

**RETURNED & SERVICES LEAGUE  
OF  
AUSTRALIA**

***(VICTORIAN BRANCH) INC.***

**A0028777L**



"Serving Still"

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**Branch Bylaws**

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**Volume 3.9**

Revised and reprinted in accordance with resolutions carried at the State Executive meeting held on 30<sup>th</sup> September 2021.

**ANZAC House, 4 Collins Street, Melbourne, Victoria, 3000**

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## Branch By-Law 1

### Form of Appointment of Proxy

(Annual State Conference Delegate only)  
Branch Rules 8.5 (q) & (r)

I, ..... of ..... being a Member of the Returned & Services League of Australia (Victorian Branch) Inc. ("the Branch") and appointed delegate of the .....Sub-Branch, hereby appoint ..... being a Member of the Branch, as my proxy to vote for me on my behalf at the ..... Annual State conference to be held on ..... and at any adjournment of that conference.

My proxy is authorised to speak and vote in favour of/against (delete as applicable) any procedural motion and the following resolutions:

1. \*
2. \*
3. \*

or any amendment of the above resolutions.

This completed document is to be forwarded to the Chief Executive Officer no later than fourteen days before the time of the Annual Conference or Extraordinary Conference in respect of which the proxy is appointed

.....

[Signed]

Dated this day .....

## **Branch By-Law 2**

### **Standing Orders for Meetings**

#### **1. Pledge of allegiance**

- (a) At the commencement of the Annual Conference, an Extraordinary Conference, the annual meeting of a Regional Forum or a Sub-Branch, the League pledge of allegiance must be given by group recitation led by the chairperson.
- (b) The League pledge of allegiance is as follows:

I (name of member) do hereby swear allegiance to the Commonwealth of Australia and its people and do hereby subscribe to the Constitution of the Commonwealth of Australia and the constitution of the Returned & Services League of Australia and of the Victorian Branch.

#### **2. Order of business**

Unless the order of business of a meeting is suspended pursuant to Standing Order 3, the order of business at a meeting is to be:

- (a) Silent tribute;
- (b) Roll call;
- (c) Reading apologies;
- (d) Confirmation of minutes of previous meeting;
- (e) Matters arising from the minutes/a review of action items;
- (f) Report upon membership;
- (g) Reports of committees and delegates;
- (h) Elections (if any);
- (i) Correspondence read and dealt with;
- (j) Notice of motion;
- (k) Other items on agenda; and
- (l) General business.

### **3. Suspension of order of business**

A motion by two members supported by a two thirds majority vote of members present, may suspend the order of business, provided the suspension is limited to the purpose for which it was granted.

### **4. Correspondence and reports**

- (a) The reading of reports or letters is to be taken as their reception unless a motion to the contrary is submitted.
- (b) Members present are free to ask any question or move a motion regarding the action which they consider should be taken in respect of any item.

### **5. Motions**

- (a) A motion and an amendment of a motion may, if so required by the meeting, be submitted in writing and signed by the mover and seconder and:
  - (1) must be of an affirmative character; and
  - (2) once having been submitted must be withdrawn only by leave of the mover and seconder and the meeting.
- (b) No motion vitally affecting the interests of the League or the Branch is to be submitted to a meeting without prior notice.

### **6. Discussion confined to motions, amendments**

Subject to the chairperson's right to permit discussion upon any matter he deems of importance to the meeting, no discussion is to take place except on a motion or amendment moved and seconded.

### **7. Motion not seconded**

A motion not seconded is not to be debated and no entry of the motion is to be made in the minutes.

### **8. Motion discharged from agenda**

- (a) A motion may, by permission of the chairperson, be superseded at any time by another motion "That it be discharged from the notice paper", "That the question be adjourned", "That the question be now put", "That the next business be proceeded with" or "That the meeting be adjourned".
- (b) No member who has spoken to the main question will be permitted to so move.

## **9. Debate**

- (a) When a motion or an amendment is moved and seconded, debate may ensue.
- (b) Not more than two speakers are entitled, except in committee, to speak in succession either for or against any question, and if at the conclusion of the second speaker's remarks, and upon a call from the chairperson, no member rises to speak on the opposite side, the motion or amendment is, after the mover of the motion has replied, at once be put to the vote.
- (c) All amendments are to be progressively resolved prior to further discussion of the motion.

## **10. Amendments**

- (a) Only one amendment, which must be relevant to the question to which it is proposed to be made, is to be entertained at the one time.
- (b) If the amendment is carried it becomes the substantive motion, the original motion lapsing, and there is no necessity to put the original motion to the meeting.
- (c) An amendment proposed, but not seconded, is not to be entertained nor entered in the minutes.
- (d) No member is to propose or second more than one amendment.

## **11. Other amendments**

Whether an amendment is carried or not, other amendments may be submitted, one at a time, to be decided in like manner until the subject is finally disposed of.

## **12. Amendments lost**

In the case of all amendments being lost, the chairperson is to put the original motion to discussion and vote.

## **13. Restrictions upon speeches**

- (a) No member is, except in committee, to speak more than once upon a motion or once upon each amendment thereto, except with the permission of the chairperson or except if he be the mover of the motion, who is entitled to the right of a reply.
- (b) An amendment that has become the substantive motion is deemed to be a separate motion.
- (c) Notwithstanding the right to reply given to the mover, the chairperson may, should he consider that there is no practical difference of opinion stop the discussion and submit the motion to the meeting.

#### **14. Speaker's time limited**

The mover of a motion is limited to five minutes, and the seconder and speakers for or against are limited to three minutes, except that at any time the meeting may resolve on the motion of a member that the speaker's time be extended by a specified number of minutes which is to be put to meeting without debate.

#### **15. Seconding without remarks**

A member seconding a motion or amendment without remark is not to be held to have spoken thereon.

#### **16. Explanation**

A member who has spoken to a question may again be heard to explain himself in regard to something material in part of his speech which the chairperson agrees may have been misquoted or misunderstood, but such member must not introduce any new matter or interrupt a member who may be speaking, and no debatable matter must be brought forward or debate arise upon such explanation.

#### **17. Points of order**

- (a) A point of order may be raised by a member.
- (b) The point of order must deal only with the conduct or procedure of the debate and the member must State his point without irrelevant details.
- (c) The member must establish that the speaker is:
  - (1) using unparliamentary language;
  - (2) speaking outside the question;
  - (3) transgressing a rule of the Branch or Sub-Branch; or
  - (4) infringing Standing Orders; or
  - (5) acting contrary to the general custom of debate.
- (d) Immediately a point of order is raised, current discussion will cease and the chairperson will determine the question and no discussion on a point will be permitted.
- (e) Points of correction such as that a speaker is not stating the truth are not points of order.



**18. Chairperson's ruling disagreed with**

- (a) The ruling of the chairperson upon any question under the Standing Orders or on points of order or explanation are final, unless challenged by at least one-fifth of those present, and two-thirds of the members present vote against such ruling.
- (b) Upon the submission of a motion "That the chairperson's ruling be disagreed with" the chairperson forthwith must leave the chair and the Senior Vice-President present must take the chair or, if none present, a chairperson appointed by the meeting.
- (c) The motion must then be discussed and decided, after which the former chairperson must resume the chair and debate on the original question must proceed.

**19. Motion for question to be put**

- (a) A motion "That the question be now put" may be moved at any stage of a debate, and is to be immediately put without discussion.
- (b) No member who has spoken to the motion or any amendment is permitted to move or second such a motion.
- (c) If lost, the debate is to continue.
- (d) If carried, the mover is to have the right of reply, and the motion or amendment as the case may be, is to be put to the meeting without further discussion.

**20. Addressing the chair**

On all questions, and during all discussion, the member speaking must stand and address the meeting through the chairperson.

**21. Respect to chair**

Members must resume their seats upon the chairperson rising to speak, and any member refusing to so resume their seat must be liable to immediate suspension by the chairperson.

**22. Penalty for breaches of decorum**

- (a) A member violating any of these standing orders may be suspended by the chairperson for the currency of the meeting.
- (b) A member refusing to retract any expression deemed by the chairperson to be offensive is to be suspended until a retraction is made.

**23. Question once settled**

- (a) Any question that has been once settled by vote or division is not to be again entertained at the same meeting or at any subsequent meeting unless due notice be given.

- (b) No motion passed at a summoned meeting is to be rescinded except at a further summoned meeting of which at least 21 days notice is to be given and is to be dealt with as a special resolution.

#### **24. Compulsory Voting**

All members are to vote except on matters in which the chairperson agrees with the members concerned that their personal and individual interest in a question, being greater or different from other members, may embarrass them in voting.

#### **25. Leaving meeting**

No member is to enter or leave the meeting whilst a vote or division is being taken.

## **BRANCH BYLAW 3**

### **Regions and Sub-Branches**

#### **REGION 1 – Central and North Eastern Zone**

Balwyn, BCOF, Blackburn, Box Hill, Burwood, Camberwell City, Darebin, Diamond Creek/Doreen, Doncaster, Epping, , First Serbian, Greensborough, Hawthorn, Hellenic, Hurstbridge, Italian, Ivanhoe, Kew, Korea Veterans, Malta/George Cross, Melbourne, Merchant Navy, Montmorency/Eltham, North Balwyn, Polish, Prahran, Red Shield, Reservoir, Returned Nurses, Returned & Servicewomen, Richmond, Tramways/East Melbourne, Templestowe, Toorak, Turkish, Victorian Chemists, Watsonia, West Heidelberg, Whittlesea.

#### **REGION 2 – Eastern Zone**

Bayswater, Berwick, Boronia, Clayton, Cockatoo, Croydon, Dandenong/Cranbourne, Dandenong Ranges, East Malvern, Emerald, Gembrook, Healesville, Lilydale, Monbulk, Mt Evelyn, Noble Park, Oakleigh/Carnegie, Pakenham, Ringwood, Springvale, Upper Beaconsfield, Upper Yarra, Upwey/Belgrave, Waverley, Warburton, Warrandyte, Yarra Glen.

#### **REGION 3 – North West Zone**

Altona, Bacchus Marsh, Caroline Springs, Coburg, Essendon, Fawkner, Flemington/Kensington, Footscray, Glenroy, Keilor East, Melton, Newport, Pascoe Vale, Spotswood/Kingsville, Sunshine, Werribee, Williamstown, Yarraville.

#### **REGION 4 – Southern Bayside**

Baumaris, Bentleigh, Caulfield, Cheltenham/Moorabbin, Hampton, Highett, Longbeach, Mentone, New Zealand, Seaford, St Kilda.

#### **REGION 5 – Deep Southern Zone**

Crib Point, Dromana/Red Hill, Flinders, Frankston, Hastings, Koo Wee Rup, Mornington, Peninsula Ex-Servicewomen, Rosebud, Rye, Sorrento/Portsea.

#### **REGION 6 – North Western Zone**

Birchip, Charlton, Dimboola, Donald, Edenhope, Harrow, Hopetoun, Horsham, Jeparit, Kaniva, Langkoop/Apsley, Merbein, Mildura, Minyip, Murtoa, Natimuk, Nhill, Ouyen, Patchewollock, Red Cliffs/Irymple, Robinvale, Rupanyup, Sea Lake, Stawell, St Arnaud, Warracknabeal, Wycheproof.

### **REGION 7 – Northern Zone**

Bendigo & District, Boort, Castlemaine, Cohuna/Leitchville, Dunolly/Bealiba, , Elmore, Gisborne/Macedon Ranges, Gunbower, Heathcote, Inglewood/Bridgewater, Kangaroo Flat, Kerang & District, Koondrook, Kyneton, Maldon, Manangatang, Mathoura (NSW), Mitiamo/East Loddon, Piangil, Rochester, Romsey/Lancefield, Swan Hill, Sunbury, Wedderburn/Korong Vale, Woodend, Woorinen.

### **REGION 8 A – Geelong**

Anglesea, Apollo Bay, Colac, Drysdale, Geelong, Inverleigh, Lara, Lorne, Norlane, Ocean Grove/Barwon Heads, Portarlington/St Leonards, Queenscliff/Point Lonsdale, Torquay, Winchelsea.

### **REGION 8 B – Ballarat**

Ararat, Avoca, Ballan, Ballarat, Buninyong, Clunes, Creswick/Smeaton, Daylesford, Lake Bolac, Maryborough, Meredith, Ripon/Beaufort, Rokewood, Sebastopol, Talbot, Willaura

### **REGION 8 C – Warrnambool**

Balmoral, Casterton, Camperdown, Cavendish, Coleraine, Derrinallum, Dunkeld, Hamilton, Heywood, Macarthur, Mortlake, Peshurst, Port Fairy, Portland, Terang, Warrnambool.

### **REGION 9 – Eastern Zone**

Alexandra, Avenel, Beechworth, Benalla, Bright, Broadford, Cobram/Barooga, Corryong, Dookie, Echuca/Moama, Eildon, Euroa, Girgarre, , Kiewa, Kilmore, Kyabram, Mansfield, Marysville, Mount Beauty, Murchison, Myrtleford, Nagambie, Nathalia/Picola, Numurkah, Rushworth, Rutherglen, Seymour, Shepparton, Stanhope, Strathmerton, Tallangatta, Tatura, Thornton, Tongala, Violet Town, Wangaratta, Whitfield, Wodonga, Yarrawonga/ Mulwala, Yea/Kinglake.

### **REGION 10 – South Eastern Zone**

Briagolong, Bunyip, Drouin, Fish Creek, Foster, Heyfield, Inverloch, Korumburra, Lang Lang, Leongatha, Loch Sport, Longwarry, Maffra, Meeniyan, Mirboo North, Moe, Morwell, Nar Nar Goon, Phillip Island, Sale, Stratford, Toora, Trafalgar/Thorpdale, Traralgon, Warragul, Woods Point, Wonthaggi, Yallourn/Newborough, Yarram.

### **REGION 11 – Far Eastern Zone**

Bairnsdale, Cann River, Ensay/Swifts Creek, Lakes Entrance, Mallacoota, Metung, Omeo, Orbost, Paynesville,

## **Branch By-Law 4**

### **Duties of a Treasurer of a Sub-Branch**

The Treasurer of a Sub-Branch must, amongst other things:

- (a) Supervise the receipt and expenditure of all monies;
- (b) Examine regularly the bank or pass book, pay in slips, accounts, cash and other books of the Sub-Branch, and see that such documents, accounts, and books are properly kept, and that financial transactions of the Sub-Branch are conducted in a regular manner;
- (c) Prepare a report for the Sub-Branch Committee meeting in each month, showing the financial position of the Sub-Branch as disclosed by the documents, accounts, and books made available by the secretary;
- (d) Examine all accounts submitted for payment by the secretary, and certify to the correctness of the account for presentation to the committee where necessary;
- (e) Keep proper accounts by a method appropriate to the size of the Sub-Branch and to record all financial transactions;
- (f) In conjunction with the auditor decide upon the system to be adopted by the secretary in the keeping of all books relating to the financial transactions of the Sub-Branch;
- (g) Preside over any Finance Committee that may be appointed, and advise the Sub-Branch Committee upon its financial position and transactions;
- (h) Be a signatory to cheques, or electronic funds transfer documents, drawn upon the accounts of the Sub-Branch;
- (i) Cause to be prepared for audit and submit audited report and accounts to the annual general meeting of the Sub-Branch, an annual Statement of receipts and expenditure, together with a balance sheet showing the assets and liabilities of the Sub-Branch at the balance date;
- (j) Send audited financial Statements to the Branch by 30 April each year;
- (k) Attend upon the auditor when required and explain anything the auditor may require respecting the accounts; and
- (l) Prepare a monthly list of disbursements, and obtain approval of the Sub-Branch Committee at meeting for payment, except in a matter of urgency or necessity, and then by consultation with the secretary or the president to pre-pay such account and then have such payment endorsed by the Sub-Branch Committee at its next meeting.

## **Branch By-Law 5**

### **Duties of a Secretary of a Sub-Branch**

The Sub-Branch Secretary, must, amongst other things:

- (a) attend all meetings of the Sub-Branch;
- (b) record or cause to be recorded accurate minutes of the proceedings of meetings;
- (c) when required, furnish the Sub-Branch, the Chief Executive Officer or his representative, with information from Sub-Branch records.
- (d) prepare and sign all notices and other documents required by the rules of the Branch or by the by-laws and directions of the Sub-Branch;
- (e) give up to the president or to the Sub-Branch Committee, or to any authorised committee, when requested so to do, all documents, monies, property belonging to the Sub-Branch, and upon the Sub-Branch becoming defunct, and upon request, give up to the Chief Executive Officer or his representative, to hold on behalf of veterans' interests in the district, all documents, monies, property in his possession belonging to the late Sub-Branch, and deliver such documents, monies and property to the president, the Sub-Branch Committee, or to the Chief Executive Officer within twenty-four hours of receiving a notice so to do;
- (f) prepare all returns and Statements required by the Branch, and forward same to the Chief Executive Officer forthwith;
- (g) at the commencement of each Sub-Branch meeting draw the chairperson's attention to the presence of any person not entitled to be present, and advise him of the requirement of a quorum;
- (h) under the direction of the president or the Sub-Branch Committee, conduct all correspondence of the Sub-Branch;
- (i) perform such other duties as the Sub-Branch Committee may from time to time require; and
- (j) be a signatory to cheques, or electronic funds transfer documents, drawn upon the accounts of the Sub-Branch.

**Returned & Services League  
Of  
Australia**

***(Victorian Branch) Inc.***  
A.C.N. A0028777L



"Serving Still"

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**Branch Bylaw 6**

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**RULES OF THE WOMEN'S COUNCIL  
AND WOMEN'S AUXILIARY**

**Volume 2.6**

Revised and reprinted in accordance with a resolution of the State Executive at their meeting held at ANZAC House on 17<sup>th</sup> December 2009 and 18<sup>th</sup> October 2013.

**ANZAC House, 4 Collins Street, Melbourne, Victoria, 3000**

## **Branch By-Law 6.**

### **Rules of the Women's Council and Women's Auxiliary**

#### **Part A**

1. Where practicable the president and all present to repeat the motto at the opening of each meeting before the silence in memory of the Fallen.

Motto:

"To honour God and our country, to show appreciation of those who offered their lives seeking freedom for us and our children - we pledge ourselves to this task without self-seeking, without prejudice, always remembering we also serve."



## **Part B – Rules of the Women’s Council**

### **1. Authority**

The State Executive has established the Women's Council to consist of representatives of the Women's Auxiliaries attached to Sub-Branches or the Women’s Council.

### **2. The Objects of the Women's Council**

The objects of the Women’s Council are to:

- (1) support the State Branch in carrying out the objects of the Branch and, in particular, the welfare needs of service and ex-service personnel and their dependants:
- (2) co-ordinate and supplement the activities of the Women’s Auxiliaries where such would be in the general interest of and helpful to a Women’s Auxiliary; and
- (3) carry out such other activities as may be approved or required by the State Executive.

### **3. Control**

The Women's Council shall be subject to directions from the State Executive in all matters, but within this principle, shall be governed by a general meeting of members which shall be held at such time and place as the Women's Council may decide.

### **4. State Executive May Disband The Women's Council**

The State Executive may suspend or dissolve the Women's Council if in its opinion a continuance of the existence of the Women's Council is not in the best interest of the Branch or the League.

### **5. Limit of Representatives**

Each Sub-Branch shall nominate its Women's Auxiliary, for representation on the Women's Council, but no Sub-Branch shall nominate more than one Women's Auxiliary for such representation.

### **6. State Executive May Refuse Membership of Women's Council**

The State Executive may, despite anything in these rules to the contrary, deprive a Women's Auxiliary of any right it may have to a representative on the Women's Council.

### **7. May veto Membership**

The State Executive may deprive a representative or any person of membership of the Women's Council where it deems such deprivation to be in the best interests of the League.

## **8. Annual Subscription Fee**

- (a) An annual subscription fee shall be payable by a Women's Auxiliary to the Women's Council and must be paid by the 31<sup>st</sup> March each year. The secretary of the Women's Council shall pay such fee into the Women's Council account to be used for the payment of expenses of the Women's Council as may be authorised by a general meeting and as approved in the manner set down in these rules.
- (b) The annual subscription fee payable by a Women's Auxiliary shall be such amount as is determined from time to time by the Annual General Meeting of the Women's Council.

## **9. Annual General Meeting, Officers and Executive Committee**

- (a) The Women's Council annual general meeting shall be held each year on a date, time and place to be determined by a general meeting of the Women's Council. The annual general meeting shall elect a president, a senior vice-president, a vice-president, and a secretary/treasurer, all of whom together with an immediate past president shall be members of the executive committee of the Women's Council for their term of office.
- (b) Notwithstanding other provisions in these Rules; the Executive Committee of the Women's Council shall have a power to appoint, from time to time, a suitable person to assist the State Secretary with Treasurers duties. The tenure of such appointment shall be as determined by the Executive Committee.

## **10. Office-Bearers to Stand Down as Delegates**

Subject to rule C35, a Women's Auxiliary delegate who has been elected or appointed to the office of president, senior vice-president, vice president, or secretary/treasurer of the Women's Council, ceases to be a delegate of the Women's Auxiliary she represented on the Women's Council.

## **11. Eligibility for Office**

Subject to rule 10 above, eligibility to nominate for office on the Women's Council shall be confined to delegates of Women's Auxiliaries. Save and except that this rule does not apply to a nominee who has completed at least one term in an office of the Women's Council referred to in Rule 10.

## **12. Casual Vacancy**

If a casual vacancy occurs in the office of secretary or treasurer, the Women's Council may appoint a member of an Auxiliary, who may not necessarily be an Auxiliary delegate, to the vacant office. A person so appointed shall have a right to speak and vote and may continue in office until the closure of the next annual general meeting.

## **13. Separate Voting**

The voting for the respective positions of president, senior vice-president, vice-president, treasurer and secretary of the Women's Council shall be on separate voting papers for each office, and the voting shall be by the preferential method.

#### **14. Nominations for Office**

See rule B16

#### **15. Immediate Past President**

The Immediate Past President of the Women's Council is entitled to be a member of the executive committee for the period of 12 months after having been replaced as president, save and except upon the earlier retirement of her successor. This rule does not apply if the immediate past president ceases to be a member of an Auxiliary.

#### **16. Method of Nominations**

Nominations for office shall, subject to the provisions of rules 11 and 18, be in writing and signed by the secretary of the nominating Women's Auxiliary and by the candidate, and shall be lodged with the secretary of the Women's Council not later than eight weeks before the date of the meeting at which the election is to take place.

#### **17. Notification to Women's Auxiliaries**

The secretary of the Women's Council shall send to all Women's Auxiliaries, within one week of the closing of nominations, a list of all nominees and such list shall show the names of their first nominating Women's Auxiliary, and the names of the Women's Auxiliaries to which they belong.

#### **18. Multiple Nominations**

A candidate may be nominated for more than the one position provided that, upon her being elected to a position, her nominations for the other positions shall lapse.

#### **19. Nomination at Annual General Meeting (Conference)**

In the absence of a valid nomination for any of the offices named, any delegate present at the meeting and entitled to vote, may nominate a delegate of a Women's Auxiliary for the position for which no nomination has been received. Provided that such nomination shall be submitted in writing to the chairperson and shall contain an agreement to serve signed by the nominee.

#### **20. Order of Elections**

The order in which the election of officers shall be carried out shall be president, senior vice-president, vice-president, and secretary/treasurer and they shall be elected prior to conference by postal ballot. Each Women's Auxiliary will receive one postal ballot for each position.

**21. Motions - Length of Notice**

All motions for discussion at the annual conference of Women's Auxiliaries shall reach the secretary of the Women's Council at least eight weeks before such annual conference is to be held. The only business to be transacted at the annual general meeting is that included on the agenda, unless the chairperson decides that it is in the interests of the Women's Council or Auxiliaries that business not included on the agenda be transacted.

**22. Election of Executive Committee**

The election of the Executive Committee will be announced at the Annual State Conference.

**23. Executive Committee**

Nominations for appointment to the executive committee, who must be a Women's Auxiliary delegate, shall be in writing and signed by the secretary of the nominating Women's Auxiliary and by the candidate. These shall be lodged with the secretary of the Women's Council no later than 7 days before the date of the Women's Council meeting at which the election is to take place.

**24. Election May be Necessary**

Should the number of nominees equal the number of executive committee positions to be filled, the nominees shall be declared duly elected to the vacant position(s). Where the nominees are less than the number of vacant positions to be filled, the Women's Council shall proceed to accept nominations from the Women's Council for election to the remainder of the positions to be filled. If the number of such nominations is in excess of the number of positions to be filled, a ballot shall be held.

**25. Method of Election**

The method of election of executive committee members shall be by a block ballot conducted by circulating a list of the nominees and by regarding as elected those nominees who receive the highest number of votes. In the case of a tied vote, the name drawn from a hat by the Returning Officer is the elected nominee.

**26. Notice**

Not less than fourteen days notice shall be given of the date, time and place of all ordinary general meetings of the Women's Council, and not less than eight weeks notice shall be given of the holding of the annual general meeting.

**27. Notice of Business**

Any Women's Auxiliary may send to the secretary of the Women's Council a motion for the agenda paper of a meeting of the Women's Council and such motion shall form part of the business at such meeting.

**28. Bank Account**

The Women's Council shall have a bank account, and the signatories to the cheques on such account shall be persons authorised to sign cheques for the Branch accounts. The Women's Council is responsible for their correctness.

**29. Payments on Dissolution of Council**

Upon the dissolution of the Women's Council, the State Executive may proceed with the formation of a new Women's Council, and obtain and hold for such new Women's Council the books, assets and property of the defunct Women's Council.

**30. Branch Rules Apply**

The rules of the Branch shall apply to the Women's Council where this by-law is silent.

**31. Disbursement**

In all recommendations for the disbursement of money held or raised by the Women's Council for purposes associated with the welfare of service and ex-service personnel and their dependants and the war bereaved, it shall be incumbent upon the Women's Council to give first consideration to those League or Branch welfare activities that need financial assistance for their maintenance. No recommendation for the allocation from Women's Council funds of an amount to an organisation outside the League or the Branch shall be made unless the Women's Council committee resolves by a two-thirds majority that such allocation should be made, and unless the specific reasons for preferring to use the money for the purpose outside the League or Branch are categorically stated for the information and approval, in writing, of the State Executive.

## **Part C - Rules of a Women's Auxiliary**

### **1. Formation and Objects**

- (a) A Sub-Branch, or the Women's Council, may form a Women's Auxiliary for the purposes of supporting the Sub-Branch, or the Branch in the carrying out of the objects of the League and the social and welfare aspects of the Sub-Branch or Branch. Such a Women's Auxiliary must become a member of the Women's Council within 3 months of its formation and will be subject to these rules and the rules of the Women's Council, unless the State Executive determines otherwise.
- (b) A Women's Auxiliary formed by the Women's Council, pursuant to rule 1(a), shall be known as the HQ Women's Auxiliary. The office bearers of the Women's Council, from time to time, shall be the office bearers of the HQ Women's Auxiliary.
- (c) The members of the HQ Women's Auxiliary shall comprise those persons who were on the former unattached list and those who are no longer members of a Sub-Branch Women's Auxiliary.

### **2. Composition**

- (a) A Women's Auxiliary shall consist of a minimum of five women willing to give practical service to the Sub-Branch or the Branch, all of whom shall be eligible to hold office in the Women's Auxiliary, provided they have been an active member for at least twelve (12) months where the Women's Auxiliary has been operative for at least that period.
- (b) Where a Sub-Branch has closed or amalgamated with another Sub-Branch, the Women's Auxiliary attached to that Sub-Branch, and wishing to continue, may with the approval of the gaining Sub-Branch amalgamate with the Women's Auxiliary of the gaining Sub-Branch (if one is formed) to form a chapter of the gaining Auxiliary. The new chapter may retain, for historical purposes, their original Sub-Branch's name.
- (c) The members of a chapter, referred to in rule 2(b) shall be members of, and subject to control by, the gaining Women's Auxiliary. A chapter may not form a committee but, as the chapter may be remote from the Women's Auxiliary, may elect a representative to assist in communicating with the Auxiliary. All money held or raised by a chapter is subject to these rules.

### **3. Officers and Executive**

- (a) Subject to rule 2, the annual general meeting of the Women's Auxiliary shall elect from its financial members a president, a senior vice-president (if more than one vice president), a vice president, a secretary and a treasurer (or a secretary/ treasurer).
- (b) On election of these officers, together with the president who immediately preceded the newly elected president, and not less than two other financial members of the Women's Auxiliary elected at the annual general meeting shall comprise the committee empowered to attend to the business of the Women's Auxiliary between general meetings of members.

- (c) In addition, at this annual general meeting, the Women's Auxiliary is to elect, or appoint, a financial member of the auxiliary to be the delegate to represent the Women's Auxiliary at meetings of the Women's Council, including the annual general meeting (Conference) of the Council.

Upon a question arising at a meeting of the Women's Council, the Women's Auxiliary delegate has one vote only.

The vote of the Women's Auxiliary delegate may be given personally or by proxy.

The Women's Auxiliary delegate, if she is unable to attend a Council meeting (including the annual general meeting), is entitled to appoint a member of her Auxiliary as her proxy by notice to the secretary of the Women's Council prior to the commencement of the meeting.

#### **4. Office in one Women's Auxiliary Only**

No member shall hold office in more than one Women's Auxiliary. Save and except as provided for in rule 1(b).

#### **5. Nominations for Women's Council and Conference**

Any member of the Women's Auxiliary may be nominated for the office of delegate on the Women's Council.

#### **6. Meetings**

The Women's Auxiliary shall meet regularly at such times as determined by each annual general meeting, or by the Sub-Branch Committee, but at no lesser period than 3 monthly, including the annual general meeting. The quorum for meetings shall be determined, from time to time, by the annual meeting of the Women's Auxiliary.

#### **7. Convening**

All meetings shall be convened by the secretary of the Women's Auxiliary at the direction of the Women's Auxiliary Committee.

#### **8. Control by Sub-Branch**

- (a) The Sub-Branch shall assist, guide and encourage the Women's Auxiliary in its activities and shall be responsible to the State Executive for its Women's Auxiliary operations. Liaison between the Sub-Branch and its Women's Auxiliary shall be as provided for in rule 33.
- (b) Subject to rule 37, should a difference or dispute arise between a Sub-Branch and its Women's Auxiliary on any aspect relating to the operations or activities of the Women's Auxiliary or the Sub-Branch control of its Women's Auxiliary, the committee of either may refer matters in dispute to the State Executive for determination and each shall be bound by the decision of the said State Executive.

## **9. Membership**

### **(a) Sub-Branch may Impose Ban**

No candidate for membership shall be admitted or once having been admitted, be allowed to remain, as a member if their admission or continuance of membership would, in the opinion of the Sub-Branch committee, be prejudicial to the best interests of the Women's Auxiliary or of the Sub-Branch.

### **(b) Sub-Branch Member in Women's Auxiliary**

A Women's Auxiliary member, who is a member of the Sub-Branch, shall not use such dual membership or any information she has obtained at meetings of the Sub-Branch, to affect discussions at meetings of the Women's Auxiliary except with the expressed permission of the president of the Women's Auxiliary.

### **(c) Minimum Age**

The minimum age for Women's Auxiliary membership is to be eighteen (18) years.

### **(d) Annual Subscription**

The annual subscription payable by members shall be such amount as is determined, from time to time, by the annual general meeting of the Women's Auxiliary.

### **(e) Wearing of Badge**

Members of the Women's Auxiliary shall wear the Women's Auxiliary badge when present at Women's Auxiliary meetings.

### **(f) Supplies of Badges**

Badges shall be obtained by each Women's Auxiliary secretary from the Women's Council secretary or through the Membership office of the State Branch.

## **10. Approval to Collect Funds**

A Women's Auxiliary shall not collect funds in its own right, nor shall any officer or member of the Women's Auxiliary use the name of the Women's Auxiliary or of the Sub-Branch to obtain money, except with the expressed written approval of the Sub-Branch committee.

## **11. Receipt of Money**

All money intended for the Women's Auxiliary shall be paid to its secretary or treasurer who shall pay it into the Women's Auxiliary's bank account without delay.



## **12. Finance**

The money and property of the Women's Auxiliary shall be under the control of the Sub-Branch committee and shall be used, invested, disposed of, or held by the Women's Auxiliary as the Sub-Branch Committee may determine.

## **13. Disbursements**

In all its recommendations to the Sub-Branch for the disbursement of money held or raised by the Women's Auxiliary it shall first consider Sub-Branch, Branch or League welfare activities. A recommendation for an allocation from the funds of a Women's Auxiliary is not be made to an organisation outside the Sub-Branch, Branch or the League.

## **14. Payments**

Subject to rule 13, payments in respect of Women's Auxiliary transactions shall be made in the manner prescribed for the payment of other Sub-Branch accounts, except that the Women's Auxiliary committee shall have power to recommend to the Sub-Branch the payment of any account, or the incurring of any expenditure, and the Sub-Branch committee shall have due regard to such recommendation when reaching a decision.

## **15. Auditors and Accounts**

- (a) The auditors of the Sub-Branch shall be the auditors of the Women's Auxiliary.
- (b) The Sub-Branch shall meet from its own funds all costs of its auditors in acting as auditors to the said Women's Auxiliary.
- (c) The audited annual accounts of a Women's Auxiliary shall coincide with the Sub-Branch accounting period and form part of the Sub-Branch annual financial statement.

## **16. Right to Address Meetings**

The Sub-Branch president or secretary or other authorised representative of the Sub-Branch shall be entitled to address any meeting of the Women's Auxiliary.

## **17. Sub-Branch May Suspend Women's Auxiliary**

- (a) A Sub-Branch committee may recommend to a general meeting of the Sub-Branch the suspension or disbandment of the Women's Auxiliary where, in its opinion, a continuance of its activities would not be in the best interests of the Sub-Branch, the Branch or the League.
- (b) The Women's Auxiliary will be advised of any such recommendation and offered the opportunity for its representatives to attend such meeting and speak in its defence.
- (c) Where the general meeting resolves to suspend the Women's Auxiliary for a period longer than three months or to disband the Women's Auxiliary, the decision must be notified to the Chief Executive Officer and the Women's Auxiliary will have a right of appeal to the State Branch Tribunal, whose determination shall be final.

