that any such By-Law and any amendment thereto shall first be approved by a two thirds majority of the Member Associations;
 - (b) open and operate a bank account; and
 - (c) determine who shall sign cheques on behalf of the Federation.
- (2) Federal Council shall have the power to:
 - (a) appoint Committees and Sub-Committees
 - (b) co-opt members for specific purposes; and

- (c) when appropriate, appoint a member of AFUW residing in the Act with the responsibility to keep the Federation informed of governmental concerns.
- (3) The President shall *ex-officio* be a member of all Committees and Sub-Committees.
- (4) The Executive may act on behalf of Federal Council in the day-to-day business of the Federation provided that it informs the full Council regularly of any decisions made and those decisions are ratified by a majority of Members of Council.

13 RELATIONSHIP WITH IFUW

- (1) Federal Council shall:
 - (a) have power to conduct relations with IFUW; and
 - (b) appoint a representative to the Council of IFUW who shall be the CIR.
- (2) The CIR shall be responsible for promoting the aims of IFUW
- (3) The CIR shall be the liaison officer between AFUW, other national affiliates and IFUW.
- (4) If the CIR is unable to attend a meeting of the IFUW Council, Federal Council shall appoint another member of Federal Council to attend.

14 MEETINGS OF FEDERAL COUNCIL

- (1) Federal Council shall meet in person at least twice a year, one meeting being held in conjunction with the Annual General Meeting.
- (2) In the year of the Triennial conference, Federal council shall meet immediately after the Triennial Conference.
- (3) At least 28 days' written notice of Federal council meetings shall be given to members.
- (4) The President or the CIR or any three State/Territory Presidents may at any time call a meeting of Federal Council in any appropriate form, for the consideration of special business.
- (5) In the case of urgent business, 14 day's notice to all Member Associations shall be deemed sufficient.
- (6) Members of Federal Council shall receive notices and reports of all Council meetings and shall be consulted on matters of policy.
- (7) (a) Federal Council, through its Executive, may invite individuals other than council members to attend and take part in discussion in part or whole of any meeting of Federal Council, but
 - (b) such invitees shall not be permitted to vote.
- (8) At each of its meetings, Federal Council shall receive a report from:
 - (a) each elected officer,
 - (b) the President of each Member Association,
 - (c) The Convener of each Standing Committee,
 - (d) the Convener of any Task Force in operation, and
 - (e) the Convener of any *ad hoc* Committee.

15. GENERAL MEETINGS

- (1) (a) A General Meeting of the Federation shall be held at such times as Federal Council or a majority of Member Associations acting together may determine.
(b) At least 28 day's written notice of all General Meetings shall be given to Member Associations.
(c) If within half an hour of the time appointed for a General Meeting a quorum is not present the meeting shall be dissolved.
- (2) A motion shall be dealt with in the following manner:
 - (a) a notice giving details of any proposed motion for a General Meeting shall be sent to all Member Associations at least 28 days before the meeting at which it is to be considered;
 - (b) voting shall be in accordance with the provisions of Clause 17 below; and
 - (c) where for some reason it is impossible or impracticable for a motion to be dealt with according to this clause, a request may be made to the NSW Department of Fair Trading for permission to deal with it in some other manner.

16. ANNUAL GENERAL MEETINGS

- (1) An annual General Meeting shall be held each year within six months from the end of the financial year of the Federation.
- (2) The following business shall be conducted at the Annual General Meeting:
 - (a) confirmation of the Minutes of the previous Annual General Meeting;
 - (b) receipt of the Federal Council's Report on activities of the Federation in the previous financial year;
 - (c) receipt and consideration of an independently audited Statement presented by the Honorary Treasurer which shall give a true and fair view of income and expenditure in the previous financial year, and of the assets and liabilities, mortgages, charges and other securities and trust properties;
 - (d) adoption with or without amendment of an operating Budget for the following year presented by the Honorary Treasurer; and
 - (e) appointment of an Auditor for the following year.

17. VOTING

- (1) In an Conference of Members each Member Association shall have two votes for the first fifty members or part thereof of such Association and two additional votes for the next hundred and fifty members or part thereof, and one additional vote for each succeeding two hundred members or part thereof up to one thousand members, provided that no Member Association shall be entitled to more than eight votes.
- (2) For the purposes of Sub-clause (1) above, the Honorary Treasurer shall determine the voting entitlements of each Member Association on the basis of the number of financial members in that Association 28 days prior to the Conference.
- (3) The President of the Federation, the CIR, the Honorary Secretary, the Honorary Treasurer and the Immediate Past President shall each have a

vote *ex officio* in all meetings and the President of the Federation shall also have a casting vote.

