

Sterilising Research & Advisory Council of Australia (VIC) Inc
Constitution

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1. Name

The name of the Association shall be Sterilising Research and Advisory Council of Australia (Vic) Inc.

2. Purpose

2.1 The purpose of the Association shall be :

2.2 To promote the sharing of knowledge, research and investigation

2.3 To enhance opportunities for education and training of the principles and practices of reprocessing of reusable medical devices in Health Services Organisations (HSO)

2.4 To provide access to knowledge and information on current standards and best practice through conferences, workshops and networking

2.5 To control infection and microbiological contamination in Health Services Organisations and community Services through research and education

2.6 To represent the professional interest of members of the Association

3. Interpretation

3.1 The 'Association' means the Sterilising Research and Advisory Council of Australia (Vic) Inc.

3.2 'Committee' means the Committee of Management of the Association

3.3 'Officer' shall be those of President, Vice President, Secretary/Public Officer and Treasurer

3.4 'Member' means a member of the Association that has been approved and formally accepted as a member.

4. Membership

4.1 Application for membership.

4.2 A person shall be eligible for admittance to the Association upon:

4.2.1 Completion of an Application Form

4.2.2 Lodgement of the Application form plus Membership Fee with the Treasurer/Membership Secretary

4.3 As soon as it is practicable after the receipt of an Application, the Treasurer/Membership Secretary shall refer the application to the Committee.

4.4 Upon an Application being referred to the Committee, the Committee shall determine whether to approve or reject the application and notify the applicant in writing of its determination.

4.5 If the Application is approved, the Membership Secretary shall enter the person's name and details in the Register of Members, whereupon the person will become a member and be allocated a membership number.

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- 4.6** If the Application is rejected, the secretary must notify the applicant and state grounds for the rejection.
- 4.7** All applications for membership will be presented to committee for approval
- 4.7.1** Full Member being a person who accepts the intent of the Constitution and By-Laws of the Association and have paid the annual subscription fee. The full member shall be directly or indirectly involved, in the reprocessing of reusable medical devices in Health Services Organisations. This may include persons responsible for the management or supervision of a reprocessing facility in a HSO.
- 4.7.2** Associate Member being a person who accepts the intent of the Constitution and By-Laws of the Association and have paid the annual subscription fee. Associate Members maybe proprietors or employees of a Health Services Organisation or business engaged in the production and/or supply of goods and or services associated with the sterilisation, disinfection or infection control. Associate Members have no voting rights and are not eligible to hold office.
- 4.7.3** Life Member means any member who by unanimous vote of the Committee, has been elected such by the Committee, in recognition of outstanding contribution to the practice of sterilisation. Life Members have voting rights and no annual subscription is payable.
- 4.7.4** Honorary Member means any person elected by unanimous vote of the Committee to membership through courtesy, recognition or prestige and for which no annual subscription is payable. Any honorary position will be reviewed annually by the committee. These members have no voting rights and are not eligible to hold office.
- 4.7.5** Student Member being a person who accepts the intent of the Constitution and By-Laws of the Association. The student member shall be a registered student in a Registered Training Organisation and currently undertaking a qualification in Sterilising or equivalent course of study. Student Membership is valid for one (1) year and for which no annual subscription is payable.
- 4.8** The number of members in each class shall be unlimited.
- 4.9** Members will have access to the following records:
- 4.9.1** Membership records: Any member may request in writing at a reasonable time and free of charge, to inspect the register of members. In accordance with section 59 of the act, members' personal information will be withheld. Access will be given to names only.
- 4.9.2** All records, books and other documents of the Association shall be open to inspection, free of charge, by a member of the Association on request, at a time convenient to the Officer.

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- 4.9.3** Financial Reports: Members will have access to published financial reports as detailed at Annual General Meeting.
- 4.9.4** Constitution: Freely available upon request
- 4.9.5** Members will not have access to personal information of members. Membership records maybe inspected but not copied.