## **18. Discipline of Members**

Women's Auxiliary members shall be subject to similar disciplinary rules of suspension or expulsion from the Women's Auxiliary as are members of a Sub-Branch, except that where a suspension is for longer than three months or for expulsion, the Women's Auxiliary member's right of appeal shall be to the State Branch Tribunal whose decision, taken after giving such member the opportunity of personal attendance, shall be final. Disciplinary action may be commenced by the Sub-Branch or the Women's Auxiliary.

## **19. Inspection of Books and Minutes**

The Sub-Branch president or secretary, or their authorised representatives, shall have power to inspect the books, papers, minutes, and correspondence of the Women's Auxiliary and to take such action upon any matter that, in the opinion of the Sub-Branch committee, is necessary in the interests of the Sub-Branch, Branch or League.

## **20. Service Star Badge**

The Women's Council may, on the recommendation of the committee of a Women's Auxiliary, award a member with a Service Star Badge for faithful and meritorious service. The Service Star Badge shall be in the form of the Women's Auxiliary Badge with a small five-pointed star attached thereto. The award shall only be made to a financial member who has given no less than the following years of service:

- a. 10 Years – Silver Star
- b. 30 years – Gold Star

## **21. Life Membership Women's Auxiliary**

- (a) Where a Women's Auxiliary or a Sub-Branch recommends an award, it shall furnish to the State Executive evidence that the nominated member has had at least 15 years continuous membership and not less than 10 years outstanding service to the League.
- (b) The number of awards is limited to one per 100 each, in the total of RSL Women's Auxiliaries membership of the State of Victoria.
- (c) Not more than two nominations will be permitted each year from any one RSL Women's Auxiliary.

## **22. Annual General Meeting of Auxiliary**

- (a) The Sub-Branch president, or his nominated representative, shall take the chair during the annual election of office bearers of the Women's Auxiliary.
- (b) The Annual General Meeting of the Women's Auxiliary is to be completed no later than 31<sup>st</sup> March each year. The Women's Auxiliary shall adjust their meeting schedule, commencing in 2014, to conform to this Rule.

### **23. Controlling Body**

Subject to rule 8, the annual general meeting of the Women's Auxiliary shall be the controlling body of the Women's Auxiliary.

### **24. Method of Election**

- (a) Any member may nominate or be nominated for any position on the Women's Auxiliary Committee. On election to a position, her other nominations (if any) shall lapse.
- (b) Nominations for all offices shall be in writing on a form approved by the Women's Council and lodged with the secretary of the Women's Auxiliary fourteen days before the meeting at which they are to be considered.
- (c) A Women's Auxiliary shall, at least one month prior to the annual general meeting, determine the manner in which an election shall be held.
- (d) Where nominations exceed vacancies there shall be an election by ballot paper.
- (e) For the purpose of conducting a ballot, a returning officer and not less than two scrutineers shall be appointed by the committee.
  - (1) Each ballot paper shall bear the names of the nominees for the office. The order of nomination shall be as directed by the committee.
  - (2) Each member shall place opposite the name of each nominee a consecutive number in order of preference, commencing with the figure one to indicate first preference.
  - (3) Any nominee receiving an absolute majority of first preference votes shall be declared duly elected; otherwise the preferential method of voting shall be used to determine the successful nominee.
  - (4) As soon as a person nominated for more than one office is elected to any one of such offices, her name shall be excluded from any subsequent ballots for which she has been nominated and the number preferential method of voting shall be used to determine the successful nominee.
  - (5) As soon as a person nominated for more than one office is elected to any one of such offices, her name shall be excluded from any subsequent ballots for which she has been nominated and the number indicating preference on the ballot papers to be counted shall be adjusted accordingly by the returning officer.
- (f) The order in which election shall be conducted or in the order in which ballot papers may be counted shall be the president, a senior vice-president (if more than one vice president), a vice president, a secretary and a treasurer (or a secretary/ treasurer) and committee.
- (g) No discussion upon the merits of candidates for the office bearers shall be permitted at the annual general meeting at which the elections for the positions are to take place.
- (h) There shall be no canvassing for any elected position in the Women's Auxiliary.

**25. Notification of Election**

The secretary of the Women's Auxiliary shall within fourteen days of an election, furnish to the Sub-Branch secretary and to the secretary Women's Council, a list of the duly elected officers.

**26. Casual Vacancies - Officers and Committee**

- (a) Where the president is absent or the office otherwise becomes vacant, the vice-president shall assume that office.
- (b) Except as above, any casual vacancy may be filled by the committee:
  - (1) Upon a vacancy occurring on the Women's Auxiliary committee subsequent to the annual general meeting the committee may itself elect a member of the Auxiliary to fill the vacancy.
  - (2) On a change of officers being made between annual general meetings, the Women's Auxiliary secretary shall convey to the Sub-Branch and to the secretary of the Women's Council information of the new appointee(s), and shall do so within fourteen days of the appointment being made.

**27. Office Bearers to be Financial**

No person shall continue to hold office in a Women's Auxiliary after 30 April if her subscription for the current calendar year has not been paid.

**28. Duties of the Honorary Secretary**

The duties of the honorary secretary shall include the following:-

- (a) Attend all meetings of the Women's Auxiliary and of the committee.
- (b) Enter, or cause to be entered, accurate minutes of the proceedings of such meetings in the minute book of the Women's Auxiliary.
- (c) Keep proper accounts in a manner prescribed by the honorary treasurer including a cashbook to record the receipt and disbursement of all money of the Women's Auxiliary.
- (d) Receive all money payable and ensure that these are paid into the Women's Auxiliary account in the manner laid down by the Sub-Branch.
- (e) Issue a receipt for all money received.
- (f) Certify to the correctness of an account before such account is paid.
- (g) Produce the bank or passbook entered up to date, to the treasurer prior to the opening of each Committee or general meeting of the Women's Auxiliary.
- (h) Attend the Sub-Branch when required and explain anything concerning the Women's Auxiliary that its president, secretary or treasurer may wish to know.

- (i) Furnish the Sub-Branch with all necessary information concerning the affairs of the Women's Auxiliary following each general meeting.
- (j) Prepare and sign all documents required under the rules of the Women's Auxiliary and under the rules of the Women's Council.
- (k) Enter into a record book the names and addresses of all members and the date and the amount of the subscription paid by the member.
- (l) Under the direction of the president or committee, conduct all correspondence of the Women's Auxiliary.
- (m) Upon the Women's Auxiliary disbanding or becoming defunct, the Auxiliary through its secretary shall notify its Sub-Branch and give to the Sub-Branch all documents, money and property belonging to the Women's Auxiliary and notify the Women's Council of its intention to disband.
- (n) Perform such other duties as the Women's Auxiliary or committee may from time to time require.

## **29. Duties of Women's Auxiliary Honorary Treasurer**

The treasurer of a Women's Auxiliary must, among other things:

- (a) Supervise the receipt and expenditure of all money;
- (b) Examine regularly and at least once a month, the bank or pass book, pay in slips, accounts, cash and other books of the Women's Auxiliary, and ensure that such documents, accounts, and books are properly kept, and that financial transactions of the Women's Auxiliary are conducted in a regular manner through the Sub-Branch;
- (c) Prepare a report for the Women's Auxiliary Committee meetings and General Meetings of the Auxiliary, showing the financial position of the Women's Auxiliary as disclosed by the documents, accounts, and books made available by the secretary;
- (d) Examine all accounts submitted for payment by the secretary, and certify to the correctness of the account for presentation to the committee or a general meeting where necessary;
- (e) Keep proper accounts by a method appropriate to the size of the Women's Auxiliary and to record all financial transactions;
- (f) In conjunction with the Sub-Branch decide upon the system to be adopted by the secretary in the keeping of all books relating to the financial transactions of the Women's Auxiliary;
- (g) Be a signatory to cheques, or electronic funds transfer documents, drawn upon the accounts of the Women's Auxiliary;
- (h) Cause to be prepared and shall submit to the annual meeting of the Women's Auxiliary an annual Statement of receipts and expenditure together with a balance sheet showing assets and liabilities of the Women's Auxiliary. Such Statement and balance

sheet to be forwarded to the Sub-Branch for audit at least fourteen days prior to its being presented to the Women's Auxiliary annual meeting.

- (i) Attend upon the auditor when required and explain anything the auditor may require respecting the accounts; and
- (j) Prepare a monthly list of disbursements, and obtain approval of the Women's Auxiliary Committee at meeting for payment, except in a matter of urgency or necessity, and then by consultation with the secretary or the president to pre-pay such account and then have such payment endorsed by the Women's Auxiliary committee at its next meeting.

### **30. Correspondence**

No letter may be sent direct to the State President or to the Chief Executive Officer, or to any non-League organisation, except through the Sub-Branch, or with its approval.

### **31. Inter-Women's Auxiliary Communication Restricted**

A Women's Auxiliary may, with the permission of its Sub-Branch, communicate direct with the Women's Auxiliary of any other Sub-Branch within the same general locality or district.

### **32. Liaison with the Sub-Branch**

As far as practicable, all communications from the officers of the Women's Auxiliary to the Sub-Branch, shall be made through their respective opposite numbers in the Sub-Branch, namely; president to president, secretary to secretary, and treasurer to treasurer, but the responsibility for maintaining a close association of the Auxiliary with the Sub-Branch shall lie mainly with the Auxiliary president .

### **33. Membership of the Women's Council.**

The Women's Auxiliary, or the Sub-Branch of which it is a Women's Auxiliary, shall pay to the Women's Council an annual fee as decided at the annual general meeting of the Women's Council which shall entitle the Women's Auxiliary to send delegates to Women's Council meetings and to the annual general meeting of Women's Auxiliaries. This is to share in the cost of activities of the Women's Council.

### **34. Delegate to Women's Council Annual General Meeting.**

The appointment of a delegate to the annual general meeting of the Council is as provided for in rule C3(c).

### **35. Election of the Auxiliary Delegate to Council Office**

In the event of the Auxiliary delegate of a Women's Auxiliary being elected by the annual general meeting of the Women's Council to the office of president, senior vice president, vice-

president, secretary, or treasurer of the Women's Council, she must cease to be the Auxiliary delegate and the Women's Auxiliary shall appoint a replacement.

### **36. Auxiliary By-Laws**

- (a) A Women's Auxiliary may draw up by-laws for its administrative activities. The Women's Auxiliary By-Laws must not be inconsistent with the National Constitution, the Branch Constitution or these rules. Insofar as the Women's Auxiliary by-laws are inconsistent with the National Constitution, Branch Constitution or these rules they are invalid.
- (b) The Women's Auxiliary by-laws are to be submitted to the Branch, through the Sub-Branch, for approval and are not operative until approved in writing by the State Executive.

### **37. Sub-Branch Procedure to Apply**

Where no rule exists covering a question concerning the control, conduct, or guidance of a Women's Auxiliary in its activities, and none has been laid down by the Sub-Branch, the rules of the Branch for the control, conduct or guidance of Sub-Branches generally shall be held to be applicable to the Women's Auxiliary. Where, in the absence of any existing Sub-Branch or Branch rule on a point raised, a ruling in writing by the State Branch President shall be binding, subject to review by the State Executive.

## Branch By-Law 7

### Patriotic Funds

1. The Victorian Veterans Council has acknowledged that the RSL (Victorian Branch) Inc., (the State Branch) is the Trustee to all Patriotic Funds administered by RSL Victorian Sub-Branches.
2. The Director of Consumer Affairs, Victoria is acknowledged as the regulator of Patriotic Funds.
3. So that the State Branch, in its capacity as Trustee, may discharge its duty under the Veterans Act, the following procedures are adopted.
4. **Veterans Act 2005 Section 34 (1) Transfers of Assets from a Patriotic Fund to the Trustees of another Patriotic Fund**
  - (a) Application forms (PF Form 0606) are available on request to ANZAC House.
  - (b) Requests for transfers are to be forwarded direct to the State Branch (ANZAC House) for endorsement. The Chief Executive Officer will forward an endorsed copy to the Director of Consumer Affairs, Victoria for sanction.
  - (c) The Chief Executive Officer, acting as the Public Officer or in his absence the Chief Financial Officer, is authorised to process and endorse Section 34 (1) transfers.
5. **Veterans Act Section 35 (1) Transfers of Assets from a Patriotic Fund to the Trustees of a Charitable Trust, a Charitable Corporation or a Council**

This Section relates to requests for the transfer of Patriotic Funds to:

- (a) the trustees of any other fund or property held on trust for any charitable purpose; or
- (b) any corporation having any charitable objects; or
- (c) a Council exercising or proposing to exercise any power for the relief, assistance or support of any class of persons in special need of help or for any other public purpose.

Section 35 (6) of the Veterans Act 2005 provides that transfers under this Section, not exceeding \$50,000 do not require the sanction of the Governor in Council but may be approved by the Director of Consumer Affairs. All other conditions, e.g. the requirement for an agreement between parties, remain unchanged.

Requests for Section 35 (1) transfers requires endorsement by the State Branch, acting as Trustee. The application is to be submitted on the approved form PF Form 0607, which is to be submitted by Sub-Branches to the State Branch (ANZAC House) for action.



The Chief Executive Officer shall refer the section 35 (1) application to the State Executive Property Sub-Committee for analysis and interpretation and recommendation to the State Executive.

The Chief Executive Officer, or in his absence the Chief Financial Officer, is authorised to endorse the application in accordance with the resolution of the State Executive.

The Chief Executive Officer or in his absence the Chief Financial Officer will forward the request with endorsement and any other comment that is appropriate, to the Director of Consumer Affairs Victoria for its approval.

## **6. Veterans Act Section 36 (1) Transfers of Assets from a Patriotic Fund outside the State**

This Section relates to requests for the transfer of Patriotic Funds to:

- (a) the trustees of any fund or property held on trust for any charitable purpose established in any other State or Territory of the Commonwealth; or
- (b) any corporation having charitable objects incorporated under the law of the Commonwealth or of any other State or Territory of the Commonwealth.
- (c) Application forms (PF Form 0608) are available on request to ANZAC House

## **7. Additional Provisions**

- (a) In addition to the provisions of clauses 4, 5 and 6 above, a Sub-Branch in applying for approval to transfer moneys in excess of \$250.00 at any one time, from their respective Patriotic Fund to other than an RSL organisation, is required, in addition to normal Veteran Council requirements, to demonstrate: -
  - (1) Why that organisation needs financial assistance;
  - (2) What that organisation intends to do with the money; and
  - (3) That the assistance required cannot be provided through RSL services.
- (b) The recipient organisation is expected to provide:-
  - (1) Acknowledgment of the contribution; and
  - (2) Evidence to demonstrate that the service was performed.
- (c) A Sub-Branch shall not transfer more than \$500.00 in any one calendar year to any organisation other than an RSL related body, except in extraordinary circumstances, and then only with the prior written approval of the State Executive.

## **8. Audited Annual Financial Returns**

- (a) Each Sub-Branch is required to submit audited financial returns for all Patriotic Funds accounts administered by the Sub-Branch direct to the State Branch (ANZAC House), no later than 15<sup>th</sup> February in the year immediately following the end of the financial year (1st January to the 31st of December).

- (b) The Chief Executive Officer acting as the Public Officer, or in his absence the Chief Financial Officer, is authorised to endorse the financial return and schedule accordingly and forward to the Director of Consumer Affairs, Victoria.

## **9. Appointment of Auditor**

Pursuant to Section 42.6 (a) of the Act, the annual statement of a Patriotic Fund with gross revenue exceeding \$10,000 but not \$50,000 must be audited by a:

- registered company auditor;
- member of The Institute of Chartered Accountants in Australia,
- member of The Australian Society of Certified Practising Accountants;
- member of The National Institute of Accountants.

Pursuant to Section 42.6 (a) of the Act, the annual statement of a Patriotic Fund with gross revenue exceeding \$50,000 must be audited by a:

- registered company auditor;
- member of The Institute of Chartered Accountants in Australia,
- member of The Australian Society of Certified Practising Accountants;
- member of The National Institute of Accountants;

Patriotic Funds with gross income that does not exceed \$10,000 for a year or part thereof are required to have their accounts audited by a suitably qualified person who is authorised to take statutory declarations under the provisions of the Evidence Act 1958.

Included, amongst others as suitably qualified persons are:

- Justices of the Peace
- Australian lawyers
- Police force members
- Municipality councillors
- Medical practitioners
- School Principals
- Bank Managers

# Branch By-Law 8

## Operation of the Sub-Branch Agency account

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## 1. Definitions

In these Rules –

“Agency account”	The RSL Sub-Branch bank account acting as the agent for General Appeals Patriotic Fund
“Agent”	RSL Sub-Branch as Agent for General Appeals Patriotic Fund B86
“Agency Statement”	is a report where the Sub-Branch provides details of all income and expenditure occurring in the Agency bank account during the period of 1 <sup>st</sup> January to 31 <sup>st</sup> December
“ANZAC Appeal Statement”	is a record of all monies raised for ANZAC Appeal (including Gunfire Breakfast and Two-up), request of reimbursement of up to 50% and record of stock count
“ACNC”	Australian Charities and Not-for-profits Commission
“AGM”	Annual General Meeting
“ATO”	Australian Taxation Office
“CAV”	Consumer Affairs Victoria
“Dependent”	a person who relies on another, especially a family member, for financial support
“Descendant”	someone who is related to a person, or to a family, such as a child or grandchild
“DGR”	Deductible Gift Recipient
“Financial Statement”	a Profit and Loss Statement or full set of Financial Statements (statement of profit or loss and other comprehensive income, statement of financial position, statement of changes in equity, statement of cash flows and notes to the financial statements)
“RSL GAPF”	Returned & Services League of Australia (Victorian Branch) General Appeals Patriotic Fund B86
“GST”	Goods and Services Tax
“PBI”	Public Benevolent Institution. A PBI is a particular type of charity that has additional tax benefits to those available to other charities
“Poppy Appeal Statement”	is a record of all monies raised for Poppy Appeal, request of reimbursement of up to 50% and record of stock count

“Principal”	Returned & Services League of Australia (Victorian Branch) Inc. as trustee of the RSL General Appeals Patriotic Fund B86
“Principal-Agent relationship”	The principal-agent relationship is an arrangement in which one entity legally appoints another to act on its behalf. In a principal-agent relationship, the agent (Sub-Branch Agency account) acts on behalf of the principal (RSL State Branch) and must not have a conflict of interest in carrying out the actions.
“RSL State Branch”	Returned & Services League of Australia (Victorian Branch) Inc.
“Sub-Branch General/Trading”	RSL Sub-Branch General / Trading bank account. The Sub-Branch bank account which receives membership income and pays for the running costs of the Sub-Branch
“Unused monies”	any amount in excess of the current year reimbursed Poppy Appeal money at the end of the calendar year

## 2. Introduction

The RSL network of Sub-Branches dedicates itself to the task of raising much needed money for the RSL’s primary objective of providing support to veterans and their families when they need help. The RSL supports and engages with veterans from all generations. The granting of an RSL Sub-Branch Charter carries with it important obligations, particularly working in support of veterans and raising money for veteran welfare through the ANZAC and Poppy Appeals. The donating public expects that their money will be directed, by the RSL, to benevolent veteran welfare assistance.

## 3. Authority

- (a) The General Appeals Patriotic Fund Agency Agreement between Returned & Services League of Australia (Victorian Branch) Incorporated and the RSL Sub-Branch sets out the terms of the Agency Agreement between the RSL State Branch as Trustee of the RSL GAPF and the Sub-Branch. The RSL GAPF is a registered charity with the ACNC and is registered as a Patriotic Fund with CAV. The RSL GAPF is registered with the ATO as a PBI with DGR status.
- (b) The DGR status represents one of the ATO’s highest taxation concessions, these concessions bring with them a high level of regulation by the ATO. As well as the ATO, the RSL GAPF is also regulated by CAV and ACNC.
- (c) In practice, the Sub-Branch Agency account operates as an agent for the RSL GAPF. By accepting the Agent’s role, the Sub-Branch agrees to operate under limited agency authority granted and guided by RSL State Branch in its capacity as trustee of the RSL GAPF. See definitions “Principal-Agent relationship”. The RSL State Branch State Executive is the responsible authority of the RSL GAPF.

## 4. Objective of the RSL General Appeals Patriotic Fund

RSL GAPF monies, wherever these monies are raised, are reserved for the benevolent welfare of veterans and their dependents when in need.

## 5. Deductible Gift Recipient Status

- (a) By virtue of the DGR status afforded to the RSL GAPF, donations (either from badge sales or cash donations) made by the public to the Sub-Branch Agency account enable the public to claim that donation as a personal tax deduction.
- (b) To satisfy the DGR requirements, all monies raised must to be remitted to the RSL GAPF.
- (c) To allow the donor to claim the donation as a tax deduction, the ATO requires the Sub-Branch to:
  - 1) Deposit all monies raised for benevolent veteran welfare into the Sub-Branch Agency account
  - 2) Provide a receipt to the donor. Receipts can be in the form of the Appeals merchandise backing card or by issuing a tax receipt in the name of the RSL Sub-Branch as Agent for General Appeals Patriotic Fund B86 from the prescribed receipt book. (Official DGR receipt books are issued and supplied by RSL State Branch.)
  - 3) Remit the full amount of monies raised to RSL GAPF.

## 6. Fundraising for Benevolent Veteran Welfare

- (a) All monies raised at or by a Sub-Branch, in the name of veteran welfare, whether that purpose is stated overtly or implied, must be deposited into the Sub-Branch Agency account\* and be subject to the accounting and reporting requirements in place for the ANZAC and Poppy Appeals.  
\*If the Sub-Branch does not have an Agency bank account, monies must be deposited into the Sub-Branch General/Trading account and 100% remitted to RSL GAPF with no option for reimbursement. If the Sub-Branch wishes to open an Agency account, please contact the Patriotic Funds Accountant at RSL State Branch.
- (b) This requirement includes monies raised through:
  - 1) the sale of ANZAC Appeal and/or Poppy Appeal merchandise
  - 2) donations made during the ANZAC Appeal and Poppy Appeal periods
  - 3) other donations received where the purpose of the donation is veteran welfare related, regardless of the timing of the donation
  - 4) Proceeds from a Gunfire Breakfast or Two-up
- (c) The ANZAC and Poppy Appeal brands are important assets of the RSL. Considerable time, effort and money has been invested, and continues to be invested, in promoting and supporting these brands, their associated logos and imagery and the purpose they support.
- (d) Sub-Branches must only use the ANZAC and Poppy Appeal stock items and collateral provided to fundraise for the ANZAC and Poppy Appeals.
- (e) Using RSL State Branch stock and collateral:
  - 1) strongly reinforces the brand and messaging for our Appeals
  - 2) unites the RSL Victoria network in the one effort to fundraise for veterans
  - 3) ensures that our approved imagery is used
  - 4) assists with stock control measures
  - 5) provides approved tax deductibility messaging and acts as the receipt

- (d) The RSL ANZAC and Poppy Appeal range of stock is proudly owned by RSL State Branch and developed with the collaboration of the RSL Sub-Branch network. The RSL ANZAC and Poppy Appeal stock is provided and dispatched at nil cost to Sub-Branches. Sub-Branches must not spend Agency or Patriotic Fund monies on non-RSL merchandise. The RSL Victoria ANZAC and Poppy Appeals do not intend to be a competitor in the commercial, promotional merchandise space.

### 6.1. ANZAC and Poppy Appeals Process

- (a) After depositing the monies into the Agency account, 100% of the monies raised for the ANZAC Appeal and the Poppy Appeal must be remitted to RSL GAPF account. This remittance fulfills the RSL's obligation to the ATO and ensures compliance as a DGR charity. The details of the RSL GAPF bank account, into which the monies must be transferred are:
- (b) NAME: RSL General Appeals Patriotic Fund  
BSB: 013-030  
ACCOUNT: 8372-79576
- (c) A Sub-Branch may request up to 50% of monies raised, to be reimbursed to the Agency account. Remittance of monies will only occur once the RSL State Branch Appeals Department is in receipt of the accurately completed ANZAC/Poppy Appeals Statement (see calendar – item 13). There is no requirement or obligation for a Sub-Branch to have monies reimbursed to the Sub-Branch Agency account.
- (d) The deadline for expenditure of ANZAC Appeal monies is 31<sup>st</sup> December of the ANZAC Appeal year and for Poppy Appeal monies it is 31<sup>st</sup> December of the year following the Appeal.
- (e) All unspent monies must be remitted to the RSL GAPF. This calculation is provided in the Agency Statement.

### 6.2. Donations Received

All donations received by the Sub-Branch Agency account must be remitted to the RSL GAPF to ensure that the DGR status is maintained. Upon donor request, a tax receipt can be provided. The prescribed form of tax receipt for a donor is either the Appeals merchandise backing card or the official Sub-Branch Agent for RSL GAPF tax receipt book supplied by State Branch.

### 7. Fundraising for Other Purposes

- (a) It is acknowledged that some Sub-Branches will, from time to time, need to raise money for their Sub-Branch General/Trading account to cover expenditure which is not veteran welfare related. Such non-veteran welfare fundraising must be conducted in a way which does not, in any way, cause any confusion in the mind of the public about the purpose of the fundraising, the destination of the money and the intended use of the money raised. Being clear about the purpose of the fundraising is of paramount importance. This can be achieved by:
- 1) conducting non-veteran welfare related fundraising at times other than the ANZAC Appeal and/or Poppy Appeal
  - 2) eliminating words and language which could imply a veteran welfare purpose
  - 3) eliminating use of the ANZAC Appeal or Poppy Appeal logos or associated imagery which could imply a veteran welfare related purpose
  - 4) being very clear to potential donors about the purpose of the fundraising activity.

- (b) It is also understood that Sub-Branches may wish to support other charitable organisations, from time to time. It is important that fundraising for other charitable organisations (not related to veteran welfare or the work of the RSL) is undertaken with consideration to the following:
- 1) Avoid using any merchandise, branding or language which might cause the donor to think that the fundraiser is for veteran welfare.
  - 2) Avoid any and all confusion in the minds of the donors as to the purpose of the fundraising and the use of the monies raised.
  - 3) Make clear to the donor what the purpose of the fundraising is and the charitable organisation which is being supported.
  - 4) Conducted at times which do not clash with the RSL Appeals.

## 8. Spending Guidelines

- (a) Because of the DGR status, spending of money must be applied towards benevolent (in need) veteran and dependant welfare. Expenses related to the RSL Sub-Branch running costs and building expenses must not be paid by the Agency account.
- (b) RSL State Branch relies on the Sub-Branch's judgement when making a payment for benevolent veteran welfare expenses out of the Agency account. The primary activities undertaken by a Sub-Branch are to assist sick, helpless, wounded, vulnerable, aged, destitute and needy veterans and their dependants.
- (c) This assistance can be applied to the entire Victorian veteran community and not only to veteran members of the Sub-Branch. According to the ACNC, benevolent relief includes working for the relief of poverty or distress (such as sickness, disability, destitution, suffering, misfortune or helplessness). The degree of distress is also important, as benevolent charities meet a need that is:
- 1) Significant enough (and the circumstances difficult enough) to arouse compassion in people in the community
  - 2) Beyond the suffering experienced as part of ordinary daily life, and
  - 3) Concrete enough – aimed at helping people who are recognisably in need of benevolence.
- (d) The Sub-Branch needs to consider the following before providing assistance from the Agency account:
- 1) *Who is the recipient of the assistance?*  
The recipient must be any of the following: a veteran, a veteran dependent or a veteran carer. Being a descendant of a veteran does not necessarily classify the person as a dependent. A person is only classified as veteran dependent if the person is financially dependent on a veteran. It is the Sub-Branch responsibility to investigate and confirm whether a person is dependent on a veteran.
  - 2) *What is the nature of the condition?* Is the veteran suffering with any of the following:
    - (a) Physical and mental distress. For example: sickness (such as PTSD), social exclusion, anxiety, poverty
    - (b) Financial distress. For example: Unable to pay rent, bills, home maintenance/garden, or unable to purchase food/medications



3) *What is the monetary value of the assistance required?*

An individual claim may compromise a significant proportion of the existing Agency monies. In this instance, the Sub-Branch may contact the RSL State Branch Pensions, Advocacy and Welfare Support department for assistance.

- (e) Further information on spending guidelines and examples of expenses that can be paid by the Agency account can be found in the Sub-Branch Charity Manual and on the Agency Statement.

## 9. Applying for Additional Agency Monies

A Sub-Branch may apply for additional Agency monies when the Sub-Branch Agency bank account is depleted. For guidance with this process please contact the RSL State Branch Patriotic Funds Accountant.

## 10. Requests from Other Charities

- (a) A Sub-Branch must always act in the best interests of the RSL charitable objects, that is, ensuring that veterans in need will be assisted by either the RSL Sub-Branch or RSL State Branch.
- (b) First priority must be given to the RSL's own cause, supporting RSL programs funded by the RSL GAPF. These programs ensure, amongst other things, that a veteran in need will be assisted with relieving of financial hardship, required household repairs and maintenance, advocacy, DVA compensation claims, employment pathways and transition, crisis accommodation, opportunities to combat social isolation and veteran engagement programs.
- (c) External charities that approach a Sub-Branch requesting to divert money away from RSL GAPF, should be directed to RSL State Branch Chief Executive Officer for consideration and qualification of possible broader support.
- (d) If a Sub-Branch wishes to donate to external veteran related charities, it may donate no more than \$1,000 in any one calendar year and approval must be obtained by CAV and RSL State Branch prior to the transfer of monies.
- (e) The Sub-Branch should consider the following before applying for a transfer/donation:
- 1) The Sub-Branch Committee endorse the donation
  - 2) Ensure that the donation is 100% applicable to Veterans
  - 3) Gather profile information about the entity that will be the recipient of the proposed donation/transfer:
    - a. ABN number - Check the proper name of the entity
    - b. If the entity has DGR status
    - c. If the entity is a charity registered with ACNC
    - d. If the entity is a Patriotic Fund
    - e. If the entity is located in Victoria
- (f) RSL State Branch will consider the Sub-Branch Committee's donations/transfers request by accepting a CAV 606/607 transfer application form(s) **prior** to the actual transfer being made.
- (g) All Patriotic Fund donations/transfers, of any amount, must be approved by CAV and RSL State Branch.

- (h) Once CAV and RSL State Branch approvals are granted, the Sub-Branch will be informed in due course and the transfer of monies must be executed in full within the same calendar year of approval.
- (i) If a Sub-Branch has an initiative or has an exceptional request to transfer/donate that is not covered in the above terms, the circumstance will need to be brought to the RSL State Branch State Executive's attention for formal approval.
- (j) For guidance/assistance with this process and to obtain the CAV transfer application forms, contact the RSL State Branch Patriotic Funds Accountant.

## **11. GST**

- (a) Where a Sub-Branch Agency account receives an invoice greater than \$1,000, the Agency account may pass the GST obligation to the RSL GAPF.
- (b) The process to pass the GST obligation to RSL GAPF requires the Sub-Branch to forward the tax invoice together with a payment for the invoiced amount excluding GST to the RSL State Branch Accounts department. This process is not applicable if the tax invoice is in the name of a veteran or veteran dependent. Contact the RSL State Branch Finance Manager for further guidance on claiming GST through the RSL State Branch.
- (c) It is not appropriate to claim GST through the Sub-Branch General/Trading account for benevolent welfare tax invoices which will be reimbursed from the Agency account.

## **12. Administration, Audit and Financial Reporting**

### **12.1. Agency Account**

The Sub-Branch Agency account is a sub-account of the RSL GAPF conducted as an Agent for the RSL GAPF and its bank account must be registered under the RSL GAPF ABN 85 107 546 293.

### **12.2. Administration of Monies**

- (a) The Sub-Branch must keep all Agency account financial records that:
  - 1) record and explain its transactions, financial position and performance, and
  - 2) allow the preparation of 'true and fair' financial information/statements.
- (b) Financial records include:
  - 1) invoices
  - 2) receipts
  - 3) cheques
  - 4) documents which record the above (including bank statements)
  - 5) working papers and other documents that explain how financial statements are prepared.
- (c) The Sub-Branch should maintain and update these records throughout the year as it receives and uses monies and must keep all financial records for a period of seven years.

### **12.3. Agency Statement – Report to RSL State Branch**

- (a) The Agency Statement is provided to the Sub-Branch Secretary in December each year, along with financial advice issued by RSL State Branch.

- (b) RSL GAPF relies on the Sub-Branch accurately completing and submitting the Agency Statement prior to its due date (see calendar – item 13), allowing time for the RSL State Branch verification process to occur. After a thorough verification process, the RSL GAPF reports the information collected from the Sub-Branches' Agency Statements to the regulators.

#### **12.4. Audit Requirements**

As per audit requirements established by CAV, the Agency Statement must be signed off by an auditor if the total income for the year exceeds \$10,000. For annual total income under \$10,000, it is best practice to audit the Agency account.

#### **12.5. Financial Statements – Report to Members**

The Committee must ensure that a Financial Statement disclosing the financial performance and position for the Agency account is prepared and presented to the Sub-Branch members at the Sub-Branch AGM (see calendar – item 13). The Statement can be prepared in the form of an Excel spreadsheet, Word document, or using an appropriate financial package.

#### **12.6. Unused Monies**

- (a) An ATO condition of holding DGR status is that a Sub-Branch Agency account cannot accumulate monies. In order to meet this condition, at year end, a Sub-Branch should remit unused monies (excluding current year reimbursed Poppy Appeal) to the RSL GAPF. The calculation of unused monies is on the Agency Statement sent to Sub-Branches each December. Refer to section 6.1 (d) and the following calendar section for further information.
- (b) The unused monies remittance cheque or copy of the EFT must be enclosed with the Agency Statement submission.

### **13. Calendar**

<b>Form</b>	<b>Due Date</b>	<b>Submit to</b>
Poppy Appeal Statement	31 <sup>st</sup> January	RSL State Branch - Appeals Department
Agency Statement	16 <sup>th</sup> February	RSL State Branch - Patriotic Funds Accountant
Financial Statement	At Sub-Branch AGM	RSL Sub-Branch - Members
ANZAC Appeal Statement	30 <sup>th</sup> June	RSL State Branch - Appeals Department

<b>Appeal</b>	<b>Period to expend monies from Agency</b>
ANZAC Appeal	By 31 <sup>st</sup> December of current year
Poppy Appeal	By 31 <sup>st</sup> December of following year

# Branch Bylaw 9

## Honorariums

### Purpose

The purpose of this policy is to provide guidance to Sub-Branch Committees on the payment and administrative process of honorariums.