- (4) The votes of a Member Association shall be exercised:
 - (a) by voting delegates,
 - (b) by a proxy or proxies, or
 - (c) partly by voting delegates and partly by proxies.
- (5) A proxy shall be a financial member of a Member Association and may exercise only one vote and represent only one Member Association.
- (6) The names of all voting delegates and proxies shall be submitted to the Honorary Secretary in writing not less than 28 days before the first day of the Triennial Conference or one week before a General Meeting to which they are appointed.
- (7) Subject to Clauses 27 and 31 all matters, in all meetings, shall be decided by a simple majority.
- (8) Voting shall be by a show of hands unless a secret ballot is requested by a simple majority of those present and authorized to vote.

18. DUTIES OF THE HONORARY TREASURER

The Honorary Treasurer shall:

- (1) Ensure that all money received by the Federation is paid into accounts in the Federation's name;
- (2) make payments through a petty cash system or by cheque signed by signatories authorized by Federal Council in accordance with Rule 12(1)(c);
- (3) keep proper accounts with shall be audited annually and presented with the Auditor's Statement at the Annual General Meeting; and
- (4) present an operating Budget for the following year at the Annual General Meeting.

19. CAPITATION FEES

- (1) Each Member Association shall pay annual dues to AFUW as follows:
 - (a) a *per capita* levy, as determined by the Conference of IFUW; and
 - (b) a *per capita* levy, as determined by the Conference of Members of AFUW.
- (2) Dues collected by AFUW on behalf of IFUW shall be remitted to IFUW annually.
- (3) The financial year of AFUW shall end of 31 October.

20. INVESTMENTS

- (1) any funds not immediately required for the purposes of the Federation shall be invested in Commonwealth Government or bank securities or in a manner as members of Federal council may unanimously determine.
- (2) Federal Council shall have the power to vary investments from time to time.

21. REPRESENTATION FUND

- (1) The Federation shall keep a separate Representation Fund from monies set aside from AFUW capitation fees.

- (2) Federal Council may authorize use of the Fund for all or any part of any necessary travel or other expenses incurred by the Executive and by delegates approved by Federal Council to represent AFUW.
- (3) In allocating payments from the Representation Fund, consideration shall be taken of any contribution from IFUW or other bodies.
- (4) Federal Council in co-operation with Member Associations shall make financial provision to enable the President to visit each Member Association during her term of office.

22. FELLOWSHIP FUNDS

- (1) The Trustees of the Education Trust of AFUW shall be responsible for the administration of all Fellowship funds in accord with the provisions of the Trust Deed as established in 1992.
- (2) The Fellowships Standing Committee shall make recommendations to the Trustees about all matters concerning Fellowships and other awards.
- (3) The Trustees shall, in turn, make recommendations to Federal Council about policy and administration of the funds. The general provision shall apply, that the corpus in the Trust shall be invested and the annual interest be available for use by Federal Council at its discretion to:
 - (a) support in the first instance awards to members of AFUW for advanced study or research in any country; and
 - (b) make contributions to any of the following: the Georgina Sweet Fellowship Fund, the Eleanor May Hinder Bequest, the IFUW Fellowship Fund or any other similar award fund.

23. INCOME AND PROPERTY

- (1) All income and property of the Federation shall be applied solely towards the promotion of the objects of the Federation and no portion thereof shall be paid or transferred directly or indirectly by way of dividend, bonus or otherwise by way of profit to or amongst the members of the Federation.
- (2) Nothing herein contained shall prevent the payment in good faith of interest to any such member in respect of monies advanced by her or of remuneration of any officer or servant of the Federation, or to any member of the Federation, or any other person in return for any services actually rendered to it.
- (3) Nothing herein contained shall be construed so as to prevent the repayment to any member for out-of-pocket expenses or the hire of goods or rent for premises demised to the Federation.