5. Committee

- 5.1** The purposes of the Association shall be implemented by a Committee of Management, which shall be comprised of up to eleven (11) elected members including the officers.
- 5.2** All decisions shall be made by the Committee On a matter requiring an immediate decision, the President and one other Officer elected for the specific purpose, shall be empowered to act on behalf of the Committee and shall report such decisions to the next Committee of Management meeting for ratification
- 5.3** The Committee shall be elected at the Annual General Meeting or at an Extraordinary General Meeting held for that purpose.
- 5.4** The committee shall be empowered to declare any person no longer a Full, Associate, Life or Student Member should he/she:
 - 5.4.1** Fail to pay his/her annual subscription within three (3) months of the date of it becoming due. If the member renews their membership between 4 months and three years from the date it becomes due, the Committee shall have the power to reinstate such a person as a member, providing they continue to meet criteria for Full or Associate Membership, and pay the appropriate (current) membership fees. Once this member is reinstated they will have their membership noted as 'Interrupted Membership'.
 - 5.4.2** Fail to renew annual membership for 3 consecutive years. This member will have their membership revoked and will have to re-apply to the committee for membership.
 - 5.4.3** Tender his/her resignation and that the resignation be accepted by the Committee,
 - 5.4.4** The Member, in the opinion of the Committee, violates the Association's constitution or By-Laws, or conducts him/herself to the detriment of the Association, provided that before declaring such a person no longer a member, the Committee shall invite him/her to present explanation or defence as he/she may deem fit.
- 5.5** The office of a member of the Committee shall be vacated:
 - 5.5.1** If, he/she ceases to meet the full membership criteria

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5.5.2 If, he/she absents him/herself from the meetings of the Committee for three (3) consecutive meetings, without notified leave of absence and the Committee, then resolves that his/her office is vacated

5.5.3 If, by notice in writing to the Association, he/she resigns his/her office

5.5.4 If, being an elected member, he/she is requested in writing by all his/her fellow members of the Committee to resign

5.6 Vacancies may be filled from within the Committee by election at a Committee meeting.

6. Common Seal

6.1 No common seal is held by the Sterilising Research Advisory Council of Australia (VIC) Inc.

7. Finance

7.1 An annual subscription shall be payable by Full Members and Associate Members and shall be determined at the Annual General Meeting. The due date, year and the amount of the application fees if any, shall be determined by the Committee and may be made the subject of the By-Laws.

7.2 The Committee may determine and charge fees for attendance at conferences, workshops and educational sessions

7.3 New members admitted on or after nine (9) months after the date for annual subscription shall be deemed financial members for that year and the following year

7.4 The funds of the Association may be derived from joining fees, annual subscriptions, sponsorship, donations, fund raising activities, grants, interest and any other sources approved by the Committee.

8. Management of funds

8.1 The Association must maintain an account(s) with a financial institution from which all expenditure of the Association is made and into which all of the Association's revenue is deposited

8.2 Subject to any restrictions imposed by an Annual General Meeting of the Association, the Committee may approve expenditure on behalf of the Association

8.3 The Committee may authorise the Treasurer to expend funds on behalf of the Association, including electronic funds transfer, up to a specific limit determined by the Committee, without requiring approval from the Committee for each item on which the funds are expended. The Treasurer shall report such decision and all copies of receipts to the next Committee of Management meeting for ratification and approval.

8.4 All cheques, drafts, EFT payments must be signed/authorised by two (2) committee signatory members. The Committee may authorise a discretionary amount of funds to be

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placed into a 'petty cash' account and maybe available 'at call' to the 'executive members'. All expenditure from the petty cash account and all copies of receipts will be submitted to the next Committee of Management meeting for ratification and approval.