### Definition

In order to define honorariums, it is important to understand that the Australian Charities and Not-for-profits Commission (ACNC) and the Australian Taxation Office (ATO) provide their own definitions, they are:

- ACNC – Charities may want to provide gifts or honorariums to individuals - including current or outgoing Responsible Persons, members, staff or volunteers – as a gesture of gratitude and appreciation for their services. An honorarium is an honorary payment made to someone without obligation in recognition of their professional service. For charities, an honorarium is typically a payment made to honour an individual for their charitable service. The ACNC generally expects that gifts or honorariums will be of a token nature. Gifts or honorariums should not provide any individual with a sizeable or significant personal benefit. A charity that provides a gift or honorarium of significant value is at risk of not complying with its purpose and character as a not-for-profit entity.
- ATO - An honorarium is either:
  - An honorary reward for voluntary services, or
  - A fee for professional services voluntarily performed

### General

Honorariums are:

- not paid for long or outstanding service – the RSL Honours systems provides for this aspect;
- to be considered only when the Sub-Branch financial position allows it to do so;
- to be declared in the annual financial statements of the Sub-Branch, including listed as a line item within the Profit & Loss statement and a declaration under Related Party Transactions within the notes;
- to be formulated with consideration given to all Committee related benefits; and
- only paid to a volunteer office bearer (i.e President, Senior Vice President, Vice President, Secretary and/or Treasurer) who is a member of the Sub-Branch Committee and while lawfully occupying the office for which the honorarium has been duly authorised.

## **Guidance**

The below needs to be considered in line with guidance from the ACNC to ensure that an honorarium does not result in a private benefit to someone as this may breach the requirements to be a not-for-profit entity and may not be consistent with the charity pursuing its charitable purpose. Guidance in respect to the aggregate honorarium quantum (i.e combined total amount for Sub-Branch office bearers) for a Sub-Branch is as follows:

<b>Category</b>	<b>Gross Revenue (per annum)</b>	<b>Amount (up to)</b>
1	< \$500,000	\$500
2	\$501,000 to \$3,000,000	\$20,000
3	\$3,000,001 to \$8,000,000	\$30,000
4	> \$8,000,000	\$40,000

No individual should receive more than 50% of the aggregate honorarium quantum.

## **Tax Implications**

### *Pay As You Go (PAYG)*

According to the ATO, whether a payment received is assessable income depends upon a close examination of all relevant circumstances. In order for an honorarium to be considered a 'True Honorarium', all of the following factors must be met:

- The payment is received for personal reasons;
- The payment has no connection to the recipient's income producing activities or services rendered;
- The payment is not received as remuneration or as a consequence of employment, services rendered, or any business;
- The payment is not relied upon or expected by the recipient for day-to-day living;
- The payment is not legally required or expected;
- There is no obligation on the part of the payer to make the payment;
- The payment is a token amount compared to the services provided or expenses incurred by the recipient;
- The form of the receipt, that is, whether it is received as a lump sum or periodically; and
- Whether the payments have been earned.

Category 1: If all of the criteria above of a 'True Honorarium' is met, then the Sub-Branch may not be required to withhold PAYG.

Category 2-4: As payments of an honorarium don't meet all of the above criteria of a 'True Honorarium', RSL Sub-Branches are required to withhold Pay As You Go (PAYG) under Division 12 in Schedule 1 to the Taxation Administration Act 1953 (TAA) for honorarium payments made.

Honorarium payments have the characteristics of ordinary income as they are expected and have an element of regularity and recurrence. Consequently, PAYG withholding is applicable to the payments.

### *Superannuation*

As payments are deemed as assessable income, the Sub-Branch is therefore obliged to make compulsory superannuation contributions (where applicable to the recipient).

### *Fringe Benefit Tax (FBT)*

Honorariums should be formulated with consideration given to all Committee related benefits. Depending on the scale and frequency of other Committee related benefits, this may attract FBT implications for the Sub-Branch and for the individual. It is important that Sub-Branch Committees set clearly defined policies around all Committee related benefits and be conscious of any tax implications.

### **Annual General Meeting (AGM)**

The following needs to be considered by the Sub-Branch Committee both prior and during the Sub-Branch AGM:

- Honorariums should be included on the agenda at the AGM if honorarium payments are proposed to be made.
- Honorariums are to be authorised for payment by members of a Sub-Branch at the AGM.
- Honorariums should be approved retrospectively for the previous term just completed at the AGM. If approved by the members, this authorises payment which should take the form of a one-off lump sum payment.
- A motion to be put to the members at the AGM must be moved by a member or a Committee member who is not a proposed recipient of the honorarium.
- Conflict of interest must be considered and declared to ensure there is transparency to members at the AGM.
- As honorariums are only applicable to Sub-Branch Committee office bearers, these individuals need to be excluded from the honorarium discussion and decision making at the Committee level. This also applies when a motion is put to the members at the AGM.
- It is recommended that the proposed individual honorarium amounts be put to members and not the total aggregate amount.

### **Payment**

Honorariums should be paid in one lump sum retrospectively after approval is granted at the Sub-Branch AGM.

It should be noted that even if the AGM has approved payment of honorariums, the recipient can elect not to receive payment.

It is encouraged that individuals in receipt of an honorarium seek their own advice as to the impact of an honorarium on their own financial situation.

Approved and accepted honorariums must only be paid from the Sub-Branch Trading/General account. No other RSL Sub-Branch entity (i.e Sub-Branch Patriotic Fund or General Appeals Patriotic Fund Agency account) can fund honorariums.

### **Expenses**

Volunteers are entitled to request expense reimbursement from the Sub-Branch as long as it sits within the internal expense reimbursement policies adopted by the Sub-Branch and the expense is incurred whilst undertaking approved RSL volunteer activities. Volunteer work that leads to cost reimbursement must be accompanied by receipts/log book and be approved prior to the work being done. This is applicable to all Sub-Branch Committee members regardless of if an honorarium is being paid.

Other Committee expenses where charged against the Sub-Branch Trading Account e.g. Committee dinners, drinks etc. are to be consolidated and advised to the members at the AGM if not shown as a line item in the Sub-Branch accounts.

### **Conclusion**

The responsibilities of Sub-Branch Committees can be quite onerous and often countless hours are contributed to the RSL cause. Therefore, an honorarium is an appropriate mechanism to show gratitude to individuals for their efforts.

Any issues with the interpretation of this Bylaw should be addressed to the State Branch Governance Committee for review.

### **References**

Sub-Branch Committees should familiarise themselves with the below reference documents prior to considering honorariums:

- ATO Private Ruling # 1051457659709
- ATO Honorariums Guidance:  
[www.ato.gov.au/non-profit/your-workers/your-volunteers/paying-volunteers/honorariums](http://www.ato.gov.au/non-profit/your-workers/your-volunteers/paying-volunteers/honorariums)
- ACNC Gifts and Honorariums Guide:  
[www.acnc.gov.au/tools/guides/gifts-and-honorariums](http://www.acnc.gov.au/tools/guides/gifts-and-honorariums)
- Bylaw 10A/10B/10C

**RETURNED & SERVICES LEAGUE  
OF  
AUSTRALIA**

***(VICTORIAN BRANCH) INC.***

**A0028777L**



"Serving Still"

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**Branch Bylaw 10A**

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**AUTHORISED RULES FOR INCORPORATED LICENSED  
SUB-BRANCHES WITH GAMING**

**Volume 3.7**

Revised and reprinted in accordance with special resolutions carried by the State Executive at their meetings throughout the year and resolutions carried at the State Annual Conference held at ANZAC House on 28<sup>th</sup> November 2020.

**ANZAC House, 4 Collins Street, Melbourne, Victoria, 3000**



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**\*\*\*\*\* RSL SUB-BRANCH INCORPORATED**

**RULES**

**1 NAME**

The name of the Sub-Branch shall be the \*\*\*\*\* RSL Sub-Branch Incorporated.

**2.1 Statement of Purposes of the Sub-Branch**

The objects for which the Sub-Branch is established are:

- (a) Provide for the sick, helpless, wounded, aged, disabled, destitute and needy among those who are serving or who have served in the Australian Defence Forces, the various British Commonwealth Defence Forces, members of allied Defence Forces and their dependents;
- (b) Perpetuate the close and kindly ties of friendship created by the mutual service in the Australian Defence Forces or in the forces of nations traditionally allied with Australia and the recollections associated with that experience;
- (c) Maintain a proper standard of dignity and honour among all past and present members of the Australian Defence Forces and set an example of public spirit and noble hearted endeavour;
- (d) Preserve the memory and records of those who suffered and died for Australia, erect monuments to their valour, provide them with suitable burial places, and establish and preserve, in their honour, the annual commemoration day known as ANZAC Day;
- (e) Encourage loyalty to Australia and secure patriotic service in the interests of Australia;
- (f) Protect the good name and preserve the interests and standing of members of the Australian Defence Forces;
- (g) Encourage a Member as a citizen, to serve Australia with that spirit of self sacrifice and loyalty with which they served as members of the Australian Defence Forces;
- (h) The promotion of a social organisation and Sub-Branch of the Branch composed of those who are serving or who have served in the Australian Defence Forces, the various British Commonwealth Defence Forces, Members of Allied Defence Forces, their dependents and such other persons who from time to time may be admitted to membership in accordance with these Rules.

- (i) To establish, maintain and conduct a Sub-Branch of a non-political and non-sectarian character and to provide, furnish, equip and maintain Sub-Branch rooms, reading rooms, recreation rooms and refreshment facilities; to establish and maintain facilities for lawful games, sporting facilities and recreation for its Members for the maintenance and improvement of friendly relationships amongst the Members and generally to afford to Members and their friends and guests all the usual privileges, advantages, conveniences and facilities of a Sub-Branch.
- (j) To provide means of social interaction between persons who are Members of the League and in particular Members of the \*\*\*\*\* RSL Sub-Branch of the Branch and their friends and guests.
- (k) To make contributions to any charitable relief benefit commemoration or memorial fund of any kind whatsoever as the Committee may deem advisable.
- (l) To further the interests of and to support the Branch.
- (m) To provide for the sick, helpless, wounded, aged, disabled, destitute and needy.

## **2.2 Powers of the Sub-Branch**

- (a) To take over and acquire and take a transfer of all the assets and the liabilities of the present unincorporated association known as \*\*\*\*\* RSL Sub-Branch and/or \*\*\*\*\* RSL Club.
- (b) To purchase, take on lease or in exchange or otherwise to acquire any land, buildings, easements of property real or personal which may be required for the purposes of or be conveniently used in connection with any of the objects of the Sub-Branch and for the purpose of managing revenue the better to finance the operations of the Sub-Branch and the maintenance of any premises owned by it to lease, sell, demise, mortgage, give in exchange or otherwise dispose of the same or any part thereof from time to time and to grant easements in, through, over or upon any land and to acquire easements or other rights of any kind or nature over any other real or personal property provided that if the Sub-Branch takes or holds any property which is subject to any Trusts the Sub-Branch must deal with the property in such a manner as is allowed by law having regard to such Trusts.
- (c) To borrow or raise money or to secure the repayment of any debt, liability or engagement incurred, undertaken or entered into by the Sub-Branch by the issue of bonds, debentures, bills of exchange, promissory notes or other

obligations or securities of the Sub-Branch or by way of overdraft or by mortgage or charge on all or any part of the property and assets of the Sub-Branch.

- (d) To encourage the fullest liaison and co-operation with other responsible persons and organisations in the community as the Committee shall decide, with particular emphasis to encouraging the use of the rooms of the Sub-Branch when such use shall be calculated to benefit the community.
- (e) To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, warrants, debentures and other negotiable or other transferable interests.
- (f) To invest and deal with the money of the Sub-Branch not immediately required upon such securities and investments, generally in such manner, and in accordance with the overall policy of the League as may from time to time be determined.
- (g) To undertake and execute any trusts which may seem to the Sub-Branch conducive to any of its objects and in accordance with the overall policy of the League.
- (h) To engage, employ, dismiss and remunerate professional advisers, secretaries, accountants, managers, brokers, experts and such other persons, officers and employees as may be necessary or desirable for the purpose of carrying on the business of the Sub-Branch or furthering any or all of the objects herein set out.
- (i) To place any money or deposit with any banking or other non-banking institutions, to open accounts and to pay money into and withdraw money from such accounts or to overdraw such accounts.
- (j) To establish and maintain funds for relief, scholarships, insurance, mortuary, sickness or other benefits and/or for the assistance or advantage of members or their dependents or the dependents of deceased members contributing thereto from any of the revenues of the Sub-Branch.
- (k) To encourage the formation of a Women's Auxiliary and youth and other subsidiary associations.
- (l) With the written consent of the State Executive to enter into any arrangements with any government or authority that are incidental or conducive to the attainment of the objects and the exercise of the powers of the Sub-Branch, to obtain from any such government or authority any rights, privileges,

concessions, licenses, permits or registrations which the Sub-Branch may think it desirable to obtain, and to carry out, exercise and comply with any such rights, privileges, concessions or licenses;

- (m) To construct, improve, maintain, furnish, develop, work, manage, carry out, alter or control any houses, buildings, clubrooms, information bureaux, libraries, literary, social, educational and benevolent institutions, grounds, works or conveniences which directly or indirectly advance the Sub-Branch's interests, and to contribute to, subsidise or otherwise assist and take part in the above;
- (n) With the written consent of the State Executive to take or hold mortgages, liens or charges, to secure payment of the purchase price, or any unpaid balance of the purchase price, of any part of the Sub-Branch's property of whatsoever kind sold by the Sub-Branch, or any money due to the Sub-Branch from purchasers and others;
- (o) To take any gift of property whether subject to any special trust or not, for any one or more of the objects of the Sub-Branch but subject to paragraph (g);
- (p) To sell, improve, manage, develop, exchange, lease, dispose of, turn to account or otherwise deal with all or any part of the property and rights of the Sub-Branch;
- (q) To make grants, donations, gifts and give assistance to such persons, trusts, groups, associations, societies, institutions or other entities as the Sub-Branch thinks fit;
- (r) To make application pursuant to the appropriate legislation from time to time enacted and currently in force, or any re-enactment or amendment thereof, to:
  - (1) The Victorian Commission for Gambling and Liquor Regulation for a Club Licence or any other licence, permit or authority issued under the Liquor Control Reform Act or any re-enactment or amendment thereof, or for a Venue Operator's Licence or any other licence, permit or authority issued under the Gambling Regulation Act or any amendment or re-enactment thereof.
- (s) To do all such other things as are incidental or conducive to the attainment of the objects and the exercise of the powers of the Sub-Branch.

### 3 ALTERATIONS OF THESE RULES

- (a) Subject to the provisions of Rule 3(b), and (c) of these Rules, the Rules of the Sub-Branch (including the Statement of Purposes of the Sub-Branch) shall not be altered except in accordance with the Act.
- (b) The Sub-Branch shall not, without the consent in writing of the State Executive, make any new Rule, alteration or variation to the Rules of the Sub-Branch. No new Rule, alteration or variation of these Rules shall take effect unless and until the new Rule, alteration or variation has been approved in writing by the State Executive.
- (c) No new Rule, alteration or variation of these Rules shall have effect unless and until such new Rule, alteration or variation has been approved by the Registrar of Incorporated Associations.
- (d) **Inconsistency**  
If there is inconsistency between these Rules and the Branch Constitution and/or the National Constitution, the Branch Constitution and the National Constitution shall prevail to the extent that the Branch Constitution and the National Constitution do not conflict with the requirements of the Liquor Control Reform Act, the Gambling Regulation Act and/or any other relevant Act. In the event that there is any inconsistency between the Branch Constitution and the National Constitution, then the provisions of the National Constitution shall prevail.

### 4 POLICY

The Policy of the Sub-Branch shall be national and non-sectarian and in relation to questions of party politics non-partisan.

#### 5.1 Definitions and Interpretation

In these Rules -

**"Act"** means the Associations Incorporation Reform Act 2012 (Vic).

**"Affiliate/s"** means an Affiliate of the Branch admitted pursuant to the rules of the Branch, and is a member of the Sub-Branch.

**"Branch"** shall mean The Returned & Services League of Australia (Victorian Branch) Inc.

**"Branch Constitution"** means the Statement of Purposes and the Rules and Bylaws of the Branch.



**"Casino Control Act"** means the Casino Control Act 1991 (Vic) or any amendment or re-enactment thereof.

**"Chief Executive Officer of the Branch"** means the person appointed from time to time under Branch Rule 9.7 (a) by the State Executive.

**"Committee" or "Sub-Branch Committee"** means the Committee of the Sub-Branch constituted under Rule 19.

**"Financial Year"** means the year ending 31 December.

**"Gambling Regulation Act"** means the Gambling Regulation Act 2003 or any amendment or re-enactment thereof.

**"In Writing"** and **"Written"** include typing or printing, lithography, photography and other modes of representing or reproducing words and figures in visible form.

**"League"** means the Returned and Services League of Australia Limited A.C.N. 008 488 097.

**"League member"** means a Life member or a Service member of the League, and is a member of the Sub-Branch.

**"Liquor Control Reform Act"** means the Liquor Control Reform Act 1998 or any amendment or re-enactment thereof.

**"members"** shall mean all persons admitted pursuant to these Rules to any of the following classes of membership:

- Service members
- Life members
- Associate members
- Affiliate/s
- Honorary members
- Social members and
- Community members

**"National Constitution"** means the National Rules and Bylaws of the League.

**"National Rules"** means the National Constitution of the League.

**"Patriotic Funds"** means those Funds described in Part 4 of the Veterans Act (Vic).

**"Regulations"** mean the Regulations under the Act.

**"State Branch Tribunal"** means the Tribunal established by the Branch under Rule 4.18 and National Bylaw 8.

**"State Executive"** means the Body constituted under Rule 7.2 (a) of the Branch.

**"Sub-Branch"** shall mean the \*\*\*\*\* Sub-Branch.

**"Sub-Branch Secretary" or "Secretary of the Sub-Branch"** means the Secretary of the Sub-Branch.

**"Veterans Act"** means the Veterans Act 2005 (Vic) or any amendment or re-enactment thereof.

**"Victorian Veterans Council"** means the Council established by section 4 of the Veterans Act.

**"Victorian Veterans Fund"** means the Fund established by section 20 of the Veterans Act.

**"Victorian Commission for Gambling and Liquor Regulation"** means the Victorian Commission for Gambling and Liquor Regulation established under the Victorian Commission for Gambling and Liquor Regulation Act 2011 (Vic).

## **5.2 Interpretation**

In these Rules, unless the context otherwise requires:

- (a) headings, underlining and the table of contents are for convenience only and do not affect the interpretation of these Rules;
- (b) words importing the singular include the plural and vice versa;
- (c) words importing a gender include any gender;
- (d) other parts of speech and grammatical forms of a word or phrase defined in these Rules have corresponding meanings;
- (e) a reference to any thing includes a part of that thing;
- (f) a reference to these Rules includes a reference to any appendix, annexure, exhibit or schedule to these Rules;
- (g) a reference to a statute, regulation, proclamation, ordinance or bylaw includes all statutes, regulations, proclamations, ordinances or bylaws amending, consolidating or replacing it, and a reference to a statute includes all regulations, proclamations, ordinances and bylaws issued under that statute;
- (h) a reference to a document includes all amendments or supplements to, or replacements of, that document;

- (i) a covenant or agreement on the part of two or more persons binds them jointly and severally;
- (j) an expression importing a natural person includes any company, partnership, association, corporation or other body corporate and any governmental agency; and
- (k) where the day on or by which any thing is to be done is not a Business Day, that thing must be done on or by the preceding Business Day.

## **6 SUB-BRANCH COLOURS**

The colours of the Sub-Branch shall be such as the Committee of the Sub-Branch may from time to time determine.

## **7 SUB-BRANCH STRUCTURE AND POWERS**

In addition to any new duties, functions, discretions and authorities conferred on the Sub-Branch under the National Constitution, the Branch Constitution and these Rules, the Sub-Branch is to be vested with such duties, powers, functions, discretions and authorities as the State Executive may decide.

## **8 MINIMUM MEMBERSHIP**

The minimum membership of the Sub-Branch is to be fifteen (15) Life, Service members and Affiliates, unless the State Executive approves otherwise.

## **9 AGE REQUIREMENT**

No person under the age of eighteen (18) years shall be admitted to membership of the Sub-Branch.

## **10 MEMBERSHIP**

The Sub-Branch shall comprise the following categories of membership:

Service members

Life members

Associate members

Affiliates

Honorary members

Social members

Community members

## 10.1 Service members

A person who is a Service member of the League or who has applied to be a Service member of the League may apply to be a Service member of the Sub-Branch.

- (a) It shall be a prerequisite to Service membership of the Sub-Branch that the applicant declares:
- I hereby agree if elected a member to be bound by and comply with the Rules and Bylaws of the Sub-Branch; and
  - I hereby declare that I am not a member of any other organisation whose objectives are incompatible with the objects of the League; and
  - I hereby further declare that I am prepared to swear/affirm loyalty to the Commonwealth of Australia and its Head of State and to uphold the Constitution of the Commonwealth.
- (b) Lodgment of application to be admitted as a Service member of the League and Service member of the Sub-Branch.
- (1) An application to be admitted as a Service member of the League and as a Service member of the Sub-Branch must comply with the National Constitution and the Branch Constitution and these Rules. An Applicant for Service membership of the League and Service membership of the Sub-Branch must be nominated by a person who is a Service or Life member of the Sub-Branch and seconded by a member who is also a Service or Life member of the Sub-Branch.
  - (2) A person who applies to be a Service member of the League and a Service member of the Sub-Branch must lodge the application with the Secretary of the Sub-Branch in writing in the form from time to time approved. Not less than two (2) weeks shall elapse between the date of nomination and the date of election of a Service member of the League and a Service member of the Sub-Branch.
  - (3) Application for membership of the League and membership of the Sub-Branch shall be accompanied by the payment of the Annual Subscription determined by the Annual Conference of the Branch and any further subscription as set by the Sub-Branch at a General Meeting and hereafter referred to in these Rules. No applicant who is admitted to membership shall be entitled to a refund of such amount, but where an

applicant is not eligible under the National Constitution to be admitted, the Sub-Branch must return the Annual Subscription.

- (4) The Committee may require an applicant for membership to produce such evidence, as it thinks fit as to their qualification for membership.
- (5) If the Sub-Branch Committee resolves that an Applicant is eligible under the National Constitution to be admitted as a Service member of the League and is a fit and proper person to be admitted as a Service member of the League then the Applicant must be admitted as a Service member of the League and as a Service member of the Sub-Branch within sixty (60) days of the date the application was lodged.
- (6) If the Sub-Branch Committee resolves that an Applicant applying to be admitted as a Service member of the League and a Service member of the Sub-Branch is not eligible under the National Constitution to be admitted as a Service member of the League the Committee of the Sub-Branch must within fourteen (14) days from the resolution forward the application, supporting documentation, the annual subscription and the reasons for the resolution to the Branch and the application shall then be dealt with by the Branch under the Branch Constitution.
- (7) If the Branch resolves that the Applicant is eligible under the National Constitution to be admitted as a Service member of the League the Branch must direct the Sub-Branch to admit the applicant as a Service member of the League and thereupon the Sub-Branch must admit the Applicant as a Service member of the League and as a Service member of the Sub-Branch.
- (8) If the Branch resolves that the person applying to be admitted as a Service member of the League is not eligible under the National Constitution to be admitted the Branch must:
  - (i) Reject the application; and
  - (ii) Within fourteen (14) days of the date of rejection advise the Applicant of the decision, the reasons for the decision and their right of appeal to the State Branch Tribunal.
- (9) A Service or Life member of the Sub-Branch shall be entitled to one vote at the election of members of the committee of the Sub-Branch and at any meeting of the Sub-Branch in respect of any matter.

## **10.2 Life members**

- (a) A Service member of the Sub-Branch who is elected as a Life member of the League in accordance with the National Constitution and the Branch Constitution shall automatically become a Life member of the Sub-Branch.
- (b) The rights, privileges and obligations of a Service member of the Sub-Branch who becomes a Life member of the Sub-Branch under Rule 10.2(a) shall not be disturbed by their becoming a Life member of the Sub-Branch save and except that they shall not be liable to pay an Annual Subscription either to the League, the Branch or the Sub-Branch as the case may be.

## **10.3 Honorary members of a Sub-Branch**

- (a) A person is entitled to be elected as an Honorary member of the Sub-Branch (for such time as the Committee of the Sub-Branch shall determine) if they are eighteen (18) years of age or older and are:
  - (1) a Service, Life or Honorary member of the League;
  - (2) a member of an association or organisation which is a member of the British Commonwealth Ex-Services League during their presence in Victoria, but not exceeding a period of three months;
  - (3) a member of a State parliament, the parliament of the Commonwealth of Australia or a Councillor of the municipality in which the Sub-Branch is situated;
  - (4) A current serving member of the ADF, upon presentation of a Service Identification Card, such honorary membership shall operate whilst the serving member is present on the Sub-Branch premises.
  - (5) a member of a sporting, social or cultural body visiting the Sub-Branch for the day, but subject to the approval of the committee of the Sub-Branch; or
  - (6) a person who has applied in writing to become a member of the Sub-Branch shall be a temporary Honorary member of the Sub-Branch until the application to become a member has been dealt with by the Committee. Such membership applications must be dealt with by the Committee in an expeditious manner.
- (b) An honorary member of the Sub-Branch is not entitled to vote:
  - (1) at the election of the members of the Committee of the Sub-Branch; or

- (2) on any other matter.
- (3) An Honorary member shall not be required to pay an annual subscription.
- (4) A person shall not be admitted as an Honorary or Temporary member of the Sub-Branch unless the person is of a class specified in the Rules and the admission is in accordance with the Rules.

### **10.3A Temporary Honorary Membership for Visiting League Members**

- (a) The Sub-Branch shall grant reciprocal rights to use Sub-Branch facilities as a temporary honorary member to any person who is a Service or Life member or Affiliate of the Returned & Services League of Australia. The Sub-Branch shall grant to such temporary honorary member under this rule the same price discounts as that are given at that time to similar classes of members of the Sub-Branch in relation to food, beverage, and entertainment. Such person shall be required to establish their entitlement to the right by producing a current 'RSL Card'.
- (b) This right may not be granted to a person who is at the time of the visit suspended under the Rules of the Sub-Branch from the Sub-Branch of which they are a member.
- (c) This right may not be granted to a person where the Committee of the Sub-Branch has resolved not to grant the right to that person because of the prior conduct of that person.

### **10.4 Social members**

- (a) A person is eligible to be a Social member of the Sub-Branch if they:
  - (1) are not eligible to be a Service member of the League; and
  - (2) are over the age of eighteen (18) years; and
  - (3) are proposed by the President of the Sub-Branch at the request of at least two (2) Service members of the Sub-Branch and is approved at a meeting of the Committee of the Sub-Branch; and
  - (4) has signed a Social member Application Form, prescribed by the State Branch, and has lodged it with the Sub-Branch Secretary; and
  - (5) has paid the annual membership subscription, as is determined, including an amount equal to the applicable Minimum Subscription Fee

as is determined from time to time by the State Executive pursuant to Branch Rule 5.17(a)(2).

- (b) A social member of the Sub-Branch may be a member of the Committee of the Sub-Branch provided however:
  - (1) A social member of the Sub-Branch may not be elected to any Executive position (that is, President, Vice President/s, Secretary and/or Treasurer) on a Sub-Branch Committee [subject to the provisions of Rule 19(g)]. Social members may not hold more than one position on the Committee of a Sub-Branch. A social member on the Committee of a Sub-Branch may only vote on matters relating to the operation of Sub-Branch facilities available to Social members of the Sub-Branch.
- (c) Subject to the provisions of these Rules a Service member or Life member or Affiliate or social member of the Sub-Branch may nominate a social member for election to the Committee of the Sub-Branch (other than an Executive position). A social member is not entitled to vote on any matter other than in respect of the election of a social member to the Committee of the Sub-Branch.
- (d) A person is eligible to be a student social member if they are aged 18 to 26 years and attended a recognized tertiary educational institution. Student social members have the same rights and obligations as social members of the Sub-Branch as provided for in this rule. The fee for a student social member shall be \$11.00, including GST, unless otherwise decided by a General Meeting of the Sub-Branch. On attaining the age of 27 years, a student social member shall become a social member of the Sub-Branch and shall subscribe by way of membership fee the amount fixed as a social member's fee by the Sub-Branch.

#### **10.5 Community members**

- (a) A person is eligible to be a Community member of the Sub-Branch if they:
  - (1) are not eligible to be a Service member of the League; and
  - (2) are over the age of eighteen (18) years; and
  - (3) are approved at a meeting of the Committee of the Sub-Branch; and
  - (4)
    - (i) have paid the annual membership subscription as is determined, including an amount equal to the applicable Minimum



Subscription Fee as is determined from time to time by the State Executive, pursuant to Branch Rule 5.17(a)(2); and

- (ii) the name and address of any person who is elected a Community member shall be entered in a book kept for that purpose and such entry shall be made by the Secretary at the time at which the person is so elected or as soon as practicable thereafter; and
- (iii) are elected for a period of not more than twelve (12) months.

(b)

- (1) The Committee may at any time revoke the Community membership of any person and upon such revocation being made such person shall cease to be a Community member.
- (2) When the Community membership of any person is revoked by the Committee the Secretary shall record such revocation in the book kept in accordance with Rule 10.5(a)(2) and shall advise such revocation in writing to the person whose Community membership has been revoked.

(c) A Community member of the Sub-Branch is not entitled to vote:

- (1) at the election of the members of the Committee of the Sub-Branch; or
- (2) in respect of any other matter.

(d) A Community member of the Sub-Branch is not entitled to be elected as a member of the Committee of the Sub-Branch or to any other position in the Sub-Branch.

(e) A Community member is entitled to utilise the bar and dining facilities and gaming machines within the Sub-Branch, but is not entitled to utilise those facilities set aside only for use by Service and/or Life and/or Affiliate and/or Honorary and/or Social members.

#### **10.6 Associate members**

(a) A Service member, Life member or Affiliate, who is also a member of a Sub-Branch, shall not be eligible to be a member of another Sub-Branch but may apply to be admitted as an Associate thereof. Such an application shall be lodged with the Secretary of that other Sub-Branch and if the Committee accepts their application, and they are admitted, they shall be known as an Associate of that other Sub-Branch.

- (b) An Associate member of a Sub-Branch may only remain an Associate member of the Sub-Branch if they continue to be a Service member, Life member or Affiliate.
- (c)
  - (1) A Service member, Life member or Affiliate who is also an Associate member of a Sub-Branch, shall only be entitled to hold office, vote and speak on any matter at a meeting of not more than one Sub-Branch and at the same time of application to become an Associate member must declare which Sub-Branch they wish to hold office, vote and speak at.
  - (2) The annual subscription payable by an associate of that other Sub-Branch shall be the annual subscription payable by a Service member or Affiliate, of that Sub-Branch, less Minimum Subscription.
  - (3) A Service member, Life member or Affiliate, to whom Rule 10.6(c)(1) applies, shall:
    - (i) elect in writing the Sub-Branch in which they wish to be eligible to hold office, vote and speak;
    - (ii) deliver such election to all the Sub-Branches of which they are a member and associate with a copy to be lodged with the Chief Executive Officer of the Branch.
  - (4) Until they have complied with Rule 10.6(c)(3) they shall only be entitled to hold office, vote and speak at the Sub-Branch of which they are a Service member, Life member or Affiliate, and such election shall not be able to be revoked during the membership year in which it is made.
- (d) The Committee of the Sub-Branch may at any time revoke the Associate membership of a person and upon such revocation being made such person shall cease to be an Associate member of the Sub-Branch.

#### **10.7 Affiliate of the Branch**

- (a) No person who is eligible for Service membership of the League shall be admitted as an Affiliate.
- (b) The eligible persons who may be elected as Affiliates are those who do not qualify for Service membership and comply with the following:
  - (1) a person who is not eligible to be a Service member;

- (2) is eighteen years of age or older and;
  - (3) a person who is any relative of a person (living or deceased) who is or was eligible to be a League member;
  - (4) for the purposes of this rule, a relative shall be parent, grandparent, spouse, brother, sister, child, grandchild, stepchild, son-in-law, daughter-in-law, brother-in-law, sister-in-law, nephew, niece, aunt or uncle of the person who is or was eligible to be a League member.
  - (5) or a person who has been awarded the Certificate of Merit or a National or State Certificate of Appreciation for giving valuable service to the League;
  - (6) or a person who is, or has been, a member, for at least 6 months, of one of the following:
    - A State or Federal Police Force;
    - An Ambulance Service or Brigade;
    - A Fire Brigade or Fire Authority;
    - A State Emergency Service;
    - A Bronze Medallion member of a Surf Life Saving Club; or
    - A Corrections/Prisons Officer.
  - (7) and has signed an Affiliate application form, as prescribed by the State Branch and has lodged it with the Sub-Branch Secretary.
- (c) The Affiliate application form shall be considered at a meeting of the Committee of the Sub-Branch.
- (d) An Affiliate may be a member of the Committee of the Sub-Branch, subject to the following:
- (1) a. An Affiliate, may not be elected to the positions of President or Senior Vice President or if there is no position of Senior Vice President, then the Vice President (League member), but may be elected to any other position on the committee, shown in rule 19(b).
  - b. That an Affiliate Vice President shall have no right to succeed the President of the Sub-Branch in the event that Office becoming vacant.

- (2) An Affiliate on the Committee of a Sub-Branch may speak and vote on all matters, save and except the matters referred to in sub-rule (e).
- (e) An Affiliate may speak and vote at a meeting of the Sub-Branch on any Sub-Branch matter, including voting for all Sub-Branch Committee positions, save and except that an Affiliate may not speak or vote on any matter relating to the alteration or amendment to the National Constitution, the Branch Constitution or vote for the elections of Branch positions.
- (f) The Annual Subscription Fee payable by an Affiliate is shown in Rule 11. The effect of not paying the Annual Subscription is shown in Rule 11A.