24. CUSTODY AND INSPECTION OF BOOKS

- (1) (a) The Honorary Secretary shall maintain a file of correspondence and shall ensure that records are kept of the business of the Federation including the rules, Proceedings of Conferences, Minutes of all Council and General Meetings.
- (b) These records shall be kept in the custody of the Honorary Secretary and shall be available for inspection by any member.

- (2) (a) The Honorary Treasurer shall ensure that correct books and accounts are kept showing the financial affairs of the Federation.
- (b) These records shall be kept in the custody of the Honorary Treasurer and shall be available for inspection by any member.
- (3) The Register of Members shall be held in the custody of the Registrar and shall be a confidential document with access to it restricted to the President and the Registrar.

25. CORPORATE SPONSORSHIP

- (1) The Executive of AFUW in consultation with the Convener of the Membership Standing Committee may invite one or more registered companies or organisations to become corporate sponsors of AFUW.
- (2) A Corporate Sponsor may receive national publications and invitations to appropriate national or local events.
- (3) AFUW may acknowledge the support of a Corporate Sponsor in national publications.
- (4) A Corporate Sponsor shall have no voting rights with AFUW and no affiliation with IFUW.

26. PUBLIC OFFICER

- (1) The Federation shall ensure that a person is appointed as Public Officer who may be an officer, member of Federal Council, or any other person regarded by Council as a suitable person for the position.
- (2) The Federal Council may at any time remove the Public Officer and appoint a new Public Officer provided that the person is at least 18 years of age and a resident of New South Wales.
- (3) When a vacancy occurs in the position of Public Officer, Federal Council shall notify the NSW Department of Fair Trading on the prescribed form within 14 days, and shall appoint a new Public Officer.
- (4) The Public Officer shall act in accordance with the requirements of the NSW Department of Fair Trading.

27. AMENDMENT OF RULES AND BY-LAWS

- (1) Amendments to the Rules of AFUW may be proposed by Federal Council and by Member Associations.
- (2) the Rules may be amended at a Conference of Members by a two-thirds majority of Voting Delegates, provided that notice of the proposed amendment shall have been sent at least three months before the Conference to the Honorary Secretary who shall immediately communicate it to IFUW and to each Member Association.
- (3) An amendment on notice made at Conference shall take effect from the time it is approved by IFUW.
- (4) In the event of an amendment to the Rules being required within the period of three months notice preceding the Conference, the Rules may be amended by a two-thirds majority subject to ratification at the Conference in accordance with the provisions of Clause 27(5).
- (5) An amendment without notice made by Conference shall take effect six months after the Conference provided that:

- (a) it is approved by IFUW;
 - (b) it is ratified by all Member Associations; and
 - (c) no Member Association has objected to it during that period.
- (6) No existing By-Law shall be amended or repealed at a meeting of Federal Council unless particulars of the proposed amendment or repeal shall have been given in the notice calling the meeting.

28. THE COMMON SEAL

- (1) The Common Seal of the Federation shall be kept in the custody of the Honorary Secretary and shall be affixed to a document only with the approval of Council.
- (2) The affixing of the Common Seal shall be witnessed by the signatures of two members of Council.

29. SERVICE OF DOCUMENTS

Service of documents on the Federation is effected by serving them on the Public Officer or by serving them on two members of Federal Council.

30. DISSOLUTION

- (1) (a) Notice of a proposal for the dissolution of the Federation must be given to Federal Council at least eighteen months before the date of a Conference; and
- (b) The Honorary Secretary shall send a copy of the proposal to each Member Association as soon as possible and in any event not less than six months before the date of the Conference.
- (2) A vote to dissolve the Federation can be passed only:
 - (a) by a Conference at which at least one third of the Member Associations are represented; and
 - (b) if three-fourths of the Voting Delegates or their proxies present vote at the Conference to dissolve the Federation; and
 - (c) if the vote to dissolve the Federation is later ratified by two-thirds of the Member Associations.
- (3) (a) Member Associations shall be notified of the decision to dissolve immediately after the Conference; and
- (b) unless more than one-third of the Member Associations formally oppose the decision within six months after notification, the Federation shall be dissolved.
- (4) Upon dissolution, individual members have no right to the assets of the Federation.
- (5) If upon dissolution of the Federation there remains after satisfaction of all debts and liabilities, any property whatsoever, the same shall not be paid or distributed amongst members of the Federation but shall be given or transferred to some other association which has objects similar to those of the Federation and which prohibits the distribution of its income and property amongst its members and which is a fund, authority or institution approved by the Commissioner of Taxation as a fund, authority or institution referred to in paragraph 78 (1)(a) of the *Income Tax Assessment Act 1936* as amended.