- 8.5** All funds of the Association must be deposited into the financial account of the Association no later than fourteen (14) working days after receipt.
- 8.6** With the approval of the Committee, the Treasurer may maintain a cash float or petty cash to an amount determined by the Committee of Management, provided that all monies paid from or paid into the float/petty cash is accurately recorded at the time of the transaction. The Treasurer shall report such transactions to the next Committee of Management meeting for ratification.
- 8.7** Proper financial records and accounts shall be kept and maintained either in writing or printed form in the English language, showing correctly, the financial affairs of the Association. Financial Monthly Reports, Bank Reconciliations, Balance Sheet and Income Statement will be presented to committee at Committee Meetings.
- 8.8** The Association must keep financial records that correctly record and explain its transactions, financial position and performance
- 8.9** All amounts shall be paid by cheque or electronic transfer authorised by any two (2) of the President, Secretary, Treasurer or other member authorised from time to time by the Management Committee unless paid from the 'petty cash' bank account. The Treasurer shall report such transactions to the next Committee of Management meeting for ratification and approval
- 8.10** Cheques shall be crossed "Not Negotiable", with the exception of cash funds required for petty cash float which may be open
- 8.11** All expenditure shall be approved or ratified at Committee meeting
- 8.12** As soon as practicable after the end of the financial year the Treasurer shall cause to be prepared a statement containing the particulars of:
- a) Income and expenditure of the financial year just ended
 - b) Assets and liabilities, charges and securities affecting the Association at the close of that year
- 8.13** All such statements shall be examined by the Appointed Independent Financial Review person at least once for each financial year. He/she shall present his/her report, upon such financial review, to the Treasurer prior to the holding of the Annual General Meeting following the financial year in respect of which such audit was made
- 8.14** The Committee may invest Association funds in banks, building society or credit union
- 8.15** The income and assets of the Association however derived shall be used and applied solely in the promotion of its purpose

9. Meetings

9.1 Committee Meetings

- 9.1.1** The president shall convene meetings of the Committee at least bi-monthly. A quorum at Committee Meetings shall be fifty (50) percent of the Committee plus one (1) and include one (1) office bearer. These meetings shall be known as Committee Meetings. Any current member is entitled to attend such meetings and have voting rights in accordance with their membership status.
- 9.1.2** The President, or in their absence, the Vice-President, shall preside as Chairperson at each committee meeting of the Association.
- 9.1.3** If the President and the Vice-President are absent from a committee meeting, the members present shall elect one of their members present to preside as Chairperson at the meeting.
- 9.1.4** The Chairperson of a committee meeting at which a quorum is present may with the consent of the meeting, adjourn the meeting from time to time and place to place, but no business shall be transacted at a rescheduled meeting, other than the business left unfinished at the meeting at which the adjournment took place.
- 9.1.5** Minutes of Committee meetings shall be available to committee members and upon written request to the committee of management maybe available to current members.

9.2 Annual General meeting

- 9.2.1** An annual general meeting shall be called at a time, date and venue determined by the Committee in each calendar year.
- 9.2.2** The annual general meeting shall be specified as such in the notice convening it.
- 9.2.3** A quorum at an Annual General Meetings shall be 50 percent of the Committee plus one (1) and include one (1) office bearer.
- 9.2.4** The ordinary business of the Annual General Meeting shall be
- a) to confirm the minutes of the previous annual general meeting and of any extraordinary general meeting held since that meeting
 - b) to receive and consider
 - I. the annual report of the Committee on the activities of the Association during the preceding financial year;
 - II. the financial statements of the Association for the preceding financial year submitted by the Committee and ratified by an external auditor
 - c) to elect the members of the Committee
 - d) to confirm or vary the amounts (if any) of the annual subscription and joining fee
 - e) to elect an Auditor for the incoming financial year

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- 9.2.5** The annual general meeting may also conduct any other business of which notice has been given

9.3 Extraordinary General Meeting

- 9.3.1** All meetings other than the annual general meeting shall be referred to as committee meetings.
- 9.3.2** An extraordinary general meeting shall be called upon the request, in writing, of the President, or the resolution of the Committee, giving notice/s of motion of the business proposed.
- 9.3.3** Upon the application of not less than fifteen (15) financial members, made in writing to the Secretary of the Committee, and signed by each of the applicant members, together with notice/s of motion regarding the business proposed.
- 9.3.4** Extraordinary General Meeting shall be called within twenty-eight (28) days of the request or application and the Secretary shall give at least fourteen (14) days' notice of the meeting to members, together with notice/s of motion.
- 9.3.5** A quorum at Extraordinary General Meetings shall be ten (10) voting members present and only financial full members shall be eligible to vote at meetings.