### **10.8 Reciprocal Rights**

- (a) The Sub-Branch shall grant reciprocal rights to use Sub-Branch facilities as a temporary honorary member to any person who is a Service member, Life member, Affiliate, Social member, or Community member, of any other RSL Sub-Branch, or the HQ Unattached List, under the jurisdiction of the Victorian State Branch. The Sub-Branch shall grant to such temporary Honorary member under this rule the same price discounts as that are given at that time to similar classes of members of the Sub-Branch in relation to food, beverage and entertainment. Such person shall be required to establish their entitlement to the reciprocal rights by producing a current 'RSL Card' as issued by the State Branch.
- (b) Reciprocal rights shall not be granted to a person who is at the time of the visit suspended under the provisions of Rule 15 or Rule 15A of the Rules of the Sub-Branch of which they are a member.
- (c) Reciprocal rights may not be granted to a person where the Committee of the Sub-Branch has resolved not to grant reciprocal rights to that person because of the prior conduct of that person.

### **10.9 Provision of RSL Member Card**

- (a) The Sub-Branch shall request the Branch to issue Service members, Life members, Affiliates, Social members, or Community members, of the Sub-Branch a "RSL Card" in the format then used by the Branch. The Sub-Branch shall make such request to the Branch in relation to Service members, Affiliates, Social members and Community members, as soon as practicable after the said members have become financial members of the Sub-Branch. The issued Card remains valid while the member remains financial and the

Branch will, from time to time, re-issue the Card at their discretion. In relation to Life members the Sub-Branch shall make the request to the Branch as soon as practicable after this rule comes into effect.

## **11 SUBSCRIPTIONS AND ENTRANCE FEES**

- (a) That the minimum annual subscription payable by:
  - (1) Service members and Affiliates shall be such amount as is determined, from time to time, by the Annual State Conference of the Branch and shall be not less than the Minimum Subscription Fee referred to in Branch Rule 5.19(a)(1), and
  - (2) Social members and Community members shall be such amounts as is determined for each class of member, from time to time, by the State Executive, pursuant to Branch Rule 5.17(a)(2).
  - (3) But the Sub-Branch may impose upon the members such additional amounts by way of annual subscription as is determined, from time to time, by a general meeting of the Sub-Branch.
- (b) The Sub-Branch must forward to its member an account for renewal of the Annual Subscription at least one month before the end of the Financial Year and the member must pay the account by the 31 January of each year.
- (c) The Sub-Branch must forward to its associate member an account for renewal of the Annual Subscription less the Minimum Subscription Fee at least one month before the end of the Financial Year and the associate member must pay the account by the 31 January.
- (d) An account forwarded under these Rules must clearly show the Annual Subscription and the Minimum Subscription Fee (if any) and may include other fees provided they are clearly marked, e.g. Administration Fee/sporting section (or such like) Fee.'
- (e) A receipt must be issued to a member of the Sub-Branch by the Sub-Branch as evidence of payment of the Annual Subscription.
- (f) A receipt must be issued to an associate member of the Sub-Branch by the Sub-Branch as evidence of payment of the Annual Subscription less the Minimum Subscription Fee.
- (g) Annual subscriptions are due and payable in advance on 1 January in each calendar year.

- (h) A member of the Sub-Branch (who is not a Life member or who has paid the Life subscription) shall not be exempted from the obligation to pay the subscription, unless the person is of a class specified in the Rules and an exemption is in accordance with the Rules.

#### **11A UNPAID ANNUAL SUBSCRIPTIONS**

- (a) A Member or the Sub-Branch who is not a Life member or a life subscriber who has not paid the annual subscription prescribed in these rules by 31 January in the year they fall due shall be refused entry to Licensed Sub-Branch premises and/or facilities, including sporting activities, and may be required to sign in as a visitor until such time as the said subscriptions are paid in full and details on the members RSL Card (mentioned in Rule 10.9) have been upgraded.
- (b) A member of the Sub-Branch who is not a Life member or a life subscriber who has not paid the annual subscription is not eligible to speak or vote at a meeting including elections and Committee or nominate for or hold any office in the Sub-Branch.
- (c) A member of the Sub-Branch who is not a Life member or a life subscriber or an Honorary member who has not paid the annual subscription shall on 1 May cease to be a member and the members name shall be removed from the Register of members. If the member wishes to rejoin the Sub-Branch they are required to make a new application for membership.

#### **12 NOTICE OF MEETINGS**

- (a) The Secretary shall at least 14 days before any Annual or Ordinary general meeting and at least 7 days before any Extra-ordinary general meeting, save and except a meeting of the nature dealt with in sub-clause (c) of this Rule, send in accordance with Rule 13 to each Member [excluding honorary and Community members] at their postal, facsimile or electronic transmission address in the Sub-Branch register a notice of such meeting stating the time and the place where it will be held and the nature of the business that will be brought forward at such meeting. In lieu of written notice to each member that a Sub-Branch may advertise the notice of meeting not less than three times in the 21 day period prior to the meeting, in the "Public Notice" section of the most widely distributed newspaper in the local municipality. Except that members who have lodged valid email addresses must also be emailed a notice in the first week of that period.

The accidental omission to give any notice as aforesaid to any member shall not invalidate any resolutions carried at an Annual, Ordinary or Extraordinary general meeting.

- (b) The nature of the business to be dealt with at such meetings and the manner in which they are to be conducted shall be in accordance with these Rules as to the conduct of particular classes of meetings.
- (c) In the case of a meeting at which a special resolution is proposed, pursuant to section 29 of the Associations Incorporations Act 1981 and where there is a statutory requirement of 21 days notice, then the Secretary shall in relation to such meeting give 21 days notice.

### **13 NOTICES - MEMBERS**

- (a) Every member shall communicate in writing to the Secretary regarding change of address. A notice, written request or any other under these Rules may be served on a member either personally, or by posting it to their last known address or if the member requests, by facsimile transmission or electronic transmission.
- (b) If a notice or communication is properly addressed, prepaid and posted or sent by facsimile or electronic transmission, it is deemed to have been given to the addressee at the time of posting/sending.
- (c) A notice may be served by sending to the Member a copy of any magazine/newsletter published by the Sub-Branch, which contains a full copy of the relevant notice.

### **14 REGISTER OF MEMBERS**

- (a) The Secretary of the Sub-Branch shall keep and maintain on the Sub-Branch premises a Register of all persons who are members of the Sub-Branch, which clearly indicates the category of membership to which the member has been admitted. The Register of members of a Sub-Branch must include the full name, address, qualifying service particulars (if applicable), date of entry and date of departure or death (if applicable) of each member of the Sub-Branch and the date of the latest subscription payment by each Member (if applicable).
- (b) Such Register shall be displayed in a conspicuous place on the Sub-Branch premises and shall be open at any time to inspection by a Licensing Inspector in whose Division the Sub-Branch premises are situated, any authorised

member of the Police Force or any authorised officer of the Victorian Commission for Gambling and Liquor Regulation.

## **15 SUB-BRANCH DISCIPLINARY PROCEDURE — SERVICE AND LIFE MEMBERS AND AFFILIATES**

- (a) A Service member, Life member or Affiliate of a Sub-Branch may be suspended or expelled from the membership of the Sub-Branch by the Sub-Branch Committee under the following circumstances:
- (1) A member, who is drunk, violent or quarrelsome, must not refuse or fail to leave the premises if requested so to do by the Sub-Branch President or the senior member of the Committee present or the senior employee present;
  - (2) A Service member, Life member or Affiliate of the Sub-Branch who is requested to leave the Sub-Branch under Rule 15(a)(1) may, where suspension is necessary to maintain the proper conduct of the Sub-Branch and/or its facilities, be suspended as a result of a joint decision by the Sub-Branch President and at least one other member of the Sub-Branch Executive from all Sub-Branch facilities;
- (b) A suspension under the provisions of Rule 15(a)(2) shall not exceed 30 days.
- (c) If a Sub-Branch Committee has reason to believe that a Service member, Life member or Affiliate of the Sub-Branch may be guilty of conduct unbecoming a member, the Sub-Branch Committee may resolve to impose a penalty upon them. Any Sub-Branch Committee member who has a material personal interest or any relationship which may lead to bias in considering whether the Sub-Branch member may be guilty of conduct unbecoming a member, must not be present while such resolution is being considered and must not have any input in the decision.
- (d) If the Committee of a Sub-Branch have reason to believe that a member may be guilty of conduct unbecoming a member it shall give not less than fourteen days notice in writing to that member of the date, time and place of its meeting at which it will consider whether or not they have been guilty of such conduct. Such notice shall be accompanied by a statement in which there shall be set out full and precise particulars of the conduct of the member which will be considered by the Committee.



- (e) Either prior to or at the meeting of the Committee the member concerned may request it to elaborate upon any of the particulars set forth in the said statement. Such a request shall be complied with by the Committee. The said member may put to the Committee at the meeting such facts as they may consider relevant and shall be given every opportunity to address it.
- (f) The Committee shall decide at the meeting whether the member has been guilty of conduct unbecoming a member. If it is satisfied they have been guilty of such conduct, it may resolve that they be placed on a warning to improve their conduct, or be reprimanded or suspended from membership of the Sub-Branch for a period not exceeding 3 months for a Service or Life member and twelve months for an Affiliate, or expulsion from the Sub-Branch for an Affiliate and a recommendation for the withdrawal of awards, save for accessing welfare or pension assistance, or it may resolve that the matter should be referred to the State Branch for its consideration. The Committee must consider any period of suspension already taken in accordance with Rule 15(b). If the Committee believes that the discipline it can impose is not sufficient the Committee may refer the matter to the State Branch Tribunal.
- (g) The substance and decision of the meeting shall be recorded in the minutes of the meeting. Written notices, submissions and other correspondence relevant to the meeting shall be certified within seven days after the meeting, by its chairman, after conferring with the other members of the Committee.
- (h) The Secretary of the Sub-Branch shall notify the member in writing of the Committee's decision and his right of appeal within fourteen days after the certification.
- (i) A member aggrieved by a resolution of the Committee by which they were reprimanded or suspended from membership of the Sub-Branch for a period not exceeding 3 months for a Service or Life member and twelve months for an Affiliate, or expelled from the Sub-Branch for an Affiliate, may appeal to the State Branch Tribunal by notice in writing addressed to the Chief Executive Office of the Branch and lodged with the State Branch Tribunal.
- (j) An appeal shall be lodged together with the sum of \$400 within fourteen days after the date of notification in writing and thereupon the decision of the Committee shall be stayed, (unless otherwise ordered by the State Branch Tribunal) until the appeal is concluded, abandoned or discontinued. Upon

application by the member, the State Branch Tribunal may waive lodgement of whole or part of the sum of \$400 if it considers it just to do so.

- (k) An appeal lodged pursuant to this Rule shall be accompanied by a statement in writing in which the member shall set out the aspect or aspects of the decision which gave rise to the appeal, the grounds of their appeal and the facts upon which they rely. An appeal should not be treated as valid unless it complies with this Rule.
- (l) Upon receipt of an appeal the Sub-Branch shall forthwith forward it to its State Branch:
  - (1) the appeal and accompanying statement;
  - (2) the sum of \$400;
  - (3) all its papers and documents concerning the member, particularly the notice and statement;
  - (4) a copy of its minutes relating to the matter giving rise to the appeal.
- (m) A State Branch Tribunal shall hear and determine an appeal pursuant to this Rule as soon as possible after receipt by the Chief Executive Officer of the Branch of the documents.
- (n) The Sub-Branch and the member concerned shall have a right of personally attending upon hearing of the appeal or any application to lift the stay by the State Branch Tribunal having given proper notice that they wish to do so. The State Branch Tribunal may dismiss the appeal, allow the appeal or substitute its own findings and shall make its decision based on the information presented at the hearing. The decision is final.
- (o) A resolution passed pursuant to this Rule whereby a member of a Sub-Branch is suspended or expelled from membership of that Sub-Branch shall not operate to otherwise affect the membership of that member save as otherwise provided in the National Bylaws.

## **15A DISCIPLINARY PROCEDURE — SOCIAL MEMBERS**

- (a) A Social member of a Sub-Branch may be suspended or expelled from membership of the Sub-Branch by the Sub-Branch Committee under the following circumstances:

- (b) A member, who is drunk, violent or quarrelsome, must not refuse or fail to leave the premises if requested so to do by the Sub-Branch President or the senior member of the Committee present or the senior employee present.
- (c) A Social member of the Sub-Branch who is requested to leave the Sub-Branch under Rule 15A(b) may, where suspension is necessary to maintain the proper conduct of the Sub-Branch and/or its facilities, be suspended as a result of a joint decision by the Sub-Branch President and at least one other member of the Sub-Branch Executive from all Sub-Branch facilities.
- (d) A suspension under the provisions of Rule 15A(c) shall not exceed 30 days.
- (e) If the Committee of the Sub-Branch (the "Committee") has reason to believe that a Social member of the Sub-Branch, may be guilty of conduct unbecoming a member, it shall give not less than 14 days notice in writing to that member of the date, time and place of its meeting at which it will consider whether or not they have been guilty of such conduct.
- (f) The notice referred to in Rule 15A(e) shall be accompanied by a statement in which there shall be set out full and precise particulars of the conduct of the member, which will be considered by the Committee.
- (g) Either prior to or at the meeting of the Committee the member concerned may request it to elaborate upon any of the particulars set forth in the said statement. Such a request shall be complied with by the Committee. The said member may put to the Committee at the meeting such facts as they may consider relevant and shall be given every opportunity to address it.
- (h) The Committee shall decide at the meeting whether the Social member has been guilty of conduct unbecoming a member. If it is satisfied they have been guilty of such conduct, it may resolve that they be placed on a warning to improve their conduct or be reprimanded or be suspended from membership of the Sub-Branch not to exceed a period of twelve (12) months or expulsion from the Sub-Branch. Any Sub-Branch Committee member who has a material personal interest or any relationship which may lead to bias in considering whether the Sub-Branch member may be guilty of conduct unbecoming a member, must not be present while such resolution is being considered and must not have any input in the decision.
- (i) The substance and decision of the meeting referred in Rule 15A(h) shall be recorded in the minutes of the meeting. Written notices, submissions and other

correspondence relevant to the matter shall be retained in a collected form for a period of at least twelve months. The minutes shall certified within seven days after the meeting by its Chairman, after conferring with the other members of the Committee.

- (j) The Secretary of the Sub-Branch shall notify the member in writing of the Committee's decision after the certification period referred to in Rule 15A(i).
- (k) The decision of the Committee shall be final.

### **15B DISCIPLINARY PROCEDURE — COMMUNITY MEMBERS**

- (a) A Community member of a Sub-Branch may be suspended or expelled from membership of the Sub-Branch by an Executive Committee member or the most senior staff member present on the premises where:
  - (1) a Community member is drunk, violent or quarrelsome;
  - (2) a Community member refuses to or fails to leave the premises if requested to do so by an executive Committee member or the most senior member present on the premises; or,
  - (3) where suspension is necessary to maintain the proper conduct of the Sub-Branch and/or its facilities.

### **15C DISPUTES AND MEDIATION**

- (a) That in the event of a dispute, not being a disciplinary matter, between:
  - A Member and their Sub-Branch or the State Branch;
  - Sub-Branches; and
  - A Sub-Branch and the State Branch;

The following procedures to attempt to resolve the dispute shall apply.

- (1) That all parties to the dispute shall within 14 days after the arising of the dispute meet together and attempt to resolve the dispute.
- (2) If the parties fail to meet, or to resolve the dispute, a meeting shall take place in the presence of a mediator.
- (3) In the event of a dispute between a Member and their Sub-Branch or the State Branch the mediator shall be the relevant State Executive Liaison member appointed by the Region in which the dispute has arisen, as such other person as the State President may decide. For disputes

between Sub-Branches and a Sub-Branch and the State Branch the mediator shall be a Branch Officer appointed by the State President.

- (4) The mediator shall conduct the mediation and conciliation so as to give the parties a proper opportunity to be heard and to produce written submissions if they desire and to ensure that natural justice is accorded to the parties. The mediator shall not decide the dispute.
- (5) That the parties to the dispute must in good faith attempt to resolve the dispute by mediation and conciliation.
- (6) If the mediation process is unsuccessful the State Branch Tribunal shall hear and determine the dispute.
- (7) There is a right of appeal from the determination of the State Branch Tribunal to the National Tribunal (Service member and Life member only).

## **16 CESSATION OF MEMBERSHIP**

- (a) A member of the Sub-Branch ceases being a member of the Sub-Branch in the following circumstances:
  - (1) by giving notice in writing to the Secretary of the member's resignation;  
or
  - (2) if the person is suspended, for the term of the suspension; or
  - (3) if the person is expelled from the Sub-Branch or the Branch.
- (b) Should a person cease to be a member in accordance with sub-rule (a):
  - (1) if the person is also a Service or Life member ceases to be a member of the League or if an Affiliate, ceases to be an Affiliate of the Branch; and
  - (2) the Secretary must record in the register of members the date on which the member ceased to be a member.
- (c) A member (who is not a Life member or who has paid any life subscription), who does not pay their Annual Subscription by 30 April, ceases to be a member of the Sub-Branch and, if the person is also a Service member ceases to be a member of the League or if an Affiliate, ceases to be an Affiliate of the Branch.
- (d) A person who ceases to be a member:
  - (1) is not entitled to a refund of the annual subscription or the life subscription;

- (2) is liable for all amounts owing by them to the Sub-Branch or the Branch;  
and
- (3) is to return to the League badge to the Secretary of the Sub-Branch.
- (e) Subject to Rule (f) a right, privilege, or obligation of a member:
  - (1) is not capable of being transferred or transmitted to another person; and
  - (2) terminates upon the person ceasing to be a member, whether by death, resignation or otherwise.
- (f) The obligations created by Rules 16(d)(3), 18(c), 18(d) and 18(f) do not cease if the person resigns or is removed as a member.

## **17 TRANSFER OF MEMBERSHIP**

- (a) A Service or a Life member or an Affiliate, who desires to transfer their membership to another Sub-Branch, may do so provided the provisions relating to transfer of a member in the Branch Rules are complied with.
- (b) A Service or a Life member or an Affiliate, who wishes to apply for a transfer to another Sub-Branch, must inform the Sub-Branch Secretary of their intention to transfer their membership to another Sub-Branch.
- (c) The committee of the gaining Sub-Branch or the State Branch may accept or reject the transfer of a member to their Sub-Branch.
- (d) A member may not transfer between Sub-Branches more than once in a twelve month period without the written approval of the Chief Executive Officer of the Branch.

## **18 RULES CONSTITUTE TERMS OF A CONTRACT**

- (a) These Rules constitute terms of a contract between the Sub-Branch and a member. A member agrees that by virtue of their membership of the Sub-Branch to be bound by these Rules, the National Constitution and the Branch Constitution.
- (b) A member must not:
  - (1) aid, abet, procure or induce a person to breach these Rules or the National Constitution or the Branch Constitution;
  - (2) in any way, directly or indirectly, be knowingly concerned in or a party to a breach of these Rules or the National Constitution or the Branch Constitution; or

- (3) attempt to breach these Rules or the National Constitution or the Branch Constitution.
- (c) A past member must not:
  - (1) aid, abet, procure or induce a person to breach these Rules or the National Constitution or the Branch Constitution;
  - (2) in any way, directly or indirectly, be knowingly concerned in or a party to a breach of these Rules or the National Constitution or the Branch Constitution; or
  - (3) attempt to breach these Rules or the National Constitution or the Branch Constitution.
- (d) A member must do everything in their control to ensure that these Rules and the National Constitution and the Branch Constitution are not breached by a person.
- (e) A Branch Bylaw is binding on the Sub-Branch or a member to the same effect as these Rules.
- (f) A member or a past member must not use the League name or the League badge without the prior written approval of the Branch.

## **19 SUB-BRANCH COMMITTEE**

- (a) The Sub-Branch Committee:
  - (1) is to control and manage the business and affairs of the Sub-Branch;
  - (2) may exercise all such powers and functions as may be exercised by the Sub-Branch other than those powers and functions exercised by the Sub-Branch in general meeting; and
  - (3) may perform all acts and things that appear to the Sub-Branch Committee to be essential for the proper management of the business and affairs of the Sub-Branch.
- (b) The members of the Sub-Branch Committee are:
  - (1) the Sub-Branch Officers elected under Rule 20;
  - (2) not less than three or more than five members of the Sub-Branch elected under Rule 20;
  - (3) the persons co-opted by the Sub-Branch Committee under Rule 19(d);

- (4) a member of the Sub-Branch appointed under Rule 19(m); and
  - (5) a person appointed under Rule 19(g).
- (c) A Sub-Branch Officer is a member of the Sub-Branch either elected or appointed to one or more of the following positions:

- (1) The president;
- (2) an immediate past president (if applicable);
- (3) senior vice president;
- (4) vice president;
- (5) a secretary; and
- (6) a treasurer.

The above Sub-Branch Officers are the Executive of the Sub-Branch, unless as otherwise agreed by the State Executive.

- (d) The Sub-Branch Committee may co-opt up to three persons but a co-opted person is not entitled to a vote on the Sub-Branch Committee.
- (e) A member of the Sub-Branch Committee must not be:
- (1) a member of the Committee of another Sub-Branch [except if appointed under Rule 19(d)]; or
  - (2) an employee of the Sub-Branch (except if appointed under Rule 19(g)).
  - (3) a member of the Sub-Branch Committee may occupy only one Committee position at the one time.
- (f) Where the Sub-Branch holds a venue operator's license under the provisions of the Gambling Regulation Act 2003 a person elected, or appointed to the Committee who is not at the time of their election, or appointment an approved Associate of that Sub-Branch pursuant to the provisions of the Gambling Regulation Act, shall within 28 days of their election, or appointment, or such other time as shall be prescribed by the Office of Gaming Regulation lodge with the Victorian Commission for Gambling Regulation the necessary documentation to enable them to be approved as an Associate Individual pursuant to the provisions of the Act.



- (g) The Sub-Branch Committee may resolve to appoint a Secretary on such terms and conditions as the Sub-Branch Committee from time to time determines, notwithstanding anything to the contrary contained in these Rules.
  - (1) A person so appointed must agree to be bound by these Rules, the Branch Constitution and the National Constitution before such appointment is confirmed.
  - (2) A person so appointed shall be entitled to retain their position as Secretary until the Sub-Branch Committee resolve otherwise.
- (h) A person appointed under Rule 19(g) shall not have the right to vote as a member of the Sub-Branch Committee, notwithstanding anything to the contrary contained in these Rules.
- (i) The Sub-Branch at its annual general meeting must appoint an auditor who must be a member of the Institute of Chartered Accountants or the Australian Society of Certified Practising Accountants or any body described in section 1280 of the Corporations Law and must be registered under section 1280 of the Corporations Law, unless the State Executive approves otherwise.
- (j) A person ceases to be the immediate past president of the Sub-Branch after the annual general meeting of the Sub-Branch next following their retirement as the president, or upon the earlier retirement of their successor.
- (k) If the president of the Sub-Branch is absent or their office otherwise becomes vacant, the senior vice president (League member) assumes the office of the president. Save and except that prior to the senior vice president or the vice president or any other person (as the case may be) assuming the office of president they must provide to the Sub-Branch Secretary documentary proof of their service record and medal entitlement and until they have done so they cannot occupy the office of President.
- (l) If the Senior Vice President (League member) of the Sub-Branch, is absent or their office otherwise becomes vacant, the Vice President assumes the office of Senior Vice President (League). If a Vice President is absent or their office otherwise becomes vacant, the senior member (League), of the Sub-Branch Committee [see note to rule 20(h)(2)], assumes the office of a vice president. Save and except that prior to assuming the office of vice president they must provide to the Sub-Branch Secretary documentary proof of their service record

and medal entitlement and until they have done so they cannot occupy the office of vice president.

- (m) If there is a vacancy other than the president or senior vice president (League member), the Sub-Branch Committee may appoint a member of the Sub-Branch to fill the vacancy.
- (n) The office of a member of the Sub-Branch Committee becomes vacant if they:
  - (1) cease to be a member or Affiliate, of the Sub Branch;
  - (2) become of unsound mind or a person who is, or whose estate is, liable to be dealt with under the law relating to mental health;
  - (3) become a bankrupt or insolvent or makes an arrangement or composition with their creditors;
  - (4) are convicted of a serious criminal offence and the Sub-Branch Committee does not within one month of that conviction resolve to confirm the appointment or election to the office of a member of the Sub-Branch Committee;
  - (5) resign by notice in writing to the Sub-Branch Committee;
  - (6) are absent for three consecutive meetings of the Sub-Branch Committee unless the Sub-Branch Committee resolves otherwise;
  - (7) move their principal place of residence outside Victoria, or if they are a member of a Sub-Branch which has members from both sides of the Victorian border, they move their principal place of residence outside Victoria and the bordering State; or
  - (8) becomes an employee of the Sub-Branch [except if appointed under Rule 19(g)]
  - (9) in the case of the Sub-Branch, which holds a venue operator's license pursuant to the provisions of the Gambling Regulation Act 2003, in the event of the Committee member not being approved by the Victorian Commission for Gambling Regulation as an approved Associate of the Sub-Branch
  - (10) is unable to be insured by the Sub-Branch with officers indemnity insurance for any reason.

- (o) That a member of the Committee of the Sub-Branch that holds a venue operator's license pursuant to the provisions of the Gambling Regulation Act is not yet approved as an Associate shall not partake in any decision, nor seek to influence any decision of the Committee of the Sub-Branch in relation to the operation of the venue operator's license held by the Sub-Branch or the control of gaming activities conducted at the Sub-Branch.
- (p) The secretary of the Sub-Branch must notify the Chief Executive Officer of a change in the members of the Sub-Branch Committee within fourteen days of a change.
- (q) At the first meeting of a newly constituted Sub-Branch Committee, the Sub-Branch Committee must appoint, from within the Sub-Branch Committee or from the members of the Sub-Branch a person to one or more of the following positions:
  - (1) a memorial custodian for the care of any local public memorial;
  - (2) a membership recruitment officer;
  - (3) a publicity officer;
  - (4) a welfare officer; and
  - (5) an appeals officer.
- (r) The responsibilities and obligations of the President of the Sub-Branch shall include:
  - (1) shall be a member, ex-officio, of all Sub-Committees appointed or elected;
  - (2) when present shall preside at all General and Sub-Branch Committee meetings;
  - (3) may call meetings of the various Sub-Committees as and when they consider the occasion requires;
  - (4) the Sub-Branch President shall at the meetings of the Sub-Branch, or of a Committee or Sub-Committee of the Sub-Branch, possess a vote and where voting is equal upon a question shall be entitled, when in the Chair, to a further or casting vote;

- (5) ensure that the Sub-Branch discharges its responsibilities in relation to the Objects of the League, particularly welfare, charitable and commemorative roles;
  - (6) ensure that the manager and senior staff have appropriate strategic guidance and policy direction to allow them to effectively run the day-to-day commercial operations of the Sub-Branch in an independent way, with the primary objective of maintaining the financial commercial health of the Sub-Branch;
  - (7) ensure the Committee receives reports as required and requested;
  - (8) ensures that the commercial success of the Sub-Branch supports the RSL objectives as set out by the Committee;
  - (9) takes corrective action if any commercial activity is compromising the values of the League at National, Branch or Sub-Branch level; and
  - (10) comply with all obligations and responsibilities required under the Act.
- (s) The duties of a treasurer of the Sub-Branch are, amongst other things to:
- (1) Supervise the receipt and expenditure of all monies;
  - (2) Examine regularly the bank or pass book, pay in slips, accounts, cash and other books of the Sub-Branch, and see that such documents, accounts, and books are properly kept, and that financial transactions of the Sub-Branch are conducted in a regular manner;
  - (3) Prepare a report for the Sub-Branch Committee meeting in each month, showing the financial position of the Sub-Branch as disclosed by the documents, accounts, and books made available by the secretary;
  - (4) Examine all accounts submitted for payment by the secretary, and certify to the correctness of the account for presentation to the committee where necessary;
  - (5) Keep proper accounts by a method appropriate to the size of the Sub-Branch and to record all financial transactions;
  - (6) In conjunction with the auditor decide upon the system to be adopted by the secretary in the keeping of all books relating to the financial transactions of the Sub-Branch;

- (7) Preside over any Finance Committee that may be appointed, and advise the Sub-Branch Committee upon its financial position and transactions;
- (8) Be a signatory to cheques, or electronic funds transfer documents, drawn upon the accounts of the Sub-Branch;
- (9) Cause to be prepared for audit and submit audited report and accounts to the annual general meeting of the Sub-Branch, an annual Statement of receipts and expenditure, together with a balance sheet showing the assets and liabilities of the Sub-Branch at the balance date;
- (10) Send audited financial Statements to the Branch by 30 April each year;
- (11) Attend upon the auditor when required and explain anything the auditor may require respecting the accounts;
- (12) Prepare a monthly list of disbursements, and obtain approval of the Sub-Branch Committee at meeting for payment, except in a matter of urgency or necessity, and then by consultation with the secretary or the president to pre-pay such account and then have such payment endorsed by the Sub-Branch Committee at its next meeting;
- (13) comply with all obligations and responsibilities required under the Act; and
- (14) receive all monies paid to or received by the Sub-Branch and issue receipts for those monies in the name of the Sub-Branch;
- (15) ensure that all monies received are paid into the account of the Sub-Branch within five working days after receipt;
- (16) make any payments authorized by the Committee or by General Meeting of the Sub-Branch from the Sub-Branch's funds;
- (17) ensure cheques are signed by at least two Committee members;
- (18) ensure that the financial records of the Sub-Branch are kept in accordance with the Act;
- (19) coordinate and prepare the financial statements of the Sub-Branch and have them certified by the Committee prior to the submission to the Annual General Meeting of the Sub-Branch; and
- (20) ensure that at least one other Committee member has access to the accounts and financial records of the Sub-Branch.

- (t) The duties of a secretary of the Sub-Branch are, amongst other things to:
- (1) attend all meetings of the Sub-Branch;
  - (2) record or cause to be recorded accurate minutes of the proceedings of meetings;
  - (3) when required, furnish the Sub-Branch, the Chief Executive Officer or their representative, with information from Sub-Branch records.
  - (4) prepare and sign all notices and other documents required by the Rules of the Branch or by the Bylaws and directions of the Sub-Branch or the Act;
  - (5) give up to the president or to the Sub-Branch Committee, or to any authorised committee, when requested so to do, all documents, monies, property belonging to the Sub-Branch, and upon the Sub-Branch becoming defunct, and upon request, give up to the Chief Executive Officer or their representative, to hold on behalf of veterans' interests in the district, all documents, monies, property in their possession belonging to the late Sub-Branch, and deliver such documents, monies and property to the president, the Sub-Branch Committee, or to the Chief Executive Officer within twenty-four hours of receiving a notice so to do;
  - (6) prepare all returns and Statements required by the Branch, and forward same to the Chief Executive Officer forthwith;
  - (7) at the commencement of each Sub-Branch meeting draw the chairperson's attention to the presence of any person not entitled to be present, and advise them of the requirement of a quorum;
  - (8) under the direction of the president or the Sub-Branch Committee, conduct all correspondence of the Sub-Branch;
  - (9) perform such other duties as the Sub-Branch Committee may from time to time require;
  - (10) be a signatory to cheques, or electronic funds transfer documents, drawn upon the accounts of the Sub-Branch;
  - (11) be the First Secretary for the purposes of the Act;
  - (12) keep custody of the common seal if applicable;

- (13) comply with all obligations and responsibilities required under the Act;
  - (14) maintain the register of members in accordance with the Act;
  - (15) keep custody of all books, documents and securities of the Sub-Branch in accordance with the Act; and
  - (16) as required by the Act, provide members with access to the register of members, the minutes of General Meetings and other books and documents.
- (u) A paid employee of the Sub-Branch being a member of the Sub-Branch [except if appointed under Rule 19(g)] shall not be elected to, or after becoming a paid employee as aforesaid shall not remain on, the Committee of the Sub-Branch.
- (v) That where a staff member of the Sub-Branch resigns, or is terminated for any reason, except if appointed under Rule 19(g), that staff member shall not be eligible to hold a position on the Committee of the Sub-Branch for a period of two years from the date of resignation or termination, save and except that this rule can be waived in relation to a particular person who has previously been a staff member by the passing of a resolution by the Sub-Branch in General Meeting with such resolution receiving a vote of at least 75% of the members present and voting at the said meeting.
- (w) A social member of the Sub-Branch may not be elected to any executive position (that is, president, vice president/s, secretary or treasurer) on the Sub-Branch Committee (subject to the provisions of Rule 19(g)). Social members may not hold more than one position on the Committee of the Sub-Branch. A social member on the Committee of a Sub-Branch may only vote on matters relating to the operation of Sub-Branch facilities available to members of the Sub-Branch.
- (x)
- (1) A member of the Sub-Branch Committee who has a financial or material interest in a contract or arrangement made or proposed to be made with the Sub-Branch must disclose this interest at the first Committee meeting at which the contract or arrangement is first considered.
  - (2) A member of the Sub-Branch Committee who has a material personal interest in a matter being considered at a Committee meeting must disclose the nature and extent of that interest to the Committee. The member of the Sub-Branch Committee must not be present while the

matter is being considered at the meeting and must not vote on the matter.

- (3) A member of a Sub-Branch or the State Branch must not, whilst holding any Office in a Sub-Branch or the State Branch, provide a service for a fee or reward or advantage to any member of a Sub-Branch or the State Branch, for which a facility or service is provided for or available from a Sub-Branch or the State Branch for no fee.
- (y) The Sub-Branch Committee must meet at least four times in each year at the dates, times and places determined by the Sub-Branch Committee. The Committee must ensure that minutes are taken and kept of each Committee meeting. The minutes must record;
  - (1) the name of the members in attendance at the meeting;
  - (2) the business considered at the meeting;
  - (3) any resolution on which a vote is taken and the result of that vote;
  - (4) any material personal interest disclosed; and
  - (5) an action item list or table.
- (z) A meeting of the Sub-Branch Committee must be held in camera unless the Committee resolves otherwise.
- (aa) The Sub-Branch Committee shall be responsible for deciding prices chargeable to the Members in the administration of the Sub-Branch and giving therein the necessary notices to members.
- (bb) A vote of a member of the Committee is to be given personally.
- (cc)
  - (1) The Sub-Branch Committee shall appoint a Finance, Audit and Risk Management Sub-Committee from amongst the members of the Sub-Branch Committee.
  - (2) The Sub-Branch Committee shall have power to appoint from among the members such other Sub-Committees for such purposes it shall deem necessary and shall have full power to delegate thereto such power, as it deems appropriate.
  - (3) All Sub-Committees shall report in writing upon their proceedings at the next meeting of the Sub-Branch Committee. All such Sub-Committees



shall be subordinate to the Sub-Branch Committee, which may allot, vary or amend the duties of such Sub-Committees. Each Sub-Committee shall appoint a Convenor, who shall convene meetings as may be directed by the Sub-Branch Committee or the president of the Sub-Branch. Each Sub-Committee shall keep a minute book containing a true record of all proceedings.