- (6) Assets shall be allocated by the Conference which votes to dissolve the Federation.

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BY-LAWS

1. MEMBERSHIP

- (1) Federal Council shall give the Registrar full details of individual members of the Member Association for correction of the Register as soon as possible after receiving that information.
- (2) A Life Member of Member Emerita of a Member Association who becomes a resident of another State or Territory may become a member of the Member Association in the new location on payment of the annual membership fee less the amount of the IFUW and AFUW annual levy without any liability for the Member Association to pay these levies which shall be paid by the Member Association granting Life Membership or Member Emerita.
- (3) The Registrar shall annually provide the Honorary Secretary and the Public Officer with a list of current members.

2. TRIENNIAL CONFERENCE

- (1) The theme of the Triennial Conference shall be determined by Federal Council and circulated to Member Associations not less than twelve months prior to the Conference.
- (2) Any Member Association may forward to the Honorary Secretary at least three months prior to the Triennial Conference an invitation to hold the following Triennial Conference in a specified location and within specified dates.
- (3) In the event that a Member Association whose invitation has been accepted is subsequently unable to host the Triennial Conference, Federal Council may make alternative arrangements.
- (4) The host Member Association shall form a local organising committee the chairman of which is required to send progress reports to Federal Council.
- (5) Federal Council, in consultation with the host Member Association, shall prepare the programme for the Triennial Conference together with the amount of the registration fee.
- (6) The Executive shall prepare the Agenda for the General Meeting and forward it to Member Associations at least 28 days before the Triennial Conference.
- (7) No further items may be placed on the Agenda after the commencement of the Triennial Conference except where the matter is considered to be sufficiently urgent by a two-thirds majority of voting delegates (or their proxies) present at the General Meeting.
- (8) All members of the Member Associations shall be eligible to attend the Conference and shall pay a registration fee of such amount as shall be determined from time to time by Federal Council.

3. ELECTION OF OFFICERS

- (1) Where the Honorary Secretary of a Member Association receives more than one nomination for an office of AFUW, the Member Association shall determine which nomination shall be forwarded to AFUW.

- (2) A determination by a Member Association for the purposes of Clause 3(1) shall be carried out by a ballot of individual members of the Member Association conducted by the Executive of that Association.
- (3) Four months before the commencement of the Triennial Conference, the Honorary Secretary shall invite nominations from Member Associations for the position of Registrar.
- (4) Nominations forwarded by each Member Association shall reach the Honorary Secretary at least two months before the commencement of the Conference.
- (5) The Honorary Secretary shall forward to each Member Association a list of nominees for the office.

4. FEDERAL COUNCIL

- (1) In the interim between the election of a new Federal Council and its assumption of office, the Honorary Secretary elect shall receive all papers, reports and minutes relevant to the business of the outgoing Council.
- (2) As soon as possible and not less than one month before taking up her positions, the Honorary Secretary for the incoming Triennium shall obtain the contact details of the incoming Federal Councillors.

5. CAPITATION FEES

- (1) In determining the levy for the following year under Clause 19(1)(b) of the Rules, the increment shall not be less than the consumer Price Index increase for the previous year.
- (2) The number of votes to which a Member Association is entitled shall be determined by the Honorary Treasurer in accordance with the provisions of Clause 17(1) of the Rules on the basis of the number of financial members in that Association 28 days prior to the Conference.
- (3) Member Associations shall remit capitation fees to AFUW together with a list of the names and postal addresses of individual members.
- (4) Federation and IFUW services shall be provided only for those individual members whose capitation fees have been received by the Federation.
- (5) Federation and IFUW services shall be supplied to individual members within one month of receipt of their capitation fees.

(6) COMMITTEES

- (1) The establishment and ratification of committees shall be approved at a Conference of Members.
- (2) Prior to the first meeting of the incoming Council, Member Associations may forward to the Honorary Secretary the names of members of AFUW with qualifications and expertise appropriate to such committees.
- (3) Federal Council shall, after due consideration, proceed to appoint such committees.
- (4) Members so appointed may serve on such committees for a maximum of six consecutive years.

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