10. Proceedings at Meetings – applies to all meeting types as specified above

- 10.1.1** An Agenda will be circulated within 10 days prior to the scheduled committee meeting. Any member may submit an item directly to the secretary to be included in the agenda.
- 10.1.2** The order of business may be determined by the members present at the meeting
- 10.1.3** A motion arising at a meeting of the Association shall be determined on a show of hands. Each member present has one vote. Once a show of hands has been carried by a majority or lost, an entry to that effect is recorded in the minutes of the meeting. In the case of a tied vote the chairperson is entitled to exercise a casting vote.
- 10.1.4** Members absent from the meeting will not be allowed to cast a proxy vote. All members must be personally present to vote.
- 10.1.5** If a member has a conflict of interest in relation to a matter under consideration, they shall declare such interest and abstain for any voting.
- 10.1.6** Members may attend via video/telephone conferencing.
- 10.1.7** Minutes of the meeting are to be circulated within 7 days of the meeting. Minutes must include all agenda items and outcomes, those in attendance, meeting dates and times.

11. Committee of Management

11.1 A Committee of Management constituted as provided in section five (5) shall manage the affairs of the Association. The Committee:-

11.1.1 Shall control and manage the business and affairs of the Association;

11.1.2 Subject to these rules, the regulations and the Act, has power to perform all such duties to be essential for the proper management of the business and affairs of the Association;

11.1.3 May appoint any member of persons as Patrons of the Association; and may elect Life Members and Honorary Members.

11.2 The officers of the Association shall be:-

- The President
- The Vice-President
- The Secretary/Public Officer
- The Treasurer/Membership Secretary

11.3 The committee reserves the right to appoint further officer positions as required from time to time.

11.4 Each officer of the Association shall hold office until the second annual general meeting after the date of his/her election but is eligible for re-election. Officer of the Association is a two-year term

11.5 Each 'ordinary' member of the Committee shall, subject to these rules, hold office until the annual general meeting next year after the date of his/her election but is eligible for re-election. Ordinary members of the Committee are a one year term.

11.6 The decision of the Committee on any matter not provided by the By-Laws shall be conclusive and binding on all members.

11.7 General Duties of Committee Members

11.7.1 As soon as practicable after being elected or appointed to the Committee, each committee member must become familiar with the Rule and the Act.

11.7.2 The committee is collectively responsible for ensuring that the Association complies with the Act and that individual members of the Committee comply with these Rules.

11.7.3 Committee members must exercise their powers and discharge their duties with reasonable care and diligence.

11.7.4 Committee members must exercise their powers and discharge their duties

- a) In good faith in the best interests of the Association; and
- b) For the proper purpose

11.7.5 Committee members and former committee members must not make improper use of

- a) their position
- b) information acquired by virtue of holding their position

so as to gain an advantage for themselves or any other person, or to cause detriment to the Association

11.7.6 In addition to any duties imposed by these Rules, a committee member must perform any other duties imposed from time to time by resolution at a general meeting.

12. Elections of Committee Members and Vacancies

12.1 Only persons who have been Full Members for at least one year and are currently actively engaged in some aspect of sterilisation practice are eligible for election to the Committee.

12.2 Nominations of candidates for election as committee members of the committee shall:-

12.2.1 be made in writing and signed by one member of the Association. The nomination must include the written consent of the candidate (which may be endorsed on the form of the nomination),

12.2.2 be delivered to the Secretary not less than 14 days before the date fixed for the holding of the annual general meeting.

12.3 A notice inviting nominations for election to the committee shall accompany the notice calling the Annual General Meeting.