- (dd) The Sub-Branch Committee may act notwithstanding any vacancy on the Sub-Branch Committee.
- (ee)
  - (1) Any five members of the Sub-Branch Committee shall constitute a quorum for the transaction of the business of a meeting of the Sub-Branch Committee.
  - (2) No business shall be transacted at a Sub-Branch Committee meeting unless a quorum is present and if within half an hour of the time appointed for a Sub-Branch Committee meeting a quorum is not present the Sub-Branch Committee meeting shall stand adjourned to the same place and at the same hour of the same day in the following week.
- (ff) The position held by members of the Sub-Branch Committee elected or appointed under rule 19(b) are honorary positions, [except if appointed under rule 19(g)].
- (gg) The Sub-Branch Committee shall undertake such training, in relation to its responsibilities and duties, including Sub-Branch corporate governance, financial management matters, and their responsibility under the Liquor Control Reform Act and the Gambling Act, and as shall be directed by the State Executive from time to time.
- (hh) The manager of the Sub-Branch shall attend all appropriate Sub-Branch Committee meetings, including house and finance sub-committee meetings, save and except that the Sub-Branch Committee may resolve, from time to time, to meet in camera and at which only voting Committee members are present.

## **19A DUTIES OF THE SUB-BRANCH COMMITTEE**

- (a) The members of the Sub-Branch Committee must not knowingly or recklessly make improper use of information acquired by virtue of holding that office:

- (1) to gain advantage for themselves or any other person; or
  - (2) to cause detriment to the Sub-Branch.
- (b) The members of the Sub-Branch Committee must not knowingly or recklessly make improper use of that office:
- (1) to gain advantage for themselves or any other person; or
  - (2) to cause detriment to the Sub-Branch.
- (c) The members of the Sub-Branch Committee must exercise their powers and discharge their duties with the degree of care and diligence that a reasonable person would if that person:
- (1) were an officeholder of the Sub-Branch in the circumstances applying at the time of the exercise of the power or the discharge of the duty; and
  - (2) occupied the office held by, and had the same responsibilities within the Sub-Branch as, the officeholder.
- (d) The members of the Sub-Branch Committee must make any decision to take or not take action in respect of a matter relevant to the operations of the Sub-Branch:
- (1) in good faith for a proper purpose; and
  - (2) without a material personal interest in the subject matter; and
  - (3) after informing themselves about the subject matter to the extent that it is believed appropriate; and
  - (4) in the rational belief that the best interests of the Sub-Branch have been considered.
- (e) The members of the Sub-Branch Committee must exercise their powers and discharge their duties:
- (1) in good faith and in the best interest of the Sub-Branch; and
  - (2) for a proper purpose.

**20 ELECTIONS OF THE SUB-BRANCH COMMITTEE (SEE BRANCH BYLAW 23 FOR VOTING DETAIL)**

- (a)
- (1) Positions on the Sub-Branch Committee become vacant at the Annual General Meeting of the Sub-Branch as provided for in Rule 20(a)(2),

except any person appointed by the Sub-Branch Committee under Rule 19(g) who shall be entitled to retain their position until the Sub-Branch Committee resolve otherwise.

- (2) That the members of the Sub-Branch Committee shall be elected for a term of two years, save and except that, a Sub-Branch by resolution of the members, may apply to the State Executive for authority to continue one year terms of office, for all Committee positions.
  - a. Persons co-opted under Rule 19(d) shall be appointed for a term not exceeding the term of office for the Committee as provided for in Rule 20(a)(2).
  - b. If a casual vacancy occurs in any committee position the person appointed to fill that position shall hold that office for the term set down for the particular office or position.
- (3) The members of the Sub-Branch Committee shall be elected for a term as provided for in Rule 20(a)(2) by members of a class of membership that constitutes not less than 60% of the total membership of the Sub-Branch, [excluding temporary or honorary members and persons who are members by reason only of reciprocal arrangements with another club or persons whose rights as members are limited to rights as social, Community or neighborhood members (hereinafter in this sub-clause a) referred to as "the excluded members")]. In the event that the number of members of the Sub-Branch entitled to vote for the election of the Sub-Branch Committee is below 60% of the total membership of the Sub-Branch (excluding the excluded members) then all Associate Members of the Sub-Branch (excluding the excluded members) shall be entitled to vote for the election of the Sub-Branch Committee.

(b)

- (1) At least six (6) weeks prior to the date of the proposed Sub-Branch Annual General Meeting, the Committee of the Sub-Branch may resolve to select from the Service, Life Members and Affiliates of the Sub-Branch or from other persons who shall within one (1) month of the nomination and prior to the Annual General Meeting become members of the Sub-Branch in the class of Service Member or Affiliate, up to three (3) persons who at the time of the selection shall not be members of the

Committee, to serve on the incoming Committee of the Sub-Branch to be installed after the Annual General Meeting.

- (2) The outgoing Committee shall designate the positions that the selected persons shall hold on the Committee being any of the Secretary, Treasurer, or Committee member.
  - (3) Subject to the consent in writing of each of the selected persons, the Sub-Branch Committee shall nominate and recommend to the Annual General Meeting that the selected persons be elected to the incoming Committee and to the position on the Committee or as office bearer as decided by the outgoing Sub-Branch Committee. There shall, at the Annual General Meeting, be no other election for such Sub-Branch Committee positions.
  - (4) In the event of the Annual General Meeting not electing a person that has been nominated by the Sub-Branch Committee pursuant to this clause, the Sub-Branch Committee shall be able to fill that vacancy as a casual vacancy pursuant to clause 19(m) of these Rules. The person so appointed shall hold office until the next Annual General Meeting; save that a person during that year has nominated to a General Meeting for appointment pursuant to this Rule and not elected by a General Meeting shall not be eligible to be appointed to that casual vacancy.
  - (5) Further to the above, the Committee may resolve to recommend any of the selected person(s) to the Annual General Meeting in subsequent years, but in each year after the first term the Committee must advise the Members of their intention to do so, prior to the date of the closure of nominations for the particular office for Committee. This advice will indicate that if there are other eligible Members who wish to nominate for that Sub-Branch Committee position, and have the skills to fill that position, then a ballot for that position will be conducted. In the absence of any other such eligible and suitable candidates, the Committee nominee shall be duly elected vide Rule 20(i).
- (c) Subject to Rule 20(b), the Sub-Branch Committee must, at least six (6) weeks prior to the Annual General Meeting, determine the manner in which an election (and if necessary, the conduct of a ballot) is to be held.

- (d) Subject to clauses 20(o)(4) and 10.7(d)(1) a Service member, Life member or an Affiliate, of the Sub-Branch, may nominate or be nominated for one or more positions on the Sub-Branch Committee.
- (e) That a member nominating for Sub-Branch Officer (Executive) of a Licensed Sub-Branch, holding a venue operator's license pursuant to the provisions of the Gambling Act, must have served at least 1 year on a Sub-Branch Committee at any time within the past five years, save and except:
  - (1) that at the request of the Sub-Branch Committee, the State Executive may waive this rule in relation to a particular person where it has been shown to be in the best interests of the Sub-Branch to do so;
  - (2) persons nominated pursuant to Rule 20(b).
- (f) If the number of nominations for a position on the Sub-Branch Committee exceeds the number to be elected to that position, there is to be an election by secret ballot or a show of hands, as decided by the Sub-Branch Committee under Rule 20(b).
- (g) If a member is elected to a position on the Sub-Branch Committee, any other nominations the member has, lapses.
- (h)
  - (1) For the purposes of conducting the ballot, a returning officer and not less than two scrutineers are to be appointed by the Sub-Branch Committee from among the Service or Life members or Affiliates.
  - (2) Subject to Rule 20(c), the ballot shall be conducted in the following descending order:
    - President;
    - Senior vice president;
    - Vice president;
    - Secretary; [except if appointed by the Sub-Branch Committee under Rule 19(g)]
    - Treasurer;
    - Committeeman [the senior of whom shall be the member polling the most votes, or if no vote is necessary, then a method as determined by the meeting]
  - (3) If there is a tied vote, the name drawn from a hat by the returning officer in the presence of the scrutineers is the person elected.

- (4) If for any reason, the Sub-Branch Committee resolves that they are unable to appoint a returning officer then they shall apply in writing to the State Executive for a League member to be appointed. The State Executive will then appoint a League member to be the returning officer.
- (5) The returning officer of the Sub-Branch must not be an employee of the Sub-Branch or a candidate for Committee or office.
- (i) If the number of nominations for a position on the Sub-Branch Committee does not exceed the number to be elected to that position, the nominees are duly elected to the position.
- (j) The secretary of the Sub-Branch must notify the Chief Executive Officer within fourteen days of the meeting that appointed or elected the Sub-Branch Committee the members of that Sub-Branch Committee.
- (k) Subject to the provisions of these Rules a Social member may be elected to the Committee of the Sub-Branch but not an executive position. A Service member, Life member, Affiliate or social member of a Sub-Branch may nominate a social member for election to the Sub-Branch Committee other than an executive position.
- (l) A social member of the Sub-Branch is not entitled to vote on any matter other than in respect of the election of a social member to the Committee of the Sub-Branch.
- (m) Canvassing is not permitted for any elected position in the Sub-Branch, subject to Branch Rule 4.9.
- (n)
  - (1) Any officer or member of the Committee of the Sub-Branch may be deposed upon a resolution carried at a specially summoned General Meeting of the Sub-Branch convened by the president for the expressed purpose of considering the deposition, and of which at least fourteen (14) days notice shall be given to all members (excluding honorary and Community members) of the Sub-Branch at the address shown in the Sub-Branch register. The notice is to state the time and place of such meeting and the nature of the business to be transacted at that meeting.
  - (2) The meeting deposing the officer or member of the Committee shall forthwith proceed to elect a member to fill the vacancy created. Such casual vacancy shall hold office until the next Annual General Meeting.

(o)

- (1) At the meeting referred to in Rule 20(c), the Committee shall determine the opening date and the closing date, time and place for written nominations, referred to in sub-rule (4) below.
- (2) Nominations of persons who are not Life members or Life Subscribers, who have not paid the annual subscriptions for the current year, must be rejected [see Rule 11A(b)].
- (3) Nominations shall be in accordance with Rules 20(o)(4) to (8).
- (4) Nominations for Committee shall be in writing, contain the name and address of the nominated member, be signed by at least two (2) members entitled to vote and shall be delivered to the returning officer at least fourteen (14) days before the date fixed for the Annual General Meeting, or the date of the election (ballot) if held separately, and shall be posted on the notice board by noon on the day following receipt of each such nomination.
- (5) The name and address of any person proposed for election as a member of the Sub-Branch Committee shall be displayed in a conspicuous place in the Sub-Branch premises for not less than one (1) week before the date of the election.
- (6) The nomination form for election and the record of the Sub-Branch Officers and Committee shall be in accordance with Branch requirements.
- (7) Any withdrawal of a nomination by a candidate shall be in writing and submitted to the returning officer and shall be posted on the notice board by the returning officer at the earliest opportunity.
- (8) Notwithstanding other provisions in these Rules, a candidate for the office of Sub-Branch President or Senior Vice President (League member) or Vice President (League member) must provide to the Sub-Branch Secretary and the Returning Officer documentary proof of their service record and medal entitlement and until they have done so the Returning Officer must reject the nomination. If after the date and time of the close of nominations the required proof has not been provided then the nomination lapses.

## **21 MEETINGS OF THE SUB-BRANCH**

The Committee must ensure that minutes are taken and kept of each meeting of the Sub-Branch. The minutes must record:

- (a) the name of the members in attendance at the meeting,
- (b) the business considered at the meeting,
- (c) any resolution on which a vote is taken and the result of that vote,
- (d) the financial statements submitted to the members including the certification that the financial statements are true and fair, and
- (e) any auditor's accounts and auditor's report.

### **21A ANNUAL GENERAL MEETING**

- (a) The Sub-Branch must hold an Annual General Meeting (AGM), which is the governing body of the Sub-Branch, before the end of April each year on such date, time and place as the Committee of the Sub-Branch shall determine. Notice of the annual general meeting is to be provided to all members (excluding Community and honorary members) of the Sub-Branch in accordance with Rule 12.
- (b) At the annual general meeting of the Sub-Branch:
  - (1) the president of the Sub-Branch must present their report on the Sub-Branch for the preceding year.
  - (2) the treasurer of the Sub-Branch must submit the audited financial statements of the Sub-Branch, in accordance with Part 7 of the Act, for the preceding year.
  - (3) the Sub-Branch Committee are to be elected or the returning officer declare the results of an election previously conducted in a manner determined by the Sub-Branch under the provision of Rule 20(b).
  - (4) the auditor of the Sub-Branch is to be appointed.
  - (5) other business of which notice has been given or which the chairperson deems important is to be dealt with.
  - (6) the returning officer of the Sub-Branch must not be a candidate for office or Committee for which an election is necessary.



(c)

- (1) Until otherwise determined by the Sub-Branch, the quorum for the annual general meeting shall comprise those Service and Life members and Affiliates present at the appointed time for any meeting, subject to the proviso that the number of Service and Life members (who are not Sub-Branch officers or Committee persons) present exceeds the number of Sub-Branch officers and Committee members present.
- (2) If within half an hour after the appointed time for the commencement of the annual general meeting a quorum is not present, the chairperson must adjourn the annual general meeting to a date not less than twenty one (21) days from the original meeting and to a time and place as the chairperson decides and if at the adjourned meeting the quorum is not present within half an hour after the appointed time for the commencement of the annual general meeting the Service and Life members present are the quorum.
- (3) The Sub-Branch Secretary must give written notice to all members (excluding Community and honorary members) of the Sub-Branch of the adjourned annual general meeting at least fourteen (14) days before the adjourned annual general meeting.

(d)

- (1) The president of the Sub-Branch is to be the chairperson of the annual general meeting but if the Sub-Branch president is not present within fifteen (15) minutes after the time appointed for the commencement of the annual General meeting, or is unwilling or unable to act as the chairperson, the Sub-Branch senior vice-president, is to be the chairperson of the annual general meeting.
- (2) If the Sub-Branch senior vice president is not present within fifteen (15) minutes after the time appointed for the commencement of the annual general meeting, or is unwilling or unable to act as the chairperson of the annual general meeting, the Service and Life members of the Sub-Branch present shall elect one of their number to preside as chairperson of the meeting.

- (e)
  - (1) The only business to be transacted at the annual general meeting is that included on the agenda, unless the chairperson decides that it is in the interests of the Sub-Branch that business not included on the agenda be transacted.
  - (2) The annual general meeting shall determine if an honorarium is to be paid in the following financial year to Sub-Branch officers and if so the amount to be paid.
- (f) A quorum must be present at the annual general meeting before any business is to be transacted except for the election of a chairperson and the adjournment of the annual general meeting under Rule 21B(c)(2).
- (g) A question arising at the annual general meeting is to be decided by a majority unless otherwise required by the Act, the National Constitution or the Branch Constitution or these Rules.
- (h) Save for the election of the Sub-Branch Committee which shall be conducted in accordance with Rule 20(b) and 20(d), a question arising at an annual general meeting is to be determined on a show of hands and unless before or on the show of hands a poll is demanded, a declaration by the chairperson that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost and an entry to that effect is made in the minute book, that entry is evidence of that fact, without proof of the number or proportion of the votes recorded in favour of, or against, that resolution.
- (i) At an annual general meeting of the Sub-Branch a member of the Sub-Branch entitled to vote under these Rules has one vote only. A member of the Sub-Branch entitled to vote at an annual general meeting may only vote in person, by postal or absentee voting, as determined by the Committee under Rule 20(b). Proxy voting is not permitted.
- (j) In the case of an equality of voting on a question, the chairperson is entitled to exercise a casting vote.
- (k) A poll at an annual general meeting may be demanded by no less than five members of the Sub-Branch entitled to vote at the annual general meeting.
- (l) If a poll on any question is demanded, it is to be taken at that meeting in such manner as the chairperson directs and the resolution of the poll is to be deemed to be a resolution of the annual general meeting on that question.

- (m) If a poll is demanded on the election of a chairperson or on a question of an adjournment under Rule 21A(c)(2) it is to be taken immediately.
- (n) A poll that is demanded on any other question is to be taken at such time before the close of the annual general meeting as the chairperson directs.
- (o) Subject to Rule 11A(b), a member of the Sub-Branch is not entitled to vote at the annual general meeting unless all moneys due and payable by the member to the Sub-Branch have been paid.

## **21B ORDINARY GENERAL MEETINGS**

- (a) The Sub-Branch Committee shall, subject to Rule 12, convene not less than one ordinary general meeting (OGM) of the members [excluding honorary and Community members] of the Sub-Branch between Annual General Meetings.
- (b) One such ordinary general meeting shall be held within sixty days immediately preceding the Annual Conference under the Branch Constitution to:
  - (1) Determine the votes of the Sub-Branch for Branch Officers.
  - (2) Instruct the Sub-Branch delegates to the Annual Conference on how to vote on matters listed in the Agenda for the Annual Conference.
- (c)
  - (1) Until otherwise determined by the Sub-Branch, the quorum for an ordinary general meeting shall comprise those Service and Life members and Affiliates present at the appointed time for any meeting, subject to the proviso that the number of Service and Life members (who are not Sub-Branch Officers or Committee persons) present exceeds the number of Sub-Branch Officers and Committee members present.
  - (2) If within half an hour after the appointed time for the commencement of the ordinary general meeting a quorum is not present, the chairperson must adjourn the ordinary general meeting to a date not less than twenty one (21) days from the original meeting and to a time and place as the chairperson decides and if at the adjourned meeting the quorum is not present within half an hour after the appointed time for the commencement of the ordinary general meeting the Service and Life members present are the quorum.

- (3) The Sub-Branch Secretary must give written notice to all members of the Sub-Branch of the adjourned ordinary general meeting at least fourteen (14) days before the adjourned ordinary general meeting.
- (d)
- (1) The president of the Sub-Branch is to be the chairperson of the ordinary general meeting but if the Sub-Branch President is not present within fifteen (15) minutes after the time appointed for the commencement of the ordinary general meeting, or is unwilling or unable to act as the chairperson, the Sub-Branch senior vice-president, is to be the chairperson of the ordinary general meeting.
  - (2) If the Sub-Branch senior vice president is not present within fifteen (15) minutes after the time appointed for the commencement of the ordinary general meeting, or is unwilling or unable to act as the chairperson of the ordinary general meeting, the Service and Life members of the Sub-Branch present shall elect one of their number to preside as chairperson of the meeting.
- (e) The only business to be transacted at the ordinary general meeting is that included on the agenda, unless the meeting resolves that it is in the interest of the Sub-Branch that the business not included on the agenda be transacted.
- (f) A quorum must be present at an ordinary general meeting before any business is to be transacted except for the election of a chairperson and the adjournment of the ordinary general meeting under Rule 21B(c)(2).
- (g) A question arising at the ordinary general meeting is to be decided by a majority unless otherwise required by the Act, the National Constitution or the Branch Constitution or these Rules.
- (h) A question arising at an ordinary general meeting is to be determined on a show of hands and unless before or on the show of hands a poll is demanded, a declaration by the chairperson that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost and an entry to that effect is made in the minute book, that entry is evidence of that fact, without proof of the number or proportion of the votes recorded in favour of, or against, that resolution.
- (i) At an ordinary general meeting of the Sub-Branch a member of the Sub-Branch entitled to vote under these Rules has one vote only. A member of the Sub-

Branch entitled to vote at an ordinary general meeting may only vote in person. Proxy voting is not permitted.

- (j) In the case of an equality of voting on a question, the chairperson is entitled to exercise a casting vote.
- (k) A poll at an ordinary general meeting may be demanded by no less than five members of the Sub-Branch entitled to vote at the ordinary general meeting.
- (l) If a poll on any question is demanded, it is to be taken at that meeting in such manner as the chairperson directs and the resolution of the poll is to be deemed to be a resolution of the ordinary general meeting on that question.
- (m) If a poll is demanded on the election of a chairperson or on a question of an adjournment under Rule 21B(c)(2) it is to be taken immediately.
- (n) A poll that is demanded on any other question is to be taken at such time before the close of the ordinary general meeting as the chairperson directs.
- (o) Subject to Rule 11A(b) a member of the Sub-Branch is not entitled to vote at an ordinary general meeting unless all moneys due and payable by the member to the Sub-Branch have been paid.

## **21C EXTRAORDINARY GENERAL MEETINGS**

- (a) Subject to the provisions of Rule 21C(t), the Sub-Branch Committee must, on the written request of ten per cent of the Service and Life members of the Sub-Branch, convene an extraordinary general meeting.
- (b) The request under Rule 21C(a) must state the business for which the extraordinary general meeting is required.
- (c) The extraordinary general meeting shall be called within thirty days from the receipt of the request, such meeting to be held within forty-nine days of the date of the receipt of the request.
- (d) If the Sub-Branch Committee does not convene an extraordinary general meeting pursuant to Rule 21C(a) in the time required under Rule 21C(c), the extraordinary general meeting may be convened by the members who had made the request under Rule 21C(a).
- (e) The Sub-Branch Committee or, if proceeding under Rule 21C(d), the requesting members, must serve on the members (excluding Community and honorary members) of the Sub-Branch a notice of the extraordinary general meeting

together with details of the business to be transacted at least seven (7) days before the extraordinary general meeting.

(f)

- (1) Except for a meeting convened under Rule 21C(t), the quorum for an extraordinary general meeting shall comprise those Service and Life members and Affiliates present at the appointed time for the meeting, subject to the proviso that the number of Service and Life members (who are not Sub-Branch officers or Committee persons) present exceeds the number of Sub-Branch officers and Committee members present.
- (2) If within half an hour after the appointed time for the commencement of the extraordinary general meeting a quorum is not present the meeting, if convened upon the requisition of members, shall be dissolved.
- (3) If within half an hour after the appointed time for the commencement of the extraordinary general meeting a quorum is not present the meeting, if convened by the State Executive, shall be adjourned by the chairperson to a date not less than twenty-one days from the original meeting and to a time and place as the chairperson decides and if at the adjourned meeting the quorum is not present within half an hour after the appointed time for the commencement of the Extraordinary general meeting the Service and Life members present are the quorum.
- (4) The Secretary of the Sub-Branch must give written notice to all members (excluding Community and honorary members) of the Sub-Branch of the adjourned extraordinary general meeting at least seven days before the adjourned extraordinary general meeting.

(g) Subject to Rule 21C(v) hereof:

- (1) The president of the Sub-Branch is to be the chairperson of the extraordinary general meeting but if the Sub-Branch president is not present within fifteen minutes after the time appointed for the commencement of the extraordinary general meeting, or is unwilling or unable to act as the chairperson, the Sub-Branch senior vice-president, is to be the chairperson of the extraordinary general meeting.
- (2) If the Sub-Branch senior vice president is not present within fifteen minutes after the time appointed for the commencement of the

extraordinary general meeting, or is unwilling or unable to act as the chairperson of the extraordinary general meeting, the Service and Life members of the Sub-Branch present shall elect one of their number to preside as chairperson of the meeting.

- (h) The only business to be transacted at the extraordinary general meeting is that included on the agenda.
- (i) A quorum must be present at the extraordinary general meeting before any business is to be transacted except for the election of a chairperson and the adjournment of the extraordinary general meeting under Rule 21C(f)(3).
- (j) A question arising at the extraordinary general meeting is to be decided by a majority unless otherwise required by the Act, the National Constitution or the Branch Constitution or these Rules.
- (k) A question arising at an extraordinary general meeting is to be determined on a show of hands and unless before or on the show of hands a poll is demanded, a declaration by the chairperson that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost and an entry to that effect is made in the minute book, that entry is evidence of that fact, without proof of the number or proportion of the votes recorded in favour of, or against, that resolution.
- (l) At an extraordinary general meeting of the Sub-Branch a member of the Sub-Branch entitled to vote under these Rules has one vote only. A member of the Sub-Branch entitled to vote at an extraordinary general meeting may only vote in person. Proxy voting is not permitted.
- (m) Except for an extraordinary general meeting convened under Rule 21C(t), in the case of an equality of votes the chairperson of the meeting is entitled to exercise a casting vote.
- (n) A poll at an extraordinary general meeting may be demanded by no less than five members of the Sub-Branch entitled to vote at the extraordinary general meeting.
- (o) If a poll on any question is demanded, it is to be taken at that meeting in such manner as the chairperson directs and the resolution of the poll is to be deemed to be a resolution of the extraordinary general meeting on that question.
- (p) If a poll is demanded on the election of a chairperson or on a question of an adjournment under Rule 21C(f)(3) it is to be taken immediately.

- (q) A poll that is demanded on any other question is to be taken at such time before the close of the extraordinary general meeting as the chairperson directs.
- (r) Subject to Rule 11A(b), a member of the Sub-Branch is not entitled to vote at an extraordinary general meeting unless all moneys due and payable by the member to the Sub-Branch have been paid.
- (s) Unless called by the State Executive under Rule 21C(t), there shall only be one extraordinary general meeting of the Sub-Branch in any one calendar year. Should circumstances prevail that members require an additional extraordinary general meeting, the request referred to in Rule 21C(a) shall be directed to the Chief Executive Officer who shall refer the matter to the State Branch Tribunal, which shall provide a written report and recommendation to the State Executive within forty-nine days of receipt of the request.
- (t) The State Executive may:
  - (1) convene an extraordinary general meeting of a Sub-Branch, either as a result of the deliberations of the State Branch Tribunal under Rule 21C(s) or of its own volition; and
  - (2) determine the quorum of the extraordinary general meeting.
- (u) When the State Executive convenes an extraordinary general meeting of the Sub-Branch the State Executive shall appoint a person to chair the meeting.
- (v) The State Executive must serve a notice on the members (excluding Community and honorary members) of the Sub-Branch of the extraordinary general meeting convened under Rule 21C(t) together with the business to be transacted at least seven (7) days before the extraordinary general meeting.
- (w) At the Sub-Branch extraordinary general meeting, however convened, a State officer, the Chief Executive Officer or representative appointed by resolution of the State Executive, shall have the right to attend and speak at the meeting.

## **22 SUSPENSION OR DISSOLUTION OF THE SUB-BRANCH**

- (a) If the Sub-Branch contravenes or fails to observe or perform any of the provisions of the National Constitution, fails to be bound by or promote the standing policy of the League or has been guilty of conduct prejudicial to the interests of the League, the Branch may deal with the matter in accordance with National Bylaw 8.



- (b) The provisions contained in National Bylaw 8 apply, mutatis mutandis, if the Sub-Branch contravenes or fails to observe or perform any of the provisions of these Rules or has been guilty of conduct prejudicial to the interest of the Branch.
- (c) If the charter of the Sub-Branch is suspended, the State Executive is to control the affairs of the Sub-Branch.
- (d) If the Sub-Branch is dissolved, wound up or its charter is withdrawn by the Branch; the Sub-Branch property shall be dealt with in accordance with rule 36(e).

### **23 SIGNING OF CHEQUES & ELECTRONIC FUNDS TRANSFER**

- (a) A cheque, or an Electronic Funds transfer, drawn on an account of the Sub-Branch is to be signed by any two executive members of the Committee; duly minuted as signatories by the Sub-Branch Committee. The Committee may also resolve to nominate the Manager (if appointed) to be a signatory, provided that where accounts are administered under the Veterans Act 2005 (VIC) the signatories must comply with the Act.

The procedure for urgent electronic funds transfers where no signatories are available shall be determined by the Sub-Branch Committee. All Electronic Funds transfers are to be presented by the Treasurer at the next Sub-Branch Committee Meeting.

- (b) If signatories to cheques, as provided for in rule 23(a), are not present or available to sign cheques drawn on a special gaming account, that has been set up for the purpose of paying out prize money, the authority to sign these cheques may be delegated, by the Committee, to the Manager and the duty senior supervisor. The management and the operation of this special account shall be the responsibility of the Sub-Branch Treasurer.

### **24 SUB-BRANCH BOOKS**

- (a) Except as otherwise provided in these Rules, the secretary or the secretary/treasurer of the Sub-Branch is to keep in their custody or under their control all the books, accounts, minutes books, statutory registers kept under any law (if any), records and securities maintained by the Sub-Branch.
- (b) The Sub-Branch must, if required by the Branch, produce for inspection all books, accounts, minutes books, statutory registers kept under any law (if any),

records and securities and supply such returns and other information as the Branch may from time to time require.

- (c) Subject to the Act, any member may have access to the minutes of General Meetings and the register of members. A member must not make improper use of information about a person obtained from the register of members and access to personal information of a person recorded in the register of members may be restricted by the Committee.
- (d) Those funds generated by, or for a Sub-Committee of the Sub-Branch, a Sporting Section or a Subsidiary Association or Section (as defined in Branch Rules Part 16) remain under the control of the President and members of the Sub-Branch Committee.

## **25 ACCOUNTS OF THE SUB-BRANCH**

The audited accounts of the Sub-Branch must be provided to the Branch by 30 April each year.

## **26 MONEY RECEIVED**

All money raised, collected or otherwise received by any person or persons where the name of the Sub-Branch is used or inferred must be paid into the Sub-Branch bank account and a receipt issued.

## **27 COMMUNICATIONS WITH GOVERNMENTS, THE LEAGUE AND BRANCHES**

A League matter raised by the Sub-Branch or a member of the Sub-Branch for the attention of any Government of the Commonwealth, State or Territory, the League or any of its Officers or the Branch or any other State Branch, must be directed through the Chief Executive Officer, unless otherwise approved in writing by the State Executive.

## **28 NO AMALGAMATION**

The Sub-Branch must not amalgamate with any other body, including another Sub-Branch, without the prior written approval of the State Executive.

## **29 SALE OF REAL SUB-BRANCH PROPERTY AND CREATION OF SECURITY INTERESTS**

- (a) The Sub-Branch is not authorised and must not supply or offer to supply or permit a person to supply or offer to supply Sub-Branch real property without the prior written authorisation of the State Executive.
- (b) The Sub-Branch is not authorised and must not lease or offer to lease or permit a person to lease or offer to lease Sub-Branch real property with an option to supply or acquire the Sub-Branch property without the prior written authorisation of the State Executive.
- (c) The Sub-Branch is not authorised and must not create any security interest whatsoever or permit a person to create any security interest whatsoever over Sub-Branch property without the prior written authorisation of the State Executive.
- (d) The request for authorisation under Rule 29(a), (b) or (c) must include details of the Sub-Branch property and evidence of the Market Value and/or Market Rental of the Sub-Branch property.
- (e) A Sub-Branch is not authorised and must not raise a secured loan from any source without the prior written authorisation of the State Executive, which shall not be unreasonably withheld.

## **30 SUB-BRANCH MILITARY MEMORABILIA**

A Sub-Branch must not dispose of any military and historical memorabilia it has in its possession or power without the prior written approval of the State Executive.

## **31 APPOINTMENT OF A NOMINEE**

The Nominee (being a nominee appointed under Section 54 of the Liquor Control Reform Act) shall have power to appoint Sub-Branch stewards and any further bar staff as required and arrange salaries and duties and conditions of employment. All instructions relative to the sale of liquor and staff shall be given by the Nominee. Any other bar staff shall receive instructions from the Nominee.

In the absence of the secretary, any nominee, senior Steward, officers or a committee member from the Sub-Branch, the steward on duty will be in charge of the discipline of the Sub-Branch.

## **32 BYLAWS**

- (a) The Sub-Branch may draw up Sub-Branch Bylaws for its administrative activities. The Sub-Branch Bylaws must not be inconsistent with the National Constitution, the Branch Constitution or these Rules. Insofar as the Sub-Branch Bylaws are inconsistent with the National Constitution or the Branch Constitution or these Rules they are invalid.
- (b) The Sub-Branch Bylaws are to be submitted to the Branch for approval and are not operative until approved in writing by the State Executive.

## **33 LICENSING REQUIREMENTS (ADDITIONAL)**

- (a) No liquor shall be sold or supplied to any person under the age of eighteen (18) years except where any such person is accompanied by a spouse or parent or guardian and the liquor is sold or supplied for consumption as part of a meal supplied on the Sub-Branch premises.
- (b) A visitor shall not be supplied with liquor in the Sub-Branch premises unless the visitor is:
  - (1) a guest in the company of a member of the Club; or
  - (2) an Authorised Gaming Visitor admitted in accordance with these Rules;  
or
  - (3) at a particular function or occasion in respect of which a limited licence has been granted under the provisions of Section 26 of the Liquor Control Reform Act.
- (c) No person under eighteen (18) years of age shall be employed in the Sub-Branch.
- (d) No payment or part payment of any Secretary, Manager or other Officer or Servant of the Sub-Branch shall be made by way of commission or allowance from or upon the receipts of the Sub-Branch for the sale and disposal of liquor.
- (e) No liquor shall be sold or supplied for consumption elsewhere than on the Sub-Branch premises unless the licence under the Liquor Control Reform Act authorises the sale of liquor for consumption off the Sub-Branch premises. Any liquor so sold must be removed from the premises of the Sub-Branch by the Member purchasing same.
- (f) No member, visitor or authorised gaming visitor shall be served with liquor except in accordance with the Club Licence held by the Sub-Branch under the

Liquor Control Act or in accordance with any Extended Hours Permit held in conjunction therewith.