12.4 Thereafter, elections shall be held in each year in respect only of those committee members who retire in that year.

12.5 A retiring Committee member will be eligible for re-election unless the retiring Committee member has already served 3 consecutive terms on the committee (maximum of three years).

12.6 If the retiring Committee member has already served 3 consecutive terms on the committee, that member will not be eligible for re-election for a period of 12 months after the Committee member's retirement.

12.7 A retiring 'Officer of the Committee will be eligible for re-election unless the retiring Officer of the Committee has already served 3 consecutive terms on the committee (maximum of six years – officer positions are for a two year term).

12.8 If the number of nominations received equals the number of vacancies to be filled, the persons nominated shall be deemed to be elected.

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- 12.9** If insufficient nominations are received to fill all vacancies on the committee, the candidates nominated shall be deemed to be elected and further nominations may be received at the annual general meeting.
- 12.10** If the number of nominations received exceeds the number vacancies, a ballot shall be held.
- 12.11** A committee position maybe vacated in the following circumstances:-
- a) ceases to be a member of the Association,
 - b) becomes an insolvent under administration within the Companies (Victoria) Code,
 - c) submits a written resignation to the committee of their intent to resign from the committee
 - d) fails to attend three consecutive meetings without notice,
 - e) if, being an elected member, that person is requested in writing by all fellow committee members to resign.

13. Officer Roles

13.1 President

13.1.1 The President shall

- act as the chairperson at all meetings of the Association
- exercise a casting vote if there is equality of votes on any question arising at a any meeting
- delegate authority where such delegation is necessary for the proper functioning of the Association
- present a written report of the Association's activities at the annual general meeting,
- perform all duties deemed appropriate to ensure the ongoing functioning of the association
- be a spokesperson for the Association
- represent SRACA Victoria on the Federation SRACA committee and provide an annual report on the activities of the Victorian SRACA Association
- represent the Association or nominate a member to represent the Association on external committees

13.2 Vice President

13.2.1 The Vice-President shall

- fill the office of President if there is a casual vacancy in that office
- preside as chairperson at any meeting of the Association if the president is absent at that meeting

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- stand in for the president, or any other officer, if the president or other officer is temporarily unable to hold such office
- provide the President with assistance in matters relating to the functioning of the Association
- represent SRACA Victoria on the Federation SRACA committee

13.3 Secretary

13.3.1 The Secretary shall

- work alongside the appointed Secretariat/Bookkeeper to keep minutes of the proceedings and resolutions of each meeting, together with a record of the names of persons present at committee meetings
- respond in a timely manner to all correspondence received
- keep a record of all correspondence and provide a report to the committee at each meeting
- answer or arrange for any correspondence received by the Association to be answered as directed by the committee
- prepare the agenda for all meetings
- keep custody of all official minutes and records
- hold the position of Public Officer of the Association
- keep in his/her custody or under his/her control, electronic and/or hard copies of all records, books and other documents of the Association other than the financial records
- Oversee management of the SRACA (VIC) Inc. website

13.4 Treasurer/Membership Secretary

13.4.1 The Treasurer/Membership Secretary shall

- work alongside the appointed Secretariat/Bookkeeper to collect and receive all moneys due to the Association, and make all payments authorised by the Association, including the annual capitation fee to the Federation of Sterilising, Research and Advisory Councils of Australia (Inc.)
- process, any creditor payments presented and approved at meetings to relevant parties in accordance with authorised signatories on bank accounts
- keep correct accounts and financial records showing the financial affairs of the Association, with full details of all receipts and expenditure connected with the activities of the Association
- prepare all financial reports for auditing as required by the appointed SRACA external auditor

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- present the independently reviewed financial report for the preceding year at the annual general meeting
- as directed by the Committee, open financial accounts from time to time.
- keep and maintain the Register of Members
- provide all new members with 'Welcome Pack' including links to the SRACA Website, latest Newsletter and advising membership number
- provide accurate membership numbers as at 30th June to calculate the Capitation Fee due to the Federation of Sterilising, Research and Advisory Councils of Australia (Inc.)
- prepare and present a membership report detailing membership numbers and membership types at the Annual General Meeting
- prepare and present the annual financial report and the independently reviewed report and statement at the Annual General Meeting
- provide accurate membership details to the publisher of the Association's newsletter and notices
- take out and maintain with a reputable insurer such insurance policies as the Committee deems fit to protect the Association, its assets and its members from the risks associated with the Association carrying out its purposes.

13.5 Auditor

13.5.1 The Auditor, appointed at each annual general meeting, shall perform an independent review and examination of the financial records of the Association and provide the Auditor's independent report for the Annual General Meeting.

14. Removal of a Member of Committee

14.1 The Association, in a committee meeting, may by resolution remove any member of the Committee before the expiration of his/her term of office and appoint another member in his/her stead to hold office until expiration of the term of the first-mentioned member.

14.2 The member affected by the resolution (refer clause 14.1) may appeal in writing to the Secretary or President of the Association within 30 days and request that their appeal be notified to the members of the Association. The Secretary or the President must then follow the procedure as set out in section 16 of this constitution – Grievance Procedure.

15. Disciplinary action

15.1 Grounds for taking disciplinary action.

15.1.1 The Association may take disciplinary action against a member, if it is determined that the member

- a) has failed to comply with these Rules

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- b) refuses to support the purposes of the Association
- c) has engaged in conduct prejudicial to the Association.

15.2 Disciplinary subcommittee

15.2.1 If the Committee is satisfied that there are sufficient grounds for taking disciplinary action against a member, the Committee must appoint a disciplinary subcommittee to hear the matter and determine what action, if any, to take against the member.

15.2.2 The members of the disciplinary subcommittee may be Committee members and/or members of the Association and must not be biased against, or in favour of, the member concerned.

15.3 Notice to member

15.3.1 Before disciplinary action is taken against a member, the President must give written notice to the member stating that the Association proposes to take disciplinary action against the member; and

15.3.2 state the grounds for the proposed disciplinary action

15.3.3 specify the date, place and time of the meeting at which the disciplinary subcommittee intends to consider the disciplinary action (*the disciplinary meeting*)

15.3.4 advise the member that he or she may do one or both of the following:

- a) attend the disciplinary meeting and address the disciplinary subcommittee at that meeting,
- b) give a written statement to the disciplinary subcommittee at any time before the disciplinary meeting,

15.3.5 the notice must be given no earlier than 28 days, and no later than 14 days, before the disciplinary meeting is held.

15.4 Decision of subcommittee

At the disciplinary meeting, the disciplinary subcommittee must

15.4.1 give the member an opportunity to be heard,

15.4.2 consider any written statement submitted by the member.

15.4.3 After complying with subrule (15.3.1 and/or 15.3.2), the disciplinary subcommittee may—

- a) take no further action against the member; or
- b) subject to subrule (15.3.4)—
 - I. reprimand the member; or
 - II. suspend the membership rights of the member for a specified period, or
 - III. expel the member from the Association.

15.4.4 The disciplinary subcommittee may not fine the member.

15.4.5 The suspension of membership rights or the expulsion of a member by the disciplinary subcommittee under this rule takes effect immediately after the vote is passed.

15.5 Appeal rights

15.5.1 A person whose membership rights have been suspended or who has been expelled from the Association under rule 15.4.3 may give notice to the effect that he or she wishes to appeal against the suspension or expulsion.

15.5.2 The notice must be in writing and given—

- a) To the disciplinary subcommittee immediately after the vote to suspend or expel the person is taken; or
- b) to the Secretary not later than 48 hours after the vote.

15.5.3 If a person has given notice under subrule (15.5.2), a disciplinary appeal meeting must be convened by the Committee as soon as practicable, but not later than 21 days, after the notice is received.