- (g) No member or other person shall on the Sub-Branch premises bet or offer to bet, whether by way of gaming, wagering, cards or dice, or on the result of any race, game, sport or exercise, or in any other manner whatsoever, nor commit any other breach of the Gambling Regulation Act 2003 (Vic), unless so authorised by a Venue Operator's Licence issued under the Gambling Regulation Act or any other authority issued under any relevant Act.
- (h) No person shall receive a greater profit, benefit or advantage from the Sub-Branch than that received by every Member thereof other than a remuneration or honorarium as approved by the Members for work done by the Secretary, Treasurer or other Officer of the Sub-Branch or salary or wages paid to employees.
- (i) The Sub-Branch may, with the authority of the Committee make application from time to time:
  - (1) for a Limited Licence to authorise the sale and disposal of liquor on occasions or in locations not authorised by the Club Licence;
  - (2) for an Extended Hours Permit to authorise the sale and disposal of liquor within the premises of the Sub-Branch at times to which the hours authorised by the Club Licence do not ordinarily extend.
- (j) Notwithstanding any provisions to the contrary contained in these Rules while and as long as the Sub-Branch is the holder of a Club Licence under the Liquor Control Reform Act:
  - (1) the facilities of the Sub-Branch shall be provided and maintained from the joint funds of the Sub-Branch; and
  - (2) No person shall be entitled to receive nor shall receive a greater profit, benefit or advantage from the Sub-Branch than that to which any member is entitled or receives.
  - (3) The Secretary of the Sub-Branch shall keep a record of members of the Sub-Branch voting at an election of members of the Sub-Branch.

### **34 VISITORS**

- (a) The names of all Visitors, other than Authorised Gaming Visitors, and the names of members introducing them shall be recorded in a book kept for that purpose.
- (b) Visitors' names and addresses shall be entered in the Visitors Book, which shall be signed by the member introducing the Visitors. Visitors may only remain in the Sub-Branch during the pleasure and presence of the member introducing them and must not be supplied with liquor in the Sub-Branch premises unless the guest is in the company of a member of the Sub-Branch or unless such Visitors are Authorised Gaming Visitors as defined in Section 3 of the Liquor Control Reform Act and were admitted to the Sub-Branch premises in accordance with the provisions of that Act and of these Rules.
- (c) The number of Visitors allowable per member shall not exceed three (3) per visit, or such other number as shall be fixed by the Committee from time to time, except when with the consent of the Committee a special function is held at which one (1) or a small number of members is or are the host.
- (d)
  - (1) Any member may object to the presence of any visitor and in such case the visitor must immediately retire from the premises of the Sub-Branch.
  - (2) The same visitor may not be admitted to the Sub-Branch on more than twelve (12) occasions in the one calendar year, but this restriction shall not apply to the partner, son or daughter and fiancée of a member, or an authorised gaming visitor.
- (e) Members introducing Visitors are held responsible for their good conduct and also any debts contracted by them to the Sub-Branch.
- (f) Visitors may be allowed to take part in games conducted at the premises of the Sub-Branch but not to the exclusion of members of the Sub-Branch and any such Visitors if requested by an Officer or Official of the Sub-Branch to vacate the premises shall do so immediately.

### **35 AUTHORISED GAMING VISITORS**

- (a) If the Sub-Branch is the holder of a Venue Operator's Licence pursuant to the Gambling Regulation Act, an Authorised Gaming Visitor (as herein defined), being a person who is not a member or guest of a member, may be admitted to

the Sub-Branch premises on any day when guests are allowed for the purposes of playing gaming machines at the Sub-Branch premises and for the use of such other Sub-Branch facilities as the Committee of the Sub-Branch may from time to time permit. An Authorised Gaming Visitor may not introduce visitors to the Sub-Branch.

- (b) The Secretary of the Sub-Branch must keep on the Sub-Branch premises a register of Authorised Gaming Visitors containing the name and residential address of each Authorised Gaming Visitor admitted and the date of that admission.
- (c) An Authorised Gaming Visitor must:
  - (1) produce evidence of their residential address before being admitted to the Sub-Branch premises; and
  - (2) carry identification at all times whilst on the Sub-Branch premises; and
  - (3) comply with any relevant Rules of the Sub-Branch whilst on the Sub-Branch premises.
- (d) For the purpose of these Rules an Authorised Gaming Visitor is hereby defined as a person who:
  - (1) is over the age of eighteen (18) years; and
  - (2)
    - (i) in the case of Sub-Branch premises within the municipal district of a council mentioned in the Schedule to the Public Holidays Act 1993, who resides more than five kilometres from the Sub-Branch premises
    - (ii) in the case of Sub-Branch premises which are not within the municipal district of a council mentioned in the Schedule to the Public Holidays Act 1993, who resides more than ten kilometres, or any other distance determined by the Minister under Section 3 of the Public Holidays Act 1993, from the Sub-Branch premises; and
  - (3) is not a person who the Committee of the Sub-Branch has determined should not be admitted.

### **36 APPLICATION AND DISPOSAL OF ASSETS**

- (a) The income and property of the Sub-Branch is to be used and applied solely in promotion of its purposes and the exercise of its powers.
- (b) Subject to Rules 36(c) and (d), the income and property of the Sub-Branch is not to be distributed, paid or transferred directly or indirectly by way of dividend, bonus or otherwise by way of profit to a member.
- (c) The Sub-Branch may pay, in good faith, interest to a Member in respect of money advanced by the member to the Branch or otherwise owing by the Sub-Branch to the member or of remuneration to a Sub-Branch Officer or an employee of the Sub-Branch or for services rendered to the Sub-Branch by a member.
- (d) The Sub-Branch may pay or repay a Member for out of pocket expenses, money lent, reasonable and proper charges for goods hired by the Sub-Branch from a member or reasonable and proper rent for premises demised or let to the Sub-Branch from a member.
- (e) In the event of the Sub-Branch being wound up and there remains after the satisfaction of all of its liabilities any property or money, it shall not be paid to or distributed to the members of the Sub-Branch, but shall be transferred or paid to the Branch to be applied by the Branch in fulfilment of the objects of the Branch.

### **37 CONSENT OF THE MINISTER**

The consent of the Minister is required before any alteration is made to: Rule 36(e), which would permit a distribution on winding-up for a purpose other than a charitable purpose.

### **38 COMMON SEAL**

- (a) The common seal of the Sub-Branch shall be kept in the custody of the Secretary of the Sub-Branch if applicable.
- (b) The common seal shall not be affixed to any instrument except by the authority of the Committee of the Sub-Branch and the affixing of the common seal shall be attested by any two Sub-Branch Officers if applicable.



**39 SOURCES OF FUNDS OF THE SUB-BRANCH**

The funds of the Sub-Branch shall be derived from entrance fees, annual subscriptions, donations and such other sources as the Sub-Branch Committee determines.

**RETURNED & SERVICES LEAGUE  
OF  
AUSTRALIA**

***(VICTORIAN BRANCH) INC.***

**A0028777L**



"Serving Still"

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**Branch Bylaw 10B**

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**AUTHORISED RULES FOR INCORPORATED  
SUB-BRANCHES NOT CONDUCTING GAMING**

**Volume 2.7**

Revised and reprinted in accordance with special resolutions carried by the State Executive at their meetings throughout the year and resolutions carried at the State Annual Conference held at ANZAC House on 28<sup>th</sup> November 2020.

**ANZAC House, 4 Collins Street, Melbourne, Victoria, 3000**

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**\*\*\*\*\* RSL SUB-BRANCH INCORPORATED**

**RULES**

**1 NAME**

The name of the Sub-Branch shall be the \*\*\*\*\* RSL Sub-Branch Incorporated.

**2.1 Statement of Purposes of the Sub-Branch**

The objects for which the Sub-Branch is established are:

- (a) Provide for the sick, helpless, wounded, aged, disabled, destitute and needy among those who are serving or who have served in the Australian Defence Forces, the various British Commonwealth Defence Forces, members of allied Defence Forces and their dependents;
- (b) Perpetuate the close and kindly ties of friendship created by the mutual service in the Australian Defence Forces or in the forces of nations traditionally allied with Australia and the recollections associated with that experience;
- (c) Maintain a proper standard of dignity and honour among all past and present members of the Australian Defence Forces and set an example of public spirit and noble hearted endeavour;
- (d) Preserve the memory and records of those who suffered and died for Australia, erect monuments to their valour, provide them with suitable burial places, and establish and preserve, in their honour, the annual commemoration day known as ANZAC Day;
- (e) Encourage loyalty to Australia and secure patriotic service in the interests of Australia;
- (f) Protect the good name and preserve the interests and standing of members of the Australian Defence Forces;
- (g) Encourage a Member as a citizen, to serve Australia with that spirit of self sacrifice and loyalty with which they served as members of the Australian Defence Forces;
- (h) The promotion of a social organisation and Sub-Branch of the Branch composed of those who are serving or who have served in the Australian Defence Forces, the various British Commonwealth Defence Forces, Members of Allied Defence Forces, their dependents and such other persons who from time to time may be admitted to membership in accordance with these Rules.

- (i) To establish, maintain and conduct a Sub-Branch of a non-political and non-sectarian character and to provide, furnish, equip and maintain Sub-Branch rooms, reading rooms, recreation rooms and refreshment facilities; to establish and maintain facilities for lawful games, sporting facilities and recreation for its Members for the maintenance and improvement of friendly relationships amongst the Members and generally to afford to Members and their friends and guests all the usual privileges, advantages, conveniences and facilities of a Sub-Branch.
- (j) To provide means of social interaction between persons who are Members of the League and in particular Members of the \*\*\*\*\* RSL Sub-Branch of the Branch and their friends and guests.
- (k) To make contributions to any charitable relief benefit commemoration or memorial fund of any kind whatsoever as the Committee may deem advisable.
- (l) To further the interests of and to support the Branch.
- (m) To provide for the sick, helpless, wounded, aged, disabled, destitute and needy.

## **2.2 Powers of the Sub-Branch**

- (a) To take over and acquire and take a transfer of all the assets and the liabilities of the present unincorporated association known as \*\*\*\*\* RSL Sub-Branch and/or \*\*\*\*\* RSL Club.
- (b) To purchase, take on lease or in exchange or otherwise to acquire any land, buildings, easements of property real or personal which may be required for the purposes of or be conveniently used in connection with any of the objects of the Sub-Branch and for the purpose of managing revenue the better to finance the operations of the Sub-Branch and the maintenance of any premises owned by it to lease, sell, demise, mortgage, give in exchange or otherwise dispose of the same or any part thereof from time to time and to grant easements in, through, over or upon any land and to acquire easements or other rights of any kind or nature over any other real or personal property provided that if the Sub-Branch takes or holds any property which is subject to any Trusts the Sub-Branch must deal with the property in such a manner as is allowed by law having regard to such Trusts.
- (c) To borrow or raise money or to secure the repayment of any debt, liability or engagement incurred, undertaken or entered into by the Sub-Branch by the issue of bonds, debentures, bills of exchange, promissory notes or other obligations or securities of the Sub-Branch or by way of overdraft or by mortgage or charge on all or any part of the property and assets of the Sub-Branch.

- (d) To encourage the fullest liaison and co-operation with other responsible persons and organisations in the community as the Committee shall decide, with particular emphasis to encouraging the use of the rooms of the Sub-Branch when such use shall be calculated to benefit the community.
- (e) To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, warrants, debentures and other negotiable or other transferable interests.
- (f) To invest and deal with the money of the Sub-Branch not immediately required upon such securities and investments and generally in such manner and in accordance with the overall policy of the League as may from time to time be determined.
- (g) To undertake and execute any trusts which may seem to the Sub-Branch conducive to any of its objects and in accordance with the overall policy of the League.
- (h) To engage, employ, dismiss and remunerate professional advisers, secretaries, accountants, managers, brokers, experts and such other persons, officers and employees as may be necessary or desirable for the purpose of carrying on the business of the Sub-Branch or furthering any or all of the objects herein set out.
- (i) To place any money or deposit with any banking or other non-banking institutions, to open accounts and to pay money into and withdraw money from such accounts or to overdraw such accounts.
- (j) To establish and maintain funds for relief, scholarships, insurance, mortuary, sickness or other benefits and/or for the assistance or advantage of members or their dependents or the dependents of deceased members contributing thereto from any of the revenues of the Sub-Branch.
- (k) To encourage the formation of a Women's Auxiliary and youth and other subsidiary associations.
- (l) With the written consent of the State Executive to enter into any arrangements with any government or authority that are incidental or conducive to the attainment of the objects and the exercise of the powers of the Sub-Branch, to obtain from any such government or authority any rights, privileges, concessions, licenses, permits or registrations which the Sub-Branch may think it desirable to obtain, and to carry out, exercise and comply with any such rights, privileges, concessions or licenses;
- (m) To construct, improve, maintain, furnish, develop, work, manage, carry out, alter or control any houses, buildings, clubrooms, information bureaux, libraries, literary, social, educational and benevolent institutions, grounds, works or conveniences

which directly or indirectly advance the Sub-Branch's interests, and to contribute to, subsidise or otherwise assist and take part in the above;

- (n) With the written consent of the State Executive to take or hold mortgages, liens or charges, to secure payment of the purchase price, or any unpaid balance of the purchase price, of any part of the Sub-Branch's property of whatsoever kind sold by the Sub-Branch, or any money due to the Sub-Branch from purchasers and others;
- (o) To take any gift of property whether subject to any special trust or not, for any one or more of the objects of the Sub-Branch but subject to paragraph (g)(g);
- (p) To sell, improve, manage, develop, exchange, lease, dispose of, turn to account or otherwise deal with all or any part of the property and rights of the Sub-Branch;
- (q) To make grants, donations, gifts and give assistance to such persons, trusts, groups, associations, societies, institutions or other entities as the Sub-Branch thinks fit;
- (r) To make application pursuant to the appropriate legislation from time to time enacted and currently in force, or any re-enactment or amendment thereof, to:
  - (1) Victorian Commission for Gambling and Liquor Regulation for a Club Licence or any other licence, permit or authority issued under the Liquor Control Reform Act or any re-enactment or amendment thereof; or for any license, permit or authority issued under the Gambling Regulation Act 2003 and the renewal thereof and do all such other acts that are necessary to retain or protect any license, permit or authority.
- (s) To do all such other things as are incidental or conducive to the attainment of the objects and the exercise of the powers of the Sub-Branch.

### **3 ALTERATIONS OF THESE RULES**

- (a) Subject to the provisions of Rule 3(b), and (c) of these Rules, the Rules of the Sub-Branch (including the Statement of Purposes of the Sub-Branch) shall not be altered except in accordance with the Act.
- (b) The Sub-Branch shall not, without the consent in writing of the State Executive, make any new Rule, alteration or variation to the Rules of the Sub-Branch. No new Rule, alteration or variation of these Rules shall take effect unless and until the new Rule, alteration or variation has been approved in writing by the State Executive.
- (c) No new Rule, alteration or variation of these Rules shall have effect unless and until such new Rule, alteration or variation has been approved by the Registrar of Incorporated Associations.



- (d) Inconsistency
- (e) If there is inconsistency between these Rules and the Branch Constitution and/or the National Constitution, the Branch Constitution and the National Constitution shall prevail to the extent that the Branch Constitution and the National Constitution do not conflict with the requirements of the Liquor Control Reform Act, and/or any other relevant Act. In the event that there is any inconsistency between the Branch Constitution and the National Constitution, then the provisions of the National Constitution shall prevail.

## 4 POLICY

The Policy of the Sub-Branch shall be national and non-sectarian and in relation to questions of party politics non-partisan.

### 5.1 Definitions and Interpretation

In these Rules -

**"Act"** means the Associations Incorporation Reform Act 2012 (Vic).

**"Affiliate/s"** means an Affiliate of the Branch admitted pursuant to the rules of the Branch, and is a member of the Sub-Branch.

**"Branch"** shall mean The Returned & Services League of Australia (Victorian Branch) Inc.

**"Branch Constitution"** means the Statement of Purposes and the Rules and Bylaws of the Branch.

**"Chief Executive Officer of the Branch"** means the person appointed from time to time under Branch Rule 9.7 (a) by the State Executive.

**"Committee" or "Sub-Branch Committee"** means the Committee of the Sub-Branch constituted under Rule 19.

**"Financial Year"** means the year ending 31 December.

**"Gambling Regulation Act"** means the Gambling Regulation Act 2003 or any amendment or re-enactment thereof.

**"In Writing"** and **"Written"** include typing or printing, lithography, photography and other modes of representing or reproducing words and figures in visible form.

**"League"** means the Returned and Services League of Australia Limited A.C.N. 008 488 097.

**"League member"** means a Life member or a Service member of the League, and is a member of the Sub-Branch.

**"Liquor Control Reform Act"** means the Liquor Control Reform Act 1998 or any amendment or re-enactment thereof.

**"members"** shall mean all persons admitted pursuant to these Rules to any of the following classes of membership:

Service members

Life members

Associate members

Affiliate/s

Honorary members and

Social members

**"National Constitution"** means the National Rules and Bylaws of the League.

**"National Rules"** means the National Constitution of the League.

**"Patriotic Funds"** means those Funds described in Part 4 of the Veterans Act (Vic).

**"Regulations"** mean the Regulations under the Act.

**"State Branch Tribunal"** means the Tribunal established by the Branch under Rule 4.18 and National Bylaw 8.

**"State Executive"** means the Body constituted under Rule 7.3(a) of the Branch.

**"Sub-Branch"** shall mean the \*\*\*\*\* Sub-Branch.

**"Sub-Branch Secretary" or "Secretary of the Sub-Branch"** means the Secretary of the Sub-Branch.

**"Veterans Act"** means the Veterans Act 2005 (Vic) or any amendment or re-enactment thereof.

**"Victorian Veterans Council"** means the Council established by section 4 of the Veterans Act.

**"Victorian Veterans Fund"** means the Fund established by section 20 of the Veterans Act.

**"Victorian Commission for Gambling and Liquor Regulation"** means the Victorian Commission for Gambling and Liquor Regulation established under the Victorian Commission for Gambling and Liquor Regulation Act 2011 (Vic).

## 5.2 Interpretation

In these Rules, unless the context otherwise requires:

- (a) headings, underlining and the table of contents are for convenience only and do not affect the interpretation of these Rules;
- (b) words importing the singular include the plural and vice versa;
- (c) words importing a gender include any gender;
- (d) other parts of speech and grammatical forms of a word or phrase defined in these Rules have corresponding meanings;
- (e) a reference to any thing includes a part of that thing;
- (f) a reference to these Rules includes a reference to any appendix, annexure, exhibit or schedule to these Rules;
- (g) a reference to a statute, regulation, proclamation, ordinance or bylaw includes all statutes, regulations, proclamations, ordinances or bylaws amending, consolidating or replacing it, and a reference to a statute includes all regulations, proclamations, ordinances and bylaws issued under that statute;
- (h) a reference to a document includes all amendments or supplements to, or replacements of, that document;
- (i) a covenant or agreement on the part of two or more persons binds them jointly and severally;
- (j) an expression importing a natural person includes any company, partnership, association, corporation or other body corporate and any governmental agency; and
- (k) where the day on or by which any thing is to be done is not a Business Day, that thing must be done on or by the preceding Business Day.

## **6 SUB-BRANCH COLOURS**

The colours of the Sub-Branch shall be such as the Committee of the Sub-Branch may from time to time determine.

## **7 SUB-BRANCH STRUCTURE AND POWERS**

In addition to any new duties, functions, discretions and authorities conferred on the Sub-Branch under the National Constitution, the Branch Constitution and these Rules, the Sub-Branch is to be vested with such duties, powers, functions, discretions and authorities as the State Executive may decide.

## **8 MINIMUM MEMBERSHIP**

The minimum membership of the Sub-Branch is to be fifteen (15) Life, Service members and Affiliates, unless the State Executive approves otherwise.

## **9 AGE REQUIREMENT**

No person under the age of eighteen (18) years shall be admitted to membership of the Sub-Branch.

## **10 MEMBERSHIP**

The Sub-Branch shall comprise the following categories of membership:

- Service members
- Life members
- Associate members
- Affiliates
- Honorary members
- Social members

### **10.1 Service members**

A person who is a Service member of the League or who has applied to be a Service member of the League may apply to be a Service member of the Sub-Branch.

- (a) It shall be a prerequisite to Service membership of the Sub-Branch that the applicant declares:
- I hereby agree if elected a member to be bound by and comply with the Rules and Bylaws of the Sub-Branch; and
  - I hereby declare that I am not a member of any other organisation whose objectives are incompatible with the objects of the League; and
  - I hereby further declare that I am prepared to swear/affirm loyalty to the Commonwealth of Australia and its Head of State and to uphold the Constitution of the Commonwealth.
- (b) Lodgement of application to be admitted as a Service member of the League and Service member of the Sub-Branch.
- (1) An application to be admitted as a Service member of the League and as a Service member of the Sub-Branch must comply with the National Constitution and the Branch Constitution and these Rules. An Applicant for Service membership of the League and Service membership of the Sub-Branch must be nominated by a person who is a Service or Life member of the Sub-Branch and seconded by a member who is also a Service or Life member of the Sub-Branch.

- (2) A person who applies to be a Service member of the League and a Service member of the Sub-Branch must lodge the application with the Secretary of the Sub-Branch in writing in the form from time to time approved. Not less than two (2) weeks shall elapse between the date of nomination and the date of election of a Service member of the League and a Service member of the Sub-Branch.
- (3) Application for membership of the League and membership of the Sub-Branch shall be accompanied by the payment of the Annual Subscription determined by the Annual Conference of the Branch and any further subscription as set by the Sub-Branch at a General Meeting and hereafter referred to in these Rules. No applicant who is admitted to membership shall be entitled to a refund of such amount, but where an applicant is not eligible under the National Constitution to be admitted, the Sub-Branch must return the Annual Subscription.
- (4) The Committee may require an applicant for membership to produce such evidence, as it thinks fit as to their qualification for membership.
- (5) If the Sub-Branch Committee resolves that an Applicant is eligible under the National Constitution to be admitted as a Service member of the League and is a fit and proper person to be admitted as a Service member of the League then the Applicant must be admitted as a Service member of the League and as a Service member of the Sub-Branch within sixty (60) days of the date the application was lodged.
- (6) If the Sub-Branch Committee resolves that an Applicant applying to be admitted as a Service member of the League and a Service member of the Sub-Branch is not eligible under the National Constitution to be admitted as a Service member of the League the Committee of the Sub-Branch must within fourteen (14) days from the resolution forward the application, supporting documentation, the annual subscription and the reasons for the resolution to the Branch and the application shall then be dealt with by the Branch under the Branch Constitution.
- (7) If the Branch resolves that the Applicant is eligible under the National Constitution to be admitted as a Service member of the League the Branch must direct the Sub-Branch to admit the applicant as a Service member of the League and thereupon the Sub-Branch must admit the Applicant as a Service member of the League and as a Service member of the Sub-Branch.

- (8) If the Branch resolves that the person applying to be admitted as a Service member of the League is not eligible under the National Constitution to be admitted the Branch must:
  - (i) Reject the application; and
  - (ii) Within fourteen (14) days of the date of rejection advise the Applicant of the decision, the reasons for the decision and their right of appeal to the State Branch Tribunal
- (9) A Service or Life member of the Sub-Branch shall be entitled to one vote at the election of members of the committee of the Sub-Branch and at any meeting of the Sub-Branch in respect of any matter.

## **10.2 Life members**

- (a) A Service member of the Sub-Branch who is elected as a Life member of the League in accordance with the National Constitution and the Branch Constitution shall automatically become a Life member of the Sub-Branch.
- (b) The rights, privileges and obligations of a Service member of the Sub-Branch who becomes a Life member of the Sub-Branch under Rule 10.2(a) shall not be disturbed by their becoming a Life member of the Sub-Branch save and except that they shall not be liable to pay an Annual Subscription either to the League, the Branch or the Sub-Branch as the case may be.

## **10.3 Honorary members of a Sub-Branch**

- (a) A person is entitled to be elected as an Honorary member of the Sub-Branch (for such time as the Committee of the Sub-Branch shall determine) if they are eighteen (18) years of age or older and are:
  - (1) a Service, Life or Honorary member of the League;
  - (2) a member of an association or organisation which is a member of the British Commonwealth Ex-Services League during their presence in Victoria, but not exceeding a period of three months;
  - (3) a member of a State parliament, the parliament of the Commonwealth of Australia or a Councillor of the municipality in which the Sub-Branch is situated;
  - (4) A current serving member of the ADF, upon presentation of a Service Identification Card, such honorary membership shall operate whilst the serving member is present on the Sub-Branch premises.

- (5) a member of a sporting, social or cultural body visiting the Sub-Branch for the day, but subject to the approval of the committee of the Sub-Branch; or
  - (6) a person who has applied in writing to become a member of the Sub-Branch shall be a temporary Honorary member of the Sub-Branch until the application to become a member has been dealt with by the Committee. Such membership applications must be dealt with by the Committee in an expeditious manner.
- (b) An honorary member of the Sub-Branch is not entitled to vote:
    - (1) at the election of the members of the Committee of the Sub-Branch; or
    - (2) on any other matter.
  - (c) An Honorary member shall not be required to pay an annual subscription.
  - (d) A person shall not be admitted as an Honorary or Temporary member of the Sub-Branch unless the person is of a class specified in the Rules and the admission is in accordance with the Rules

### **10.3A Temporary Honorary Membership for Visiting League Members**

- (a) The Sub-Branch shall grant reciprocal rights to use Sub-Branch facilities as a temporary honorary member to any person who is a Service or Life member or Affiliate of the Returned & Services League of Australia. The Sub-Branch shall grant to such temporary honorary member under this rule the same price discounts as that are given at that time to similar classes of members of the Sub-Branch in relation to food, beverage, and entertainment. Such person shall be required to establish their entitlement to the right by producing a current 'RSL Card'.
- (b) This right may not be granted to a person who is at the time of the visit suspended under the Rules of the Sub-Branch from the Sub-Branch of which they are a member
- (c) This right may not be granted to a person where the Committee of the Sub-Branch has resolved not to grant the right to that person because of the prior conduct of that person.

### **10.4 Social members**

- (a) A person is eligible to be a Social member of the Sub-Branch if they:
  - (1) are not eligible to be a Service member of the League; and
  - (2) are over the age of eighteen (18) years; and

- (3) are proposed by the President of the Sub-Branch at the request of at least two (2) Service members of the Sub-Branch and is approved at a meeting of the Committee of the Sub-Branch; and
  - (4) have signed a Social member Application Form, prescribed by the State Branch, and has lodged it with the Sub-Branch Secretary; and
  - (5) have paid the annual membership subscription, as is determined, including an amount equal to the applicable Minimum Subscription Fee as is determined from time to time by the State Executive pursuant to Branch Rule 5.19(a)
- (b) A social member of the Sub-Branch may be a member of the Committee of the Sub-Branch provided however:
- (1) A social member of the Sub-Branch may not be elected to any Executive position (that is, President, Vice President/s, Secretary and/or Treasurer) on a Sub-Branch Committee [subject to the provisions of Rule 19(g)]. Social members may not hold more than one position on the Committee of a Sub-Branch. A social member on the Committee of a Sub-Branch may only vote on matters relating to the operation of Sub-Branch facilities available to Social members of the Sub-Branch.
- (c) Subject to the provisions of these Rules a Service member or Life member or Affiliate or social member of the Sub-Branch may nominate a social member for election to the Committee of the Sub-Branch (other than an Executive position). A social member is not entitled to vote on any matter other than in respect of the election of a social member to the Committee of the Sub-Branch.
- (d) A person is eligible to be a student social member if they are aged 18 to 26 years and attended a recognized tertiary educational institution. Student social members have the same rights and obligations as social members of the Sub-Branch as provided for in this rule. The fee for a student social member shall be \$11.00, including GST, unless otherwise decided by a General Meeting of the Sub-Branch. On attaining the age of 27 years, a student social member shall become a social member of the Sub-Branch and shall subscribe by way of membership fee the amount fixed as a social member's fee by the Sub-Branch.

### **10.5 Associate members**

- (a) A Service member, Life member or Affiliate, who is also a member of a Sub-Branch, shall not be eligible to be a member of another Sub-Branch but may apply to be admitted as an Associate thereof. Such an application shall be lodged with the Secretary of that other Sub-Branch and if the Committee accepts their application,



and they are admitted, they shall be known as an Associate of that other Sub-Branch.

- (b) An Associate member of a Sub-Branch may only remain an Associate member of the Sub-Branch if they continue to be a Service member, Life member or Affiliate.
- (c)
  - (1) A Service member, Life member or Affiliate who is also an Associate member of a Sub-Branch, shall only be entitled to hold office, vote and speak on any matter at a meeting of not more than one Sub-Branch and at the same time of application to become an Associate member must declare which Sub-Branch they wish to hold office, vote and speak at.
  - (2) The annual subscription payable by an associate of that other Sub-Branch shall be the annual subscription payable by a Service member or Affiliate, of that Sub-Branch, less capitation.
  - (3) A Service member, Life member or Affiliate, to whom Rule 10.5(c)(1) applies, shall:
    - (i) elect in writing the Sub-Branch in which they wish to be eligible to hold office, vote and speak;
    - (ii) deliver such election to all the Sub-Branches of which they are a member and associate with a copy to be lodged with the Chief Executive Officer of the Branch.
  - (4) Until they have complied with Rule 10.5(c)(3) they shall only be entitled to hold office, vote and speak at the Sub-Branch of which they are a Service member, Life member or Affiliate, and such election shall not be able to be revoked during the membership year in which it is made.
- (d) The Committee of the Sub-Branch may at any time revoke the Associate membership of a person and upon such revocation being made such person shall cease to be an Associate member of the Sub-Branch.

## **10.6 Affiliate of the Branch**

- (a) No person who is eligible for Service membership of the League shall be admitted as an Affiliate.
- (b) The eligible persons who may be elected as Affiliates are those who do not qualify for Service membership and comply with the following:
  - (1) a person who is not eligible to be a Service member;

- (2) is eighteen years of age or older and;
  - (3) a person who is any relative of a person (living or deceased) who is or was eligible to be a League member;
  - (4) for the purposes of this rule, a relative shall be parent, grandparent, spouse, brother, sister, child, grandchild, stepchild, son-in-law, daughter-in-law, brother-in-law, sister-in-law, nephew, niece, aunt or uncle of the person who is or was eligible to be a League member.
  - (5) or a person who has been awarded the Certificate of Merit or a National or State Certificate of Appreciation for giving valuable service to the League;
  - (6) or a person who is, or has been, a member, for at least 6 months, of one of the following:
    - A State or Federal Police Force;
    - An Ambulance Service or Brigade;
    - A Fire Brigade or Fire Authority;
    - A State Emergency Service;
    - A Bronze Medallion member of a Surf Life Saving Club; or
    - A Corrections/Prisons Officer.
  - (7) and has signed an Affiliate application form, as prescribed by the State Branch and has lodged it with the Sub-Branch Secretary.
- (c) The Affiliate application form shall be considered at a meeting of the Committee of the Sub-Branch.
- (d) An Affiliate may be a member of the Committee of the Sub-Branch, subject to the following:
- (1) a. An Affiliate, may not be elected to the positions of President or Vice President (League member), [but may be elected to the position of Vice President - Affiliate, (if such a position has been made available pursuant to Rule 19), or Secretary or Treasurer].
  - b. That an Affiliate Vice President shall have no right to succeed the President of the Sub-Branch in the event that Office becoming vacant.
  - (2) An Affiliate on the Committee of a Sub-Branch may speak and vote on all matters, save and except the matters referred to in sub-rule (e).
- (e) An Affiliate may speak and vote at a meeting of the Sub-Branch on any Sub-Branch matter, including voting for all Sub-Branch Committee positions, save and except that an Affiliate may not speak or vote on any matter relating to the alteration or

amendment to the National Constitution, the Branch Constitution or vote for the elections of Branch positions.

- (f) The Annual Subscription Fee payable by an Affiliate is shown in Rule 11. The effect of not paying the Annual Subscription is shown in Rule 11A.

### **10.7 Reciprocal Rights**

- (a) The Sub-Branch shall grant reciprocal rights to use Sub-Branch facilities as a temporary honorary member to any person who is a Service member, Life member, Affiliate, or Social member of any other RSL Sub-Branch, or the HQ Unattached List, under the jurisdiction of the Victorian State Branch. The Sub-Branch shall grant to such temporary honorary member under this rule the same price discounts as that are given at that time to similar classes of members of the Sub-Branch in relation to food, beverage and entertainment. Such person shall be required to establish their entitlement to the reciprocal rights by producing a current 'RSL Card' as issued by the State Branch.
- (b) Reciprocal rights shall not be granted to a person who is at the time of the visit suspended under the provisions of Rule 15 or Rule 15A or Rule 15B of the Rules of the Sub-Branch of which they are a member.
- (c) Reciprocal rights may not be granted to a person where the Committee of the Sub-Branch has resolved not to grant reciprocal rights to that person because of the prior conduct of that person.

### **10.8 Provision of RSL Member Card**

The Sub-Branch shall request the Branch to issue Service members, Life members, Affiliates or Social members of the Sub-Branch a "RSL Card" in the format then used by the Branch. The Sub-Branch shall make such request to the Branch in relation to Service members, Affiliates and Social members as soon as practicable after the said members have become financial members of the Sub-Branch. The issued Card remains valid while the member remains financial and the Branch will, from time to time, re-issue the Card at their discretion. In relation to Life members the Sub-Branch shall make the request to the Branch as soon as practicable after this rule comes into effect.

## **11 SUBSCRIPTIONS AND ENTRANCE FEES**

- (a) That the minimum annual subscription payable by:
  - (1) Service members and Affiliates shall be such amount as is determined, from time to time, by the Annual State Conference of the Branch and shall be not

- less than the Minimum Subscription Fee referred to in Branch Rule 5.19(a) (1), and
- (2) Social members shall be such amounts as is determined for each class of member, from time to time, by the State Executive, pursuant to Branch Rule 5.19(a)(2).
  - (3) But the Sub-Branch may impose upon the members such additional amounts by way of annual subscription as is determined, from time to time, by a general meeting of the Sub-Branch.
- (b) The Sub-Branch must forward to its member an account for renewal of the Annual Subscription at least one month before the end of the Financial Year and the member must pay the account by the 31 January of each year.
  - (c) The Sub-Branch must forward to its associate member an account for renewal of the Annual Subscription less the Minimum Subscription Fee at least one month before the end of the Financial Year and the associate member must pay the account by the 31 January.
  - (d) An account forwarded under these Rules must clearly show the Annual Subscription and the Minimum Subscription Fee (if any) and may include other fees provided they are clearly marked, e.g. Administration Fee/Sporting section (or such like) Fee.
  - (e) A receipt must be issued to a member of the Sub-Branch by the Sub-Branch as evidence of payment of the Annual Subscription.
  - (f) A receipt must be issued to an associate member of the Sub-Branch by the Sub-Branch as evidence of payment of the Annual Subscription less the Minimum Subscription Fee.
  - (g) Annual subscriptions are due and payable in advance on January 1<sup>st</sup> in each calendar year.
  - (h) A member (who is not a Life member or who has paid the life subscription) shall not be exempted from the obligation to pay the annual subscription, unless the member is of a class specified in the Rules and an exemption is in accordance with the Rules.