15.5.4 Notice of the disciplinary appeal meeting must be given to each committee member as soon as practicable and must—

- a) specify the date, time and place of the meeting; and state—
 - I. the name of the person against whom the disciplinary action has been taken,
 - II. the grounds for taking that action,
 - III. that at the disciplinary appeal meeting the members present must vote on whether the decision to suspend or expel the person should be upheld or revoked.

15.6 Conduct of disciplinary appeal meeting

15.6.1 At a disciplinary appeal meeting—

- a) no business other than the question of the appeal may be conducted,
- b) the Committee must state the grounds for suspending or expelling the member and the reasons for taking that action,
- c) the person whose membership has been suspended or who has been expelled must be given an opportunity to be heard.

15.6.2 After complying with subrule (15.6.1), the committee members present must vote by secret ballot on the question of whether the decision to suspend or expel the person should be upheld or revoked.

15.6.3 A committee member may not vote by proxy at the meeting.

15.6.4 The decision is upheld if not less than three quarters of the members voting at the meeting vote in favour of the decision.

16. Grievance procedure

Application

16.1 The grievance procedure set out in this Division applies to disputes under these Rules between—

- a) a member and another member;
- b) a member and the Committee;
- c) a member and the Association.

16.2 A member must not initiate a grievance procedure in relation to a matter that is the subject of a disciplinary procedure until the disciplinary procedure has been completed.

16.3 Parties must attempt to resolve the dispute

- The parties to a dispute must attempt to resolve the dispute between themselves within 14 days of the dispute coming to the attention of each party.

16.4 Appointment of mediator

16.4.1 If the parties to a dispute are unable to resolve the dispute between themselves within the time required by rule 15.3, the parties must within 10 days—

- a) notify the Committee of the dispute,
- b) agree to or request the appointment of a mediator,
- c) attempt in good faith to settle the dispute by mediation.

16.4.2 The mediator must be—

- a) a person chosen by agreement between the parties; or
- b) in the absence of agreement—
 - I. if the dispute is between a member and another member—a person appointed by the Committee, or
 - II. if the dispute is between a member and the Committee or the Association—a person appointed or employed by the Dispute Settlement Centre of Victoria.

16.4.3 A mediator appointed by the Committee may be a member or former member of the Association but in any case must not be a person who—

- a) has a personal interest in the dispute, or
- b) is biased in favour of or against any party.

16.4.4 Mediation process

a) The mediator to the dispute, in conducting the mediation, must—

- I. give each party every opportunity to be heard,
- II. allow due consideration by all parties of any written statement submitted by any party,
- III. ensure that natural justice is accorded to the parties throughout the mediation process.

b) The mediator must not determine the dispute.

16.5 Failure to resolve dispute by mediation

16.5.1 If the mediation process does not resolve the dispute, the parties may seek to resolve the dispute in accordance with the Act or otherwise at law.

17. Alteration of Rules and Statement of Purposes

17.1 These rules and the statement of purposes of the Association shall not be altered except at an Annual General Meeting.

18. Winding up or Cancellation

18.1 In the event of the winding up or the cancellation of the incorporation of the Association, the assets of the Association shall be disposed of in accordance with the provisions of the Act.

19. General

19.1 The Association shall be non-political and non-sectarian.

20. Indemnity

20.1 Every Member of the Committee, Secretary and other officer or servant of the Association shall be indemnified by the Association. The association shall pay all costs, losses and expenses which any such Member of the Committee, Secretary or other officer or servant, may have properly incurred, or become liable for, by reason of any properly entered into contract or act or thing, properly done by him/her as such Member officer or servant in the discharge of his/her duties.

21. Declaration of Pecuniary Interest

21.1 Each Committee member must declare any pecuniary interest and voluntarily desist from voting on any issues which the Committee member may have a vested interest.

22. Appointments to External Committees

22.1 The Committee may request a member to represent the Association on an external committee.

22.2 Any member who is requested by the Committee to represent the Association on an external committee may only do so

- while that person remains a member of the Association,
- for a period to be reviewed annually by the committee.