#### **11A UNPAID ANNUAL SUBSCRIPTIONS**

- (a) A Member of the Sub-Branch (who is not a Life member or a life subscriber) who has not paid the annual subscription prescribed in these rules by 31 January in the year they fall due shall be refused entry to Licensed Sub-Branch premises and/or facilities, including sporting activities, and may be required to sign in as a visitor until such time

as the said subscriptions are paid in full and details on the members RSL Card have been upgraded.

- (b) A member of the Sub-Branch who is not a Life member or a life subscriber who has not paid the annual subscription is not eligible to speak or vote at a meeting including elections and Committee or nominate for or hold any office in the Sub-Branch.
- (c) A member of the Sub-Branch who is not a Life member or a life subscriber or an Honorary member who has not paid the annual subscription shall on 1 May cease to be a member and the members name shall be removed from the Register of members. If the member wishes to rejoin the Sub-Branch they are required to make a new application for membership.

## **12 NOTICE OF MEETINGS**

- (a) The Secretary shall at least 14 days before any Annual or Ordinary general meeting and at least 7 days before any Extra-ordinary general meeting, save and except a meeting of the nature dealt with in sub-clause (c) of this Rule, send in accordance with Rule 13 to each Member [excluding honorary and Community members] at their postal, facsimile or electronic transmission address in the Sub-Branch register a notice of such meeting stating the time and the place where it will be held and the nature of the business that will be brought forward at such meeting. In lieu of written notice to each member, that a Sub-Branch may advertise the notice of meeting not less than 3 times in the 21 day period prior to the meeting, in the "Public Notice" section of the most widely distributed newspaper in the local municipality. Except that members who have lodged valid e-mail addresses must also be e-mailed a notice in the first week of that period.

The accidental omission to give any notice as aforesaid to any member shall not invalidate any resolutions carried at an Annual, Ordinary or Extraordinary general meeting.

- (b) The nature of the business to be dealt with at such meetings and the manner in which they are to be conducted shall be in accordance with these Rules as to the conduct of particular classes of meetings.
- (c) In the case of a meeting at which a special resolution is proposed, pursuant to section 29 of the Associations Incorporations Act 1981 and where there is a statutory requirement of 21 days notice, then the Secretary shall in relation to such meeting give 21 days notice.

### **13 NOTICES - MEMBERS**

- (a) Every member shall communicate in writing to the Secretary regarding change of address. A notice, written request or any other communication under these Rules may be served on a member either personally or by sending it by post to their last known address.
- (b) If a notice or communication is properly addressed, prepaid and posted, it is deemed to have been given to the addressee at the time of posting.
- (c) A notice may be served by sending to the member a copy of any magazine/newsletter published by the Sub-Branch, which contains a full copy of the relevant notice.

### **14 REGISTER OF MEMBERS**

- (a) The Secretary of the Sub-Branch shall keep and maintain on the Sub-Branch premises a Register of all persons who are members of the Sub-Branch, which clearly indicates the category of membership to which the member has been admitted. The Register of members of a Sub-Branch must include the full name, address, qualifying service particulars (if applicable), date of entry and date of departure or death (if applicable) of each member of the Sub-Branch and the date of the latest subscription payment by each Member (if applicable).
- (b) Such Register shall be displayed in a conspicuous place on the Sub-Branch premises and shall be open at any time to inspection by a Licensing Inspector in whose Division the Sub-Branch premises are situated, any authorised member of the Police Force or any authorised officer of the Victorian Commission for Gambling and Liquor Regulation.

### **15 SUB-BRANCH DISCIPLINARY PROCEDURE — SERVICE AND LIFE MEMBERS AND AFFILIATES**

- (a) A Service member, Life member or Affiliate of a Sub-Branch may be suspended or expelled from the membership of the Sub-Branch by the Sub-Branch Committee under the following circumstances:
  - (1) A member, who is drunk, violent or quarrelsome, must not refuse or fail to leave the premises if requested so to do by the Sub-Branch President or the senior member of the Committee present or the senior employee present;
  - (2) A Service member, Life member or Affiliate of the Sub-Branch who is requested to leave the Sub-Branch under Rule 15(a)(1) may, where suspension is necessary to maintain the proper conduct of the Sub-Branch

and/or its facilities, be suspended as a result of a joint decision by the Sub-Branch President and at least one other member of the Sub-Branch Executive from all Sub-Branch facilities;

- (b) A suspension under the provisions of Rule 15(a)(2) shall not exceed 30 days.
- (c) If a Sub-Branch Committee has reason to believe that a Service member, Life member or Affiliate of the Sub-Branch may be guilty of conduct unbecoming a member, the Sub-Branch Committee may resolve to impose a penalty upon them. Any Sub-Branch Committee member who has a material personal interest or any relationship which may lead to bias in considering whether the Sub-Branch member may be guilty of conduct unbecoming a member, must not be present while such resolution is being considered and must not have any input in the decision.
- (d) If the Committee of a Sub-Branch have reason to believe that a member may be guilty of conduct unbecoming a member it shall give not less than fourteen days notice in writing to that member of the date, time and place of its meeting at which it will consider whether or not they have been guilty of such conduct. Such notice shall be accompanied by a statement in which there shall be set out full and precise particulars of the conduct of the member which will be considered by the Committee.
- (e) Either prior to or at the meeting of the Committee the member concerned may request it to elaborate upon any of the particulars set forth in the said statement. Such a request shall be complied with by the Committee. The said member may put to the Committee at the meeting such facts as they may consider relevant and shall be given every opportunity to address it.
- (f) The Committee shall decide at the meeting whether the member has been guilty of conduct unbecoming a member. If it is satisfied they have been guilty of such conduct, it may resolve that they be placed on a warning to improve their conduct, or be reprimanded or suspended from membership of the Sub-Branch for a period not exceeding 3 months for a Service or Life member and twelve months for an Affiliate, or expulsion from the Sub-Branch for an Affiliate and a recommendation for the withdrawal of awards, save for accessing welfare or pension assistance, or it may resolve that the matter should be referred to the State Branch for its consideration. The Committee must consider any period of suspension already taken in accordance with Rule 15(b). If the Committee believes that the discipline it can impose is not sufficient the Committee may refer the matter to the State Branch Tribunal.
- (g) The substance and decision of the meeting shall be recorded in the minutes of the meeting. Written notices, submissions and other correspondence relevant to the

meeting shall be certified within seven days after the meeting, by its chairman, after conferring with the other members of the Committee.

- (h) The Secretary of the Sub-Branch shall notify the member in writing of the Committee's decision and their right of appeal within fourteen days after the certification.
- (i) A member aggrieved by resolution of the Committee by which they were reprimanded or suspended from membership of the Sub-Branch for a period not exceeding 3 months for a Service or Life member and twelve months for an Affiliate or expelled from the Sub-Branch for an Affiliate, may appeal to the State Branch Tribunal by notice in writing addressed to the Chief Executive Office of the Branch and lodged with the State Branch Tribunal.
- (j) An appeal shall be lodged together with the sum of \$400 within fourteen days after the date of notification in writing and thereupon the decision of the Committee shall be stayed, (unless otherwise ordered by the State Branch Tribunal) until the appeal is concluded, abandoned or discontinued. Upon application by the member, the State Branch Tribunal may waive lodgement of whole or part of the sum of \$400 if it considers it just to do so.
- (k) An appeal lodged pursuant to this Rule shall be accompanied by a statement in writing in which the member shall set out the aspect or aspects of the decision which gave rise to the appeal, the grounds of their appeal and the facts upon which they rely. An appeal should not be treated as valid unless it complies with this Rule.
- (l) Upon receipt of an appeal the Sub-Branch shall forthwith forward it to its State Branch:
  - (1) the appeal and accompanying statement;
  - (2) the sum of \$400;
  - (3) all its papers and documents concerning the member, particularly the notice and statement;
  - (4) a copy of its minutes relating to the matter giving rise to the appeal.
- (m) A State Branch Tribunal shall hear and determine an appeal pursuant to this Rule as soon as possible after receipt by the Chief Executive Officer of the Branch of the documents.
- (n) The Sub-Branch and the member concerned shall have a right of personally attending upon hearing of the appeal or any application to lift the stay by the State Branch Tribunal having given proper notice that they wish to do so. The State Branch



Tribunal may dismiss the appeal, allow the appeal or substitute its own findings and shall make its decision based on the information presented at the hearing. The decision is final.

- (o) A resolution passed pursuant to this Rule whereby a member of a Sub-Branch is suspended or expelled from membership of that Sub-Branch shall not operate to otherwise affect the membership of that member save as otherwise provided in the National Bylaws.

#### **15A. DISCIPLINARY PROCEDURE — SOCIAL MEMBERS**

- (a) A Social member of a Sub-Branch may be suspended or expelled from membership of the Sub-Branch by the Sub-Branch Committee under the following circumstances:
- (b) A member, who is drunk, violent or quarrelsome, must not refuse or fail to leave the premises if requested so to do by the Sub-Branch President or the senior member of the Committee present or the senior employee present.
- (c) A Social member of the Sub-Branch who is requested to leave the Sub-Branch under Rule 15A(b) may, where suspension is necessary to maintain the proper conduct of the Sub-Branch and/or its facilities, be suspended as a result of a joint decision by the Sub-Branch President and at least one other member of the Sub-Branch Executive from all Sub-Branch facilities.
- (d) A suspension under the provisions of Rule 15A(c) shall not exceed 30 days.
- (e) If the Committee of the Sub-Branch (the "Committee") has reason to believe that a Social member of the Sub-Branch, may be guilty of conduct unbecoming a member, it shall give not less than 14 days notice in writing to that member of the date, time and place of its meeting at which it will consider whether or not they have been guilty of such conduct.
- (f) The notice referred to in Rule 15A(e) shall be accompanied by a statement in which there shall be set out full and precise particulars of the conduct of the member, which will be considered by the Committee.
- (g) Either prior to or at the meeting of the Committee the member concerned may request it to elaborate upon any of the particulars set forth in the said statement. Such a request shall be complied with by the Committee. The said member may put to the Committee at the meeting such facts as they may consider relevant and shall be given every opportunity to address it.
- (h) The Committee shall decide at the meeting whether the Social member has been guilty of conduct unbecoming a member. If it is satisfied they have been guilty of

such conduct, it may resolve that they be placed on a warning to improve their conduct or be reprimanded or be suspended from membership of the Sub-Branch not to exceed a period of twelve (12) months or expulsion from the Sub-Branch. Any Sub-Branch Committee member who has a material personal interest or any relationship which may lead to bias in considering whether the Sub-Branch member may be guilty of conduct unbecoming a member, must not be present while such resolution is being considered and must not have any input in the decision.

- (i) The substance and decision of the meeting referred in Rule 15A(h) shall be recorded in the minutes of the meeting. Written notices, submissions and other correspondence relevant to the matter shall be retained in a collected form for a period of at least twelve months. The minutes shall be certified within seven days after the meeting by its Chairman, after conferring with the other members of the Committee.
- (j) The Secretary of the Sub-Branch shall notify the member in writing of the Committee's decision after the certification period referred to in Rule 15A(i).
- (k) The decision of the Committee shall be final.

#### **15B. DISPUTES AND MEDIATION**

- (a) That in the event of a dispute, not being a disciplinary matter, between:
  - A Member and their Sub-Branch or the State Branch;
  - Sub-Branched; and
  - A Sub-Branch and the State Branch;

The following procedures to attempt to resolve the dispute shall apply.

- (1) That all parties to the dispute shall within 14 days after the arising of the dispute meet together and attempt to resolve the dispute.
- (2) If the parties fail to meet, or to resolve the dispute, a meeting shall take place in the presence of a mediator.
- (3) In the event of a dispute between a Member and their Sub-Branch or the State Branch the mediator shall be the relevant State Executive Liaison member appointed by the Region in which the dispute has arisen, as such other person as the State President may decide. For disputes between Sub-Branched and a Sub-Branch and the State Branch the mediator shall be a Branch Officer appointed by the State President.

- (4) The mediator shall conduct the mediation and conciliation so as to give the parties a proper opportunity to be heard and to produce written submissions if they desire and to ensure that natural justice is accorded to the parties. The mediator shall not decide the dispute.
- (5) That the parties to the dispute must in good faith attempt to resolve the dispute by mediation and conciliation.
- (6) If the mediation process is unsuccessful the State Branch Tribunal shall hear and determine the dispute.
- (7) There is a right of appeal from the determination of the State Branch Tribunal to the National Tribunal (Service member and Life member only).

## **16 CESSATION OF MEMBERSHIP**

- (a) A member of the Sub-Branch ceases being a member of the Sub-Branch in the following circumstances:
  - (1) by giving notice in writing to the Secretary of the member's resignation; or
  - (2) if the person is suspended, for the term of the suspension; or
  - (3) if the person is expelled from the Sub-Branch or the Branch.
- (b) Should a person cease to be a member in accordance with sub-rule (a):
  - (1) if the person is also a Service or Life member ceases to be a member of the League or if an Affiliate, ceases to be an Affiliate of the Branch; and
  - (2) the Secretary must record in the register of members the date on which the member ceased to be a member.
- (c) A member (who is not a Life member or who has paid any life subscription), who does not pay their Annual Subscription by 30 April, ceases to be a member of the Sub-Branch and, if the person is also a Service member ceases to be a member of the League or if an Affiliate, ceases to be an Affiliate of the Branch.
- (d) A person who ceases to be a member:
  - (1) is not entitled to a refund of the annual subscription or the life subscription;
  - (2) is liable for all amounts owing by them to the Sub-Branch or the Branch; and
  - (3) is to return the League badge to the Secretary of the Sub-Branch.
- (e) Subject to Rule 16(f), a right, privilege, or obligation of a member:
  - (1) is not capable of being transferred or transmitted to another person; and

- (2) terminates upon the person ceasing to be a member, whether by death, resignation or otherwise.
- (f) The obligations created by Rules 16(d)(3), 18(c), 18(d) and 18(f) do not cease if the person resigns or is removed as a member.

## **17 TRANSFER OF MEMBERSHIP**

- (a) A Service or a Life member or an Affiliate, who desires to transfer their membership to another Sub-Branch, may do so provided the provisions relating to transfer of a member in the Branch Rules are complied with.
- (b) A Service or a Life member or an Affiliate, who wishes to apply for a transfer to another Sub-Branch, must inform the Sub-Branch Secretary of their intention to transfer their membership to another Sub-Branch.
- (c) The committee of the gaining Sub-Branch or the State Branch may accept or reject the transfer of a member to their Sub-Branch.
- (d) A member may not transfer between Sub-Branches more than once in a twelve month period without the written approval of the Chief Executive Officer of the Branch.

## **18 RULES CONSTITUTE TERMS OF A CONTRACT**

- (a) These Rules constitute terms of a contract between the Sub-Branch and a member. A member agrees that by virtue of their membership of the Sub-Branch to be bound by these Rules, the National Constitution and the Branch Constitution.
- (b) A member must not:
  - (1) aid, abet, procure or induce a person to breach these Rules or the National Constitution or the Branch Constitution;
  - (2) in any way, directly or indirectly, be knowingly concerned in or a party to a breach of these Rules or the National Constitution or the Branch Constitution;  
or
  - (3) attempt to breach these Rules or the National Constitution or the Branch Constitution.
- (c) A past member must not:
  - (1) aid, abet, procure or induce a person to breach these Rules or the National Constitution or the Branch Constitution;

- (2) in any way, directly or indirectly, be knowingly concerned in or a party to a breach of these Rules or the National Constitution or the Branch Constitution;  
or
- (3) attempt to breach these Rules or the National Constitution or the Branch Constitution.
- (d) A member must do everything in their control to ensure that these Rules and the National Constitution and the Branch Constitution are not breached by a person.
- (e) A Branch Bylaw is binding on the Sub-Branch or a member to the same effect as these Rules.
- (f) A member or a past member must not use the League name or the League badge without the prior written approval of the Branch.

## **19 SUB-BRANCH COMMITTEE**

- (a) The Sub-Branch Committee:
  - (1) is to control and manage the business and affairs of the Sub-Branch;
  - (2) may exercise all such powers and functions as may be exercised by the Sub-Branch other than those powers and functions exercised by the Sub-Branch in general meeting; and
  - (3) may perform all acts and things that appear to the Sub-Branch Committee to be essential for the proper management of the business and affairs of the Sub-Branch.
- (b) The members of the Sub-Branch Committee are:
  - (1) the Sub-Branch Officers elected under Rule 20;
  - (2) three or more members of the Sub-Branch elected under Rule 20;
  - (3) the persons co-opted by the Sub-Branch Committee under Rule 19(d);
  - (4) a member of the Sub-Branch appointed under Rule 19(l); and
  - (5) a person appointed under Rule 19(f).
- (c) A Sub-Branch Officer is a member of the Sub-Branch elected or appointed to one or more of the following positions:
  - (1) the president;
  - (2) an immediate past president (if applicable);
  - (3) senior vice president— League member (if more than one vice president);

- (4) vice president — Affiliate (if resolved by the Committee to have such a position);
- (5) a secretary; and
- (6) a treasurer.

The above Sub-Branch Officers are the Executive of the Sub-Branch.

- (d) The Sub-Branch Committee may co-opt up to three persons but a co-opted person is not entitled to a vote on the Sub-Branch Committee.
- (e) A member of the Sub-Branch Committee must not be:
  - (1) a member of the Committee of another Sub-Branch [except if appointed under Rule 19(d)] ; or
  - (2) an employee of the Sub-Branch (except if appointed under Rule 19(f).
  - (3) a member of the Sub-Branch Committee may occupy only one Committee position at the one time.
- (f) The Sub-Branch Committee may resolve to appoint a Secretary on such terms and conditions as the Sub-Branch Committee from time to time determines, notwithstanding anything to the contrary contained in these Rules.
  - (1) A person so appointed must agree to be bound by these Rules, the Branch Constitution and the National Constitution before such appointment is confirmed.
  - (2) A person so appointed shall be entitled to retain their position as Secretary until the Sub-Branch Committee resolve otherwise.
- (g) A person appointed under Rule 19(f) shall not have the right to vote as a member of the Sub-Branch Committee, notwithstanding anything to the contrary contained in these Rules.
- (h) The Sub-Branch at its annual general meeting must appoint an auditor who must be a member of the Institute of Chartered Accountants or the Australian Society of Certified Practising Accountants or anybody described in section 1280 of the Corporations Law and must be registered under section 1280 of the Corporations Law, unless the State Executive approves otherwise.
- (i) A person ceases to be the immediate past president of the Sub-Branch after the annual general meeting of the Sub-Branch next following their retirement as the president, or upon the earlier retirement of their successor.

- (j) If the president of the Sub-Branch is absent or their office otherwise becomes vacant, the senior vice president (League member) assumes the office of the president. Save and except that prior to the senior vice president or the vice president or any other person (as the case may be) assuming the office of president they must provide to the Sub-Branch Secretary documentary proof of their service record and medal entitlement and until they have done so they cannot occupy the office of President.
- (k) If the Senior Vice President (League member) of the Sub-Branch, is absent or their office otherwise becomes vacant, the Vice President assumes the office of Senior Vice President (League). If a vice president (League member) of the Sub-Branch is absent or their office otherwise becomes vacant, the senior member (League) of the Sub-Branch Committee (by votes polled) assumes the office of a vice president. Save and except that prior to assuming the office of vice president they must provide to the Sub-Branch Secretary documentary proof of their service record and medal entitlement and until they has done so they cannot occupy the office of vice president.
- (l) If there is a vacancy other than the president or vice president (League member), the Sub-Branch Committee may appoint a member of the Sub-Branch to fill the vacancy.
- (m) The office of a member of the Sub-Branch Committee becomes vacant if they:
  - (1) cease to be a member or Affiliate, of the Sub Branch;
  - (2) become of unsound mind or a person who is, or whose estate is, liable to be dealt with under the law relating to mental health;
  - (3) become a bankrupt or insolvent or makes an arrangement or composition with their creditors;
  - (4) are convicted of a serious criminal offence and the Sub-Branch Committee does not within one month of that conviction resolve to confirm the appointment or election to the office of a member of the Sub-Branch Committee;
  - (5) resign by notice in writing to the Sub-Branch Committee;
  - (6) are absent for three consecutive meetings of the Sub-Branch Committee unless the Sub-Branch Committee resolves otherwise;
  - (7) move their principal place of residence outside Victoria, or if they are a member of a Sub-Branch which has members from both sides of the Victorian border, they move their principal place of residence outside Victoria and the bordering State; or

- (8) become an employee of the Sub-Branch [except if appointed under Rule 19(f)].
- (9) is unable to be insured by the Sub-Branch with officers indemnity insurance for any reason.
- (n) The secretary of the Sub-Branch must notify the Chief Executive Officer of a change in the members of the Sub-Branch Committee within fourteen days of a change.
- (o) At the first meeting of a newly constituted Sub-Branch Committee, the Sub-Branch Committee must appoint, from within the Sub-Branch Committee or from the members of the Sub-Branch a person to one or more of the following positions:
  - (1) a memorial custodian for the care of any local public memorial;
  - (2) a membership recruitment officer;
  - (3) a publicity officer;
  - (4) a welfare officer; and
  - (5) an appeals officer.
- (p) The responsibilities and obligations of the President of the Sub-Branch shall include:
  - (1) shall be a member, ex-officio, of all Sub-Committees appointed or elected;
  - (2) when present shall preside at all General and Sub-Branch Committee meetings;
  - (3) may call meetings of the various Sub-Committees as and when they consider the occasion requires;
  - (4) the Sub-Branch President shall at the meetings of the Sub-Branch, or of a Committee or Sub-Committee of the Sub-Branch, possess a vote and where voting is equal upon a question shall be entitled, when in the Chair, to a further or casting vote;
  - (5) ensure that the Sub-Branch discharges its responsibilities, in relation to the Objects of the League, particularly welfare, charitable and commemorative roles; and
  - (6) comply with all obligations and responsibilities required under the Act.
- (q) The duties of a treasurer of the Sub-Branch are, amongst other things to:
  - (1) Supervise the receipt and expenditure of all monies;



- (2) Examine regularly the bank or pass book, pay in slips, accounts, cash and other books of the Sub-Branch, and see that such documents, accounts, and books are properly kept, and that financial transactions of the Sub-Branch are conducted in a regular manner;
- (3) Prepare a report for the Sub-Branch Committee meeting in each month, showing the financial position of the Sub-Branch as disclosed by the documents, accounts, and books made available by the secretary;
- (4) Examine all accounts submitted for payment by the secretary, and certify to the correctness of the account for presentation to the committee where necessary;
- (5) Keep proper accounts by a method appropriate to the size of the Sub-Branch and to record all financial transactions;
- (6) In conjunction with the auditor decide upon the system to be adopted by the secretary in the keeping of all books relating to the financial transactions of the Sub-Branch;
- (7) Preside over any Finance Committee that may be appointed, and advise the Sub-Branch Committee upon its financial position and transactions;
- (8) Be a signatory to cheques, or electronic funds transfer documents, drawn upon the accounts of the Sub-Branch;
- (9) Cause to be prepared for audit and submit audited report and accounts to the annual general meeting of the Sub-Branch, an annual Statement of receipts and expenditure, together with a balance sheet showing the assets and liabilities of the Sub-Branch at the balance date;
- (10) Send audited financial Statements to the Branch by 30 April each year;
- (11) Attend upon the auditor when required and explain anything the auditor may require respecting the accounts;
- (12) Prepare a monthly list of disbursements, and obtain approval of the Sub-Branch Committee at meeting for payment, except in a matter of urgency or necessity, and then by consultation with the secretary or the president to pre-pay such account and then have such payment endorsed by the Sub-Branch Committee at its next meeting;
- (13) comply with all obligations and responsibilities required under the Act; and

- (14) receive all monies paid to or received by the Sub-Branch and issue receipts for those monies in the name of the Sub-Branch;
  - (15) ensure that all monies received are paid into the account of the Sub-Branch within five working days after receipt;
  - (16) make any payments authorized by the Committee or by General Meeting of the Sub-Branch from the Sub-Branch's funds;
  - (17) ensure cheques are signed by at least two Committee members;
  - (18) ensure that the financial records of the Sub-Branch are kept in accordance with the Act;
  - (19) coordinate and prepare the financial statements of the Sub-Branch and have them certified by the Committee prior to the submission to the Annual General Meeting of the Sub-Branch; and
  - (20) ensure that at least one other Committee member has access to the accounts and financial records of the Sub-Branch.
- (r) The duties of a secretary of the Sub-Branch are, amongst other things to:
- (1) attend all meetings of the Sub-Branch;
  - (2) record or cause to be recorded accurate minutes of the proceedings of meetings;
  - (3) when required, furnish the Sub-Branch, the Chief Executive Officer or their representative, with information from Sub-Branch records.
  - (4) prepare and sign all notices and other documents required by the Rules of the Branch or by the Bylaws and directions of the Sub-Branch;
  - (5) give up to the president or to the Sub-Branch Committee, or to any authorised committee, when requested so to do, all documents, monies, property belonging to the Sub-Branch, and upon the Sub-Branch becoming defunct, and upon request, give up to the Chief Executive Officer or their representative, to hold on behalf of veterans' interests in the district, all documents, monies, property in their possession belonging to the late Sub-Branch, and deliver such documents, monies and property to the president, the Sub-Branch Committee, or to the Chief Executive Officer within twenty-four hours of receiving a notice so to do;
  - (6) prepare all returns and Statements required by the Branch, and forward same to the Chief Executive Officer forthwith;

- (7) at the commencement of each Sub-Branch meeting draw the chairperson's attention to the presence of any person not entitled to be present, and advise them of the requirement of a quorum;
  - (8) under the direction of the president or the Sub-Branch Committee, conduct all correspondence of the Sub-Branch;
  - (9) perform such other duties as the Sub-Branch Committee may from time to time require;
  - (10) be a signatory to cheques, or electronic funds transfer documents, drawn upon the accounts of the Sub-Branch;
  - (11) be the First Secretary for the purposes of the Act;
  - (12) keep custody of the common seal if applicable;
  - (13) comply with all obligations and responsibilities required under the Act;
  - (14) maintain the register of members in accordance with the Act;
  - (15) keep custody of all books, documents and securities of the Sub-Branch in accordance with the Act; and
  - (16) as required by the Act, provide members with access to the register of members, the minutes of General Meetings and other books and documents.
- (s) A paid employee of the Sub-Branch being a member of the Sub-Branch [except if appointed under Rule 19(f)] shall not be elected to, or after becoming a paid employee as aforesaid shall not remain on, the Committee of the Sub-Branch.
- (t) That where a staff member of the Sub-Branch resigns, or is terminated for any reason, except if appointed under Rule 19(f), that staff member shall not be eligible to hold a position on the Committee of the Sub-Branch for a period of two years from the date of resignation or termination, save and except that this rule can be waived in relation to a particular person who has previously been a staff member by the passing of a resolution by the Sub-Branch in General Meeting with such resolution receiving a vote of at least 75% of the members present and voting at the said meeting.
- (u) A social member of the Sub-Branch may not be elected to any executive position (that is, president, vice president/s, secretary and/or treasurer) on the Sub-Branch Committee (subject to the provisions of Rule 19(f)). Social members may not hold more than one position on the Committee of the Sub-Branch. A social member on the

Committee of a Sub-Branch may only vote on matters relating to the operation of Sub-Branch facilities available to members of the Sub-Branch.

- (v)
  - (1) A member of the Sub-Branch Committee who has a financial or material interest in a contract or arrangement made or proposed to be made with the Sub-Branch must disclose this interest at the first Committee meeting at which the contract or arrangement is first considered.
  - (2) A member of the Sub-Branch Committee is not entitled to vote in respect of any contract or arrangement with the Sub-Branch in which the member has a financial or material interest and if the member does vote, the vote is not to be counted.
  - (3) A member of a Sub-Branch or the State Branch must not, whilst holding any Office in a Sub-Branch or the State Branch, provide a service for a fee or reward or advantage to any member of a Sub-Branch or the State Branch, for which a facility or service is provided for or available from a Sub-Branch or the State Branch for no fee.
- (w) The Sub-Branch Committee must meet at least four times in each year at the dates, times and places determined by the Sub-Branch Committee. The Committee must ensure that minutes are taken and kept of each Committee meeting. The minutes must record;
  - (1) the name of the members in attendance at the meeting;
  - (2) the business considered at the meeting;
  - (3) any resolution on which a vote is taken and the result of that vote;
  - (4) any material personal interest disclosed; and
  - (5) an action item list or table.
- (x) A meeting of the Sub-Branch Committee must be held in camera unless the Committee resolves otherwise.
- (y) The Sub-Branch Committee shall be responsible for deciding prices chargeable to the Members in the administration of the Sub-Branch and giving therein the necessary notices to members.
- (z) A vote of a member of the Committee is to be given personally.

(aa)

- (1) The Sub-Branch Committee shall appoint a House & Finance Sub-Committee from amongst the members of the Sub-Branch Committee.
- (2) The Sub-Branch Committee shall have power to appoint from among the members such other Sub-Committees for such purposes it shall deem necessary and shall have full power to delegate thereto such power, as it deems appropriate.
- (3) All Sub-Committees shall report in writing upon their proceedings at the next meeting of the Sub-Branch Committee. All such Sub-Committees shall be subordinate to the Sub-Branch Committee, which may allot, vary or amend the duties of such Sub-Committees. Each Sub-Committee shall appoint a Convenor, who shall convene meetings as may be directed by the Sub-Branch Committee or the president of the Sub-Branch. Each Sub-Committee shall keep a minute book containing a true record of all proceedings.

(bb) The Sub-Branch Committee may act notwithstanding any vacancy on the Sub-Branch Committee.

(cc)

- (1) Any five members of the Sub-Branch Committee shall constitute a quorum for the transaction of the business of a meeting of the Sub-Branch Committee.
- (2) No business shall be transacted at a Sub-Branch Committee meeting unless a quorum is present and if within half an hour of the time appointed for a Sub-Branch Committee meeting a quorum is not present the Sub-Branch Committee meeting shall stand adjourned to the same place and at the same hour of the same day in the following week.

(dd) The position held by members of the Sub-Branch Committee elected or appointed under rule 19(b) are honorary positions, [except if appointed under rule 19(f)].

(ee) The Sub-Branch Committee shall undertake such training, in relation to its responsibilities and duties, including Sub-Branch corporate governance, financial management matters, and their responsibility under the Liquor Control Reform Act and the Gambling Act, and as shall be directed by the State Executive from time to time.

## **19A DUTIES OF THE SUB-BRANCH COMMITTEE**

(a) The members of the Sub-Branch Committee must not knowingly or recklessly make improper use of information acquired by virtue of holding that office:

- (1) to gain advantage for themselves or any other person; or
  - (2) to cause detriment to the Sub-Branch.
- (b) The members of the Sub-Branch Committee must not knowingly or recklessly make improper use of that office:
  - (1) to gain advantage for themselves or any other person; or
  - (2) to cause detriment to the Sub-Branch.
- (c) The members of the Sub-Branch Committee must exercise their powers and discharge their duties with the degree of care and diligence that a reasonable person would if that person:
  - (1) were an officeholder of the Sub-Branch in the circumstances applying at the time of the exercise of the power or the discharge of the duty; and
  - (2) occupied the office held by, and had the same responsibilities within the Sub-Branch as, the officeholder.
- (d) The members of the Sub-Branch Committee must make any decision to take or not take action in respect of a matter relevant to the operations of the Sub-Branch:
  - (1) in good faith for a proper purpose; and
  - (2) without a material personal interest in the subject matter; and
  - (3) after informing themselves about the subject matter to the extent that it is believed appropriate; and
  - (4) in the rational belief that the best interests of the Sub-Branch have been considered.
- (e) The members of the Sub-Branch Committee must exercise their powers and discharge their duties:
  - (1) in good faith and in the best interest of the Sub-Branch; and
  - (2) for a proper purpose.

**20 ELECTIONS OF THE SUB-BRANCH COMMITTEE (SEE BRANCH BYLAW 23 FOR VOTING DETAIL)**

- (a)
  - (1) Positions on the Sub-Branch Committee become vacant at the Annual General Meeting of the Sub-Branch as provided for in Rule 20(a)(2), except any person appointed by the Sub-Branch Committee under Rule 19(f) who

shall be entitled to retain their position until the Sub-Branch Committee resolve otherwise.

- (2) That the members of the Sub-Branch Committee shall be elected for a term of two years, save and except that, a Sub-Branch by resolution of the members, may apply to the State Executive for authority to continue one year terms of office, for all Committee positions.
  - a. Persons co-opted under Rule 19(d) shall be appointed for a term not exceeding the term of office for the Committee as provided for in Rule 20(a)(2).
  - b. If a casual vacancy occurs in any committee position the person appointed to fill that position shall hold that office for the term set down for the particular office or position.
- (3) The members of the Sub-Branch Committee shall be elected for a term as provided for in Rule 20(a)(2) by members of a class of membership that constitutes not less than 60% of the total membership of the Sub-Branch, [excluding temporary or honorary members and persons who are members by reason only of reciprocal arrangements with another club or persons whose rights as members are limited to rights as social members (hereinafter in this sub-clause (a) referred to as "the excluded members")]. In the event that the number of members of the Sub-Branch entitled to vote for the election of the Sub-Branch Committee is below 60% of the total membership of the Sub-Branch (excluding the excluded members) then all Associate members of the Sub-Branch (excluding the excluded members) shall be entitled to vote for the election of the Sub-Branch Committee.

(b)

- (1) At least six (6) weeks prior to the date of the proposed Sub-Branch Annual General Meeting, the Committee of the Sub-Branch may resolve to select from the Service and Life Members and Affiliates of the Sub-Branch or from other persons who shall within one (1) month of the nomination and prior to the Annual General Meeting become members of the Sub-Branch in the class of Service Member or Affiliate, up to three (3) persons who at the time of the selection shall not be members of the Committee, to serve on the incoming Committee of the Sub-Branch to be installed after the Annual General Meeting.

- (2) The outgoing Committee shall designate the positions that the selected persons shall hold on the Committee being any of the Secretary, Treasurer, or Committee member.
  - (3) Subject to the consent in writing of each of the selected persons, the Sub-Branch Committee shall nominate and recommend to the Annual General Meeting that the selected persons be elected to the incoming Committee and to the position on the Committee or as office bearer as decided by the outgoing Sub-Branch Committee. There shall, at the Annual General Meeting, be no other election for such Sub-Branch Committee positions.
  - (4) In the event of the Annual General Meeting not electing a person that has been nominated by the Sub-Branch Committee pursuant to this clause, the Sub-Branch Committee shall be able to fill that vacancy as a casual vacancy pursuant to clause 19(l) of these Rules. The person so appointed shall hold office until the next Annual General Meeting; save that a person during that year has nominated to the Annual General Meeting for appointment pursuant to this Rule and not elected by the Annual General Meeting shall not be eligible to be appointed to the casual vacancy.
  - (5) Further to the above, the Committee may resolve to recommend any of the selected person(s) to the Annual General Meeting in subsequent years, but in each year after the first term the Committee must advise the Members of their intention to do so, prior to the date of the closure of nominations for the particular office for Committee. This advice will indicate that if there are other eligible Members who wish to nominate for that Sub-Branch Committee position, and have the skills to fill that position, then a ballot for that position will be conducted. In the absence of any other such eligible and suitable candidates, the Committee nominee shall be duly elected vide Rule 20(h).
- (c) Subject to Rule 20(b), the Sub-Branch Committee must, at least six weeks prior to its annual general meeting determine the manner in which an election (and if necessary, the conduct of a ballot) is to be held.
  - (d) Subject to clauses 20(o)(4) and 10.6(d)(1), a Service member, Life member or an Affiliate, of the Sub-Branch, may nominate or be nominated for one or more positions on the Sub-Branch Committee.
  - (e) That a member nominating for Sub-Branch Officer (Executive) of a Licensed Sub-Branch, holding a license pursuant to the provisions of the Liquor Control Reform



Act, must have served at least 1 year on a Sub-Branch Committee at any time within the past five years, save and except:

- (1) that at the request of the Sub-Branch Committee, the State Executive may waive this rule in relation to a particular person where it has been shown to be in the best interests of the Sub-Branch to do so;
  - (2) persons nominated pursuant to Rule 20(b).
- (f) If the number of nominations for a position on the Sub-Branch Committee exceeds the number to be elected to that position, there is to be an election by secret ballot or a show of hands, as decided by the Sub-Branch Committee under Rule 20(c).
- (g) If a member is elected to a position on the Sub-Branch Committee, any other nominations the member has, lapses.
- (h)
- (1) For the purposes of conducting the ballot, a returning officer and not less than two scrutineers are to be appointed by the Sub-Branch Committee from among the Service or Life members or Affiliates.
  - (2) The ballot shall be conducted in the following descending order:  
president;  
senior vice president - League member [if more than one vice president];  
vice president - League member;  
vice president - Affiliate;  
secretary [except if appointed by the Sub-Branch Committee under Rule 19(f)];  
treasurer;  
committeeman [the senior of whom shall be the member polling the most votes, or if no vote is necessary, then a method as determined by the meeting]
  - (3) If there is a tied vote, the name drawn from a hat by the returning officer in the presence of the scrutineers, is the person elected.
  - (4) If for any reason, the Sub-Branch Committee resolves that they are unable to appoint a returning officer then they shall apply in writing to the State Executive for a League member to be appointed. The State Executive will then appoint a League member to be the returning officer.
  - (5) The returning officer of the Sub-Branch must not be an employee of the Sub-Branch or a candidate for Committee or office.

- (i) If the number of nominations for a position on the Sub-Branch Committee does not exceed the number to be elected to that position, the nominees are duly elected to the position.
- (j) The secretary of the Sub-Branch must notify the Chief Executive Officer within fourteen days of the meeting that appointed or elected the Sub-Branch Committee the members of that Sub-Branch Committee.
- (k) Subject to the provisions of these Rules a Social member may be elected to the Committee of the Sub-Branch but not an executive position. A Service member, Life member, Affiliate or social member of a Sub-Branch may nominate a social member for election to the Sub-Branch Committee other than an executive position.
- (l) A social member of the Sub-Branch is not entitled to vote on any matter other than in respect of the election of a social member to the Committee of the Sub-Branch.
- (m) Canvassing is not permitted for any elected position in the Sub-Branch, subject to Branch Rule 4.9.
- (n)
  - (1) Any officer or member of the Committee of the Sub-Branch may be deposed upon a resolution carried at a specially summoned General Meeting of the Sub-Branch convened by the president for the expressed purpose of considering the deposition, and of which at least fourteen (14) days notice shall be given to all members (excluding honorary members) of the Sub-Branch at the address shown in the Sub-Branch register. The notice is to state the time and place of such meeting and the nature of the business to be transacted at that meeting.
  - (2) The meeting deposing the officer or member of the Committee shall forthwith proceed to elect a member to fill the vacancy created. Such casual vacancy shall hold office until the next Annual General Meeting.
- (o)
  - (1) At the meeting referred to in Rule 20(b) the Committee shall determine whether the elections are to be formal nominations or nominations from the floor at the Annual General Meeting
  - (2) Nominations, whether formal or from the floor, of persons who are not Life members or life subscribers, who have not paid the annual subscriptions for the current year, must be rejected [see Rule 11A (b)].

- (3) Formal nominations shall be in accordance with the following Rules 20(o)(4) to 20(o)(8).
- (4) Nominations for Committee shall be in writing, contain the name and address of the nominated member, be signed by at least two (2) members entitled to vote and shall be delivered to the returning officer at least fourteen (14) days before the date fixed for the Annual General Meeting, or the date of the election (ballot) if held separately, and shall be posted on the notice board by noon on the day following receipt of each such nomination.
- (5) The name and address of any person proposed for election as a member of the Sub-Branch Committee shall be displayed in a conspicuous place in the Sub-Branch premises for not less than one (1) week before the date of the election.
- (6) The nomination form for election and the record of the Sub-Branch Officers and Committee shall be in accordance with Branch requirements.
- (7) Any withdrawal of a nomination by a candidate shall be in writing and submitted to the returning officer and shall be posted on the notice board by the returning officer at the earliest opportunity.
- (8) Notwithstanding other provisions in these Rules, a candidate for the office of Sub-Branch President or Senior Vice President (League member) or Vice President (League member) must provide to the Sub-Branch Secretary and the Returning Officer documentary proof of their service record and medal entitlement and until they have done so the Returning Officer must reject the nomination. If after the date and time of the close of nominations the required proof has not been provided then the nomination lapses.

## **21 MEETINGS OF THE SUB-BRANCH**

The Committee must ensure that minutes are taken and kept of each meeting of the Sub-Branch. The minutes must record:

- (a) the name of the members in attendance at the meeting,
- (b) the business considered at the meeting,
- (c) any resolution on which a vote is taken and the result of that vote,
- (d) the financial statements submitted to the members including the certification that the financial statements are true and fair, and
- (e) any auditor's accounts and auditor's report.

## 21A. ANNUAL GENERAL MEETING

- (a) The Sub-Branch must hold an Annual General Meeting (AGM), which is the governing body of the Sub-Branch, before the end of April each year on such date, time and place as the Committee of the Sub-Branch shall determine. Notice of the annual general meeting is to be provided to all members (excluding honorary members) of the Sub-Branch in accordance with Rule 12.
- (b) At the annual general meeting of the Sub-Branch:
  - (1) the president of the Sub-Branch must present their report on the Sub-Branch for the preceding year.
  - (2) the treasurer of the Sub-Branch must submit the audited financial statements of the Sub-Branch, in accordance with Part 7 of the Act, for the preceding year.
  - (3) the Sub-Branch Committee are to be elected or the returning officer declare the results of an election previously conducted in a manner determined by the Sub-Branch under the provision of Rule 20(b).
  - (4) the auditor of the Sub-Branch is to be appointed.
  - (5) other business of which notice has been given or which the chairperson deems important is to be dealt with.
  - (6) the returning officer of the Sub-Branch must not be a candidate for office or Committee for which an election is necessary.
- (c)
  - (1) Until otherwise determined by the Sub-Branch, the quorum for the annual general meeting shall comprise those Service and Life members and Affiliates present at the appointed time for any meeting, subject to the proviso that the number of Service and Life members (who are not Sub-Branch officers or Committee persons) present exceeds the number of Sub-Branch officers and Committee members present.
  - (2) If within half an hour after the appointed time for the commencement of the annual general meeting a quorum is not present, the chairperson must adjourn the annual general meeting to a date not less than twenty one (21) days from the original meeting and to a time and place as the chairperson decides and if at the adjourned meeting the quorum is not present within half an hour after the appointed time for the commencement of the annual general meeting the Service and Life members present are the quorum.

- (3) The Sub-Branch Secretary must give written notice to all members (excluding honorary members) of the Sub-Branch of the adjourned annual general meeting at least fourteen (14) days before the adjourned annual general meeting.
- (d)
- (1) The president of the Sub-Branch is to be the chairperson of the annual general meeting but if the Sub-Branch president is not present within fifteen (15) minutes after the time appointed for the commencement of the annual General meeting, or is unwilling or unable to act as the chairperson, the Sub-Branch senior vice-president, is to be the chairperson of the annual general meeting.
  - (2) If the Sub-Branch senior vice president is not present within fifteen (15) minutes after the time appointed for the commencement of the annual general meeting, or is unwilling or unable to act as the chairperson of the annual general meeting, the Service and Life members of the Sub-Branch present shall elect one of their number to preside as chairperson of the meeting.
- (e)
- (1) The only business to be transacted at the annual general meeting is that included on the agenda, unless the chairperson decides that it is in the interests of the Sub-Branch that business not included on the agenda be transacted.
  - (2) The annual general meeting shall determine if an honorarium is to be paid in the following financial year to Sub-Branch officers and if so the amount to be paid.
- (f) A quorum must be present at the annual general meeting before any business is to be transacted except for the election of a chairperson and the adjournment of the annual general meeting under Rule 21A(c)(2).
- (g) A question arising at the annual general meeting is to be decided by a majority unless otherwise required by the Act, the National Constitution or the Branch Constitution or these Rules.
- (h) Save for the election of the Sub-Branch Committee which shall be conducted in accordance with Rule 20(b) and 20(e), a question arising at an annual general meeting is to be determined on a show of hands and unless before or on the show of hands a poll is demanded, a declaration by the chairperson that a resolution has, on

a show of hands, been carried or carried unanimously or carried by a particular majority or lost and an entry to that effect is made in the minute book, that entry is evidence of that fact, without proof of the number or proportion of the votes recorded in favour of, or against, that resolution.

- (i) At an annual general meeting of the Sub-Branch a member of the Sub-Branch entitled to vote under these Rules has one vote only. A member of the Sub-Branch entitled to vote at an annual general meeting may only vote in person, by postal or absentee voting, as determined by the Committee under Rule 20(b). Proxy voting is not permitted.
- (j) In the case of an equality of voting on a question, the chairperson is entitled to exercise a casting vote.
- (k) A poll at an annual general meeting may be demanded by no less than five members of the Sub-Branch entitled to vote at the annual general meeting.
- (l) If a poll on any question is demanded, it is to be taken at that meeting in such manner as the chairperson directs and the resolution of the poll is to be deemed to be a resolution of the annual general meeting on that question.
- (m) If a poll is demanded on the election of a chairperson or on a question of an adjournment under Rule 21A(c)(2) it is to be taken immediately.
- (n) A poll that is demanded on any other question is to be taken at such time before the close of the annual general meeting as the chairperson directs.
- (o) Subject to Rule 11A(b), a member of the Sub-Branch is not entitled to vote at the annual general meeting unless all moneys due and payable by the member to the Sub-Branch have been paid.

## **21B. ORDINARY GENERAL MEETINGS**

- (a) The Sub-Branch Committee shall, subject to Rule 12, convene not less than one ordinary general meeting (OGM) of the members [excluding honorary members] of the Sub-Branch between Annual General Meetings.
- (b) One such ordinary general meeting shall be held within sixty days immediately preceding the Annual Conference under the Branch Constitution to:
  - (1) Determine the votes of the Sub-Branch for Branch Officers.
  - (2) Instruct the Sub-Branch delegates to the Annual Conference on how to vote on matters listed in the Agenda for the Annual Conference.

(c)

- (1) Until otherwise determined by the Sub-Branch, the quorum for an ordinary general meeting shall comprise those Service and Life members and Affiliates present at the appointed time for any meeting, subject to the proviso that the number of Service and Life members (who are not Sub-Branch Officers or Committee persons) present exceeds the number of Sub-Branch Officers and Committee members present.
- (2) If within half an hour after the appointed time for the commencement of the ordinary general meeting a quorum is not present, the chairperson must adjourn the ordinary general meeting to a date not less than twenty one (21) days from the original meeting and to a time and place as the chairperson decides and if at the adjourned meeting the quorum is not present within half an hour after the appointed time for the commencement of the ordinary general meeting the Service and Life members present are the quorum.
- (3) The Sub-Branch Secretary must give written notice to all members of the Sub-Branch of the adjourned ordinary general meeting at least fourteen (14) days before the adjourned ordinary general meeting.

(d)

- (1) The president of the Sub-Branch is to be the chairperson of the ordinary general meeting but if the Sub-Branch President is not present within fifteen (15) minutes after the time appointed for the commencement of the ordinary general meeting, or is unwilling or unable to act as the chairperson, the Sub-Branch senior vice-president, is to be the chairperson of the ordinary general meeting.
- (2) If the Sub-Branch senior vice president is not present within fifteen (15) minutes after the time appointed for the commencement of the ordinary general meeting, or is unwilling or unable to act as the chairperson of the ordinary general meeting, the Service and Life members of the Sub-Branch present shall elect one of their number to preside as chairperson of the meeting.

(e) The only business to be transacted at the ordinary general meeting is that included on the agenda, unless the meeting resolves that it is in the interest of the Sub-Branch that the business not included on the agenda be transacted.

- (f) A quorum must be present at an ordinary general meeting before any business is to be transacted except for the election of a chairperson and the adjournment of the ordinary general meeting under Rule 21B(c)(2).
- (g) A question arising at the ordinary general meeting is to be decided by a majority unless otherwise required by the Act, the National Constitution or the Branch Constitution or these Rules.
- (h) A question arising at an ordinary general meeting is to be determined on a show of hands and unless before or on the show of hands a poll is demanded, a declaration by the chairperson that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost and an entry to that effect is made in the minute book, that entry is evidence of that fact, without proof of the number or proportion of the votes recorded in favour of, or against, that resolution.
- (i) At an ordinary general meeting of the Sub-Branch a member of the Sub-Branch entitled to vote under these Rules has one vote only. A member of the Sub-Branch entitled to vote at an ordinary general meeting may only vote in person. Proxy voting is not permitted.
- (j) In the case of an equality of voting on a question, the chairperson is entitled to exercise a casting vote.
- (k) A poll at an ordinary general meeting may be demanded by no less than five members of the Sub-Branch entitled to vote at the ordinary general meeting.
- (l) If a poll on any question is demanded, it is to be taken at that meeting in such manner as the chairperson directs and the resolution of the poll is to be deemed to be a resolution of the ordinary general meeting on that question.
- (m) If a poll is demanded on the election of a chairperson or on a question of an adjournment under Rule 21B(c)(2) it is to be taken immediately.
- (n) A poll that is demanded on any other question is to be taken at such time before the close of the ordinary general meeting as the chairperson directs.
- (o) Subject to Rule 11A(b), a member of the Sub-Branch is not entitled to vote at an ordinary general meeting unless all moneys due and payable by the member to the Sub-Branch have been paid.

## **21C. EXTRAORDINARY GENERAL MEETINGS**

- (a) Subject to the provisions of Rule 21C(t), the Sub-Branch Committee must, on the written request of ten per cent of the Service and Life members of the Sub-Branch, convene an extraordinary general meeting.



- (b) The request under Rule 21C(a) must state the business for which the extraordinary general meeting is required.
- (c) The extraordinary general meeting shall be called within thirty days from the receipt of the request, such meeting to be held within forty-nine days of the date of the receipt of the request.
- (d) If the Sub-Branch Committee does not convene an extraordinary general meeting pursuant to Rule 21C(a) in the time required under Rule 21C(c), the extraordinary general meeting may be convened by the members who had made the request under Rule 21C(a).
- (e) The Sub-Branch Committee or, if proceeding under Rule 21C(d), the requesting members, must serve on the members (excluding honorary members) of the Sub-Branch a notice of the extraordinary general meeting together with details of the business to be transacted at least seven (7) days before the extraordinary general meeting.
- (f)
  - (1) Except for a meeting convened under Rule 21C(t), the quorum for an extraordinary general meeting shall comprise those Service and Life members and Affiliates present at the appointed time for the meeting, subject to the proviso that the number of Service and Life members (who are not Sub-Branch officers or Committee persons) present exceeds the number of Sub-Branch officers and Committee members present.
  - (2) If within half an hour after the appointed time for the commencement of the extraordinary general meeting a quorum is not present the meeting, if convened upon the requisition of members, shall be dissolved.
  - (3) If within half an hour after the appointed time for the commencement of the extraordinary general meeting a quorum is not present the meeting, if convened by the State Executive, shall be adjourned by the chairperson to a date not less than twenty-one days from the original meeting and to a time and place as the chairperson decides and if at the adjourned meeting the quorum is not present within half an hour after the appointed time for the commencement of the Extraordinary general meeting the Service and Life members present are the quorum.
  - (4) The Secretary of the Sub-Branch must give written notice to all members (excluding Community and honorary members) of the Sub-Branch of the

adjourned extraordinary general meeting at least seven days before the adjourned extraordinary general meeting.

- (g) Subject to Rule 21C(v) hereof:
- (1) The president of the Sub-Branch is to be the chairperson of the extraordinary general meeting but if the Sub-Branch president is not present within fifteen minutes after the time appointed for the commencement of the extraordinary general meeting, or is unwilling or unable to act as the chairperson, the Sub-Branch senior vice-president, is to be the chairperson of the extraordinary general meeting.
  - (2) If the Sub-Branch senior vice president is not present within fifteen minutes after the time appointed for the commencement of the extraordinary general meeting, or is unwilling or unable to act as the chairperson of the extraordinary general meeting, the Service and Life members of the Sub-Branch present shall elect one of their number to preside as chairperson of the meeting.
- (h) The only business to be transacted at the extraordinary general meeting is that included on the agenda.
- (i) A quorum must be present at the extraordinary general meeting before any business is to be transacted except for the election of a chairperson and the adjournment of the extraordinary general meeting under Rule 21C(f)(3).
- (j) A question arising at the extraordinary general meeting is to be decided by a majority unless otherwise required by the Act, the National Constitution or the Branch Constitution or these Rules.
- (k) A question arising at an extraordinary general meeting is to be determined on a show of hands and unless before or on the show of hands a poll is demanded, a declaration by the chairperson that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost and an entry to that effect is made in the minute book, that entry is evidence of that fact, without proof of the number or proportion of the votes recorded in favour of, or against, that resolution.
- (l) At an extraordinary general meeting of the Sub-Branch a member of the Sub-Branch entitled to vote under these Rules has one vote only. A member of the Sub-Branch entitled to vote at an extraordinary general meeting may only vote in person. Proxy voting is not permitted.

- (m) Except for an extraordinary general meeting convened under Rule 21C(t), in the case of an equality of votes the chairperson of the meeting is entitled to exercise a casting vote.
- (n) A poll at an extraordinary general meeting may be demanded by no less than five members of the Sub-Branch entitled to vote at the extraordinary general meeting.
- (o) If a poll on any question is demanded, it is to be taken at that meeting in such manner as the chairperson directs and the resolution of the poll is to be deemed to be a resolution of the extraordinary general meeting on that question.
- (p) If a poll is demanded on the election of a chairperson or on a question of an adjournment under Rule 21C(f)(3) it is to be taken immediately.
- (q) A poll that is demanded on any other question is to be taken at such time before the close of the extraordinary general meeting as the chairperson directs.
- (r) Subject to Rule 11A(b), a member of the Sub-Branch is not entitled to vote at an extraordinary general meeting unless all moneys due and payable by the member to the Sub-Branch have been paid.
- (s) Unless called by the State Executive under Rule 21C(t), there shall only be one extraordinary general meeting of the Sub-Branch in any one calendar year. Should circumstances prevail that members require an additional extraordinary general meeting, the request referred to in Rule 21C(a) shall be directed to the Chief Executive Officer who shall refer the matter to the State Branch Tribunal, which shall provide a written report and recommendation to the State Executive within forty-nine days of receipt of the request.
- (t) The State Executive may:
  - (1) convene an extraordinary general meeting of a Sub-Branch, either as a result of the deliberations of the State Branch Tribunal under Rule 21C(s) or of its own volition; and
  - (2) determine the quorum of the extraordinary general meeting.
- (u) When the State Executive convenes an extraordinary general meeting of the Sub-Branch the State Executive shall appoint a person to chair the meeting.
- (v) The State Executive must serve a notice on the members (excluding honorary members) of the Sub-Branch of the extraordinary general meeting convened under Rule 21C(t) together with the business to be transacted at least seven (7) days before the extraordinary general meeting.

- (w) At the Sub-Branch extraordinary general meeting, however convened, a State officer, the Chief Executive Officer or representative appointed by resolution of the State Executive, shall have the right to attend and speak at the meeting.

## **22 SUSPENSION OR DISSOLUTION OF THE SUB-BRANCH**

- (a) If the Sub-Branch contravenes or fails to observe or perform any of the provisions of the National Constitution, fails to be bound by or promote the standing policy of the League or has been guilty of conduct prejudicial to the interests of the League, the Branch may deal with the matter in accordance with National Bylaw 8.
- (b) The provisions contained in National Bylaw 8 apply, mutatis mutandis, if the Sub-Branch contravenes or fails to observe or perform any of the provisions of these Rules or has been guilty of conduct prejudicial to the interest of the Branch.
- (c) If the charter of the Sub-Branch is suspended, the State Executive is to control the affairs of the Sub-Branch.
- (d) If the Sub-Branch is dissolved, wound up or its charter is withdrawn by the Branch, the Sub-Branch property shall be dealt with in accordance with Rule 35(e).

## **23 SIGNING OF CHEQUES & ELECTRONIC FUNDS TRANSFER**

- (a) A cheque, or an Electronic Funds transfer, drawn on an account of the Sub-Branch is to be signed by any two executive members of the Committee; duly minuted as signatories by the Sub-Branch Committee. The Committee may also resolve to nominate the Manager (if appointed) to be a signatory, provided that where accounts are administered under the Veterans Act 2005 (VIC) the signatories must comply with the Act.

The procedure for urgent electronic funds transfers where no signatories are available shall be determined by the Sub-Branch Committee. All Electronic Funds transfers are to be presented by the Treasurer at the next Sub-Branch Committee Meeting.

## **24 SUB-BRANCH BOOKS**

- (a) Except as otherwise provided in these Rules, the secretary or the secretary/treasurer of the Sub-Branch is to keep in their custody or under their control all the books, accounts, minutes books, statutory registers kept under any law (if any), records and securities maintained by the Sub-Branch.
- (b) The Sub-Branch must, if required by the Branch, produce for inspection all books, accounts, minutes books, statutory registers kept under any law (if any), records and

securities and supply such returns and other information as the Branch may from time to time require.

- (c) Subject to the Act, any member may have access to the minutes of General Meetings and the register of members. A member must not make improper use of information about a person obtained from the register of members and access to personal information of a person recorded in the register of members may be restricted by the Committee.
- (d) Those funds generated by, or for a Sub-Committee of the Sub-Branch, a Sporting Section or a Subsidiary Association or Section (as defined in Branch Rules Part 16), remain under the control of the President and members of the Sub-Branch Committee.

## **25 ACCOUNTS OF THE SUB-BRANCH**

The audited accounts of the Sub-Branch must be provided to the Branch by 30 April each year.

## **26 MONEY RECEIVED**

All money raised, collected or otherwise received by any person or persons where the name of the Sub-Branch is used or inferred must be paid into the Sub-Branch bank account and a receipt issued.

## **27 COMMUNICATIONS WITH GOVERNMENTS, THE LEAGUE AND BRANCHES**

A League matter raised by the Sub-Branch or a member of the Sub-Branch for the attention of any Government of the Commonwealth, State or Territory, the League or any of its Officers or the Branch or any other State Branch, must be directed through the Chief Executive Officer, unless otherwise approved in writing by the State Executive.

## **28 NO AMALGAMATION**

The Sub-Branch must not amalgamate with any other body, including another Sub-Branch, without the prior written approval of the State Executive.

## **29 SALE OF REAL SUB-BRANCH PROPERTY AND CREATION OF SECURITY INTERESTS**

- (a) The Sub-Branch is not authorised and must not supply or offer to supply or permit a person to supply or offer to supply Sub-Branch real property without the prior written authorisation of the State Executive.

- (b) The Sub-Branch is not authorised and must not lease or offer to lease or permit a person to lease or offer to lease Sub-Branch real property with an option to supply or acquire the Sub-Branch property without the prior written authorisation of the State Executive.
- (c) The Sub-Branch is not authorised and must not create any security interest whatsoever or permit a person to create any security interest whatsoever over Sub-Branch property without the prior written authorisation of the State Executive.
- (d) The request for authorisation under Rule 29(a), (b) or (c) must include details of the Sub-Branch property and evidence of the Market Value and/or Market Rental of the Sub-Branch property.
- (e) A Sub-Branch is not authorised and must not raise a secured loan from any source without the prior written authorisation of the State Executive, which shall not be unreasonably withheld.

### **30 SUB-BRANCH MILITARY MEMORABILIA**

A Sub-Branch must not dispose of any military and historical memorabilia it has in its possession or power without the prior written approval of the State Executive.

### **31 APPOINTMENT OF A NOMINEE**

The Nominee (being a nominee appointed under Section 54 of the Liquor Control Reform Act) shall have power to appoint Sub-Branch stewards and any further bar staff as required and arrange salaries and duties and conditions of employment. All instructions relative to the sale of liquor and staff shall be given by the Nominee. Any other bar staff shall receive instructions from the Nominee.

In the absence of the secretary, any nominee, senior Steward, officers or a committee member from the Sub-Branch, the steward on duty will be in charge of the discipline of the Sub-Branch.

### **32 BYLAWS**

- (a) The Sub-Branch may draw up Sub-Branch Bylaws for its administrative activities. The Sub-Branch Bylaws must not be inconsistent with the National Constitution, the Branch Constitution or these Rules. Insofar as the Sub-Branch Bylaws are inconsistent with the National Constitution or the Branch Constitution or these Rules they are invalid.
- (b) The Sub-Branch Bylaws are to be submitted to the Branch for approval and are not operative until approved in writing by the State Executive.

### **33 LICENSING REQUIREMENTS (ADDITIONAL)**

- (a) No liquor shall be sold or supplied to any person under the age of eighteen (18) years except where any such person is accompanied by a spouse or parent or guardian and the liquor is sold or supplied for consumption as part of a meal supplied on the Sub-Branch premises.
- (b) A visitor shall not be supplied with liquor in the Sub-Branch premises unless the visitor is:
  - (1) a guest in the company of a member of the Club; or
  - (2) at a particular function or occasion in respect of which a limited licence has been granted under the provisions of Section 26 of the Liquor Control Reform Act.
- (c) No person under eighteen (18) years of age shall be employed in the Sub-Branch.
- (d) No payment or part payment of any Secretary, Manager or other Officer or Servant of the Sub-Branch shall be made by way of commission or allowance from or upon the receipts of the Sub-Branch for the sale and disposal of liquor.
- (e) No liquor shall be sold or supplied for consumption elsewhere than on the Sub-Branch premises unless the licence under the Liquor Control Reform Act authorises the sale of liquor for consumption off the Sub-Branch premises. Any liquor so sold must be removed from the premises of the Sub-Branch by the Member purchasing same.
- (f) No member, visitor shall be served with liquor except in accordance with the Club Licence held by the Sub-Branch under the Liquor Control Act or in accordance with any Extended Hours Permit held in conjunction therewith.
- (g) No member or other person shall on the Sub-Branch premises bet or offer to bet, whether by way of gaming, wagering, cards or dice, or on the result of any race, game, sport or exercise, or in any other manner whatsoever, nor commit any other breach of the Gambling Regulation Act 2003 (Vic), unless so authorised by a Statute or Regulation.
- (h) No person shall receive a greater profit, benefit or advantage from the Sub-Branch than that received by every Member thereof other than a remuneration or honorarium as approved by the Members for work done by the Secretary, Treasurer or other Officer of the Sub-Branch or salary or wages paid to employees.
- (i) The Sub-Branch may, with the authority of the Committee make application from time to time:

- (1) for a Limited Licence to authorise the sale and disposal of liquor on occasions or in locations not authorised by the Club Licence;
  - (2) for an Extended Hours Permit to authorise the sale and disposal of liquor within the premises of the Sub-Branch at times to which the hours authorised by the Club Licence do not ordinarily extend.
- (j) Notwithstanding any provisions to the contrary contained in these Rules while and as long as the Sub-Branch is the holder of a Club Licence under the Liquor Control Reform Act:
- (1) the facilities of the Sub-Branch shall be provided and maintained from the joint funds of the Sub-Branch; and
  - (2) except as otherwise permitted under the Liquor Control Reform Act no person shall be entitled to receive nor shall receive a greater profit, benefit or advantage from the Sub-Branch than that to which any member is entitled or receives.
  - (3) The Secretary of the Sub-Branch shall keep a record of members of the Sub-Branch voting at an election of members of the Sub-Branch.

### **34 VISITORS**

- (a) The names of all Visitors, and the names of members introducing them, shall be recorded in a book kept for that purpose.
- (b) Visitors' names and addresses shall be entered in the Visitors Book, which shall be signed by the member introducing the Visitors. Visitors may only remain in the Sub-Branch during the pleasure and presence of the member introducing them and must not be supplied with liquor in the Sub-Branch premises unless the guest is in the company of a member of the Sub-Branch and were admitted to the Sub-Branch premises, in accordance with the provisions of these Rules.
- (c) The number of Visitors allowable per member shall not exceed three (3) per visit, or such other number as shall be fixed by the Committee from time to time, except when with the consent of the Committee a special function is held at which one (1) or a small number of members is or are the host.
  - (1) Any member may object to the presence of any visitor and in such case the visitor must immediately retire from the premises of the Sub-Branch.
  - (2) The same visitor may not be admitted to the Sub-Branch on more than twelve (12) occasions in the one calendar year, but this restriction shall not apply to the partner, son or daughter and fiancée of a member.



- (d) Members introducing Visitors are held responsible for their good conduct and also any debts contracted by them to the Sub-Branch.
- (e) Visitors may be allowed to take part in games conducted at the premises of the Sub-Branch but not to the exclusion of members of the Sub-Branch and any such Visitors if requested by an Officer or Official of the Sub-Branch to vacate the premises shall do so immediately.

### **35 APPLICATION AND DISPOSAL OF ASSETS**

- (a) The income and property of the Sub-Branch is to be used and applied solely in promotion of its purposes and the exercise of its powers.
- (b) Subject to Rules 35(c) and (d), the income and property of the Sub-Branch is not to be distributed, paid or transferred directly or indirectly by way of dividend, bonus or otherwise by way of profit to a member.
- (c) The Sub-Branch may pay, in good faith, interest to a Member in respect of money advanced by the member to the Branch or otherwise owing by the Sub-Branch to the member or of remuneration to a Sub-Branch Officer or an employee of the Sub-Branch or for services rendered to the Sub-Branch by a member.
- (d) The Sub-Branch may pay or repay a Member for out of pocket expenses, money lent, reasonable and proper charges for goods hired by the Sub-Branch from a member or reasonable and proper rent for premises demised or let to the Sub-Branch from a member.
- (e) In the event of the Sub-Branch being wound up and there remains after the satisfaction of all of its liabilities any property or money, it shall not be paid to or distributed to the members of the Sub-Branch, but shall be transferred or paid to the Branch to be applied by the Branch in fulfilment of the objects of the Branch.

### **36 CONSENT OF THE MINISTER**

The consent of the Minister is required before any alteration is made to Rule 35(e), which would permit a distribution on winding-up for a purpose other than a charitable purpose.

### **37 COMMON SEAL**

- (a) The common seal of the Sub-Branch shall be kept in the custody of the Secretary of the Sub-Branch if applicable.
- (b) The common seal shall not be affixed to any instrument except by the authority of the Committee of the Sub-Branch and the affixing of the common seal shall be attested by any two Sub-Branch Officers if applicable.

### **38 SOURCES OF FUNDS OF THE SUB-BRANCH**

The funds of the Sub-Branch shall be derived from entrance fees, annual subscriptions, donations and such other sources as the Sub-Branch Committee determines.

**RETURNED & SERVICES LEAGUE  
OF  
AUSTRALIA**

***(VICTORIAN BRANCH) INC.***

**A0028777L**



"Serving Still"

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**Branch Bylaw 10C**

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**AUTHORISED RULES FOR UNINCORPORATED  
SUB-BRANCHES NOT CONDUCTING GAMING OR  
LICENSED FOR LIQUOR**

**Volume 1.2**

Revised and reprinted in accordance with special resolutions carried by the State Executive at their meetings throughout the year and resolutions carried at the State Annual Conference held at ANZAC House on 28<sup>th</sup> November 2020.

**ANZAC House, 4 Collins Street, Melbourne, Victoria, 3000**

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**\*\*\*\*\* RSL SUB-BRANCH (UNINCORPORATED)**

**RULES**

**1 NAME**

The name of the Sub-Branch shall be the \*\*\*\*\* RSL Sub-Branch (unincorporated).

**2.1 Statement of Purposes of the Sub-Branch**

The objects for which the Sub-Branch is established are:

- (a) Provide for the sick, helpless, wounded, aged, disabled, destitute and needy among those who are serving or who have served in the Australian Defence Forces, the various British Commonwealth Defence Forces, members of allied Defence Forces and their dependents;
- (b) Perpetuate the close and kindly ties of friendship created by the mutual service in the Australian Defence Forces or in the forces of nations traditionally allied with Australia and the recollections associated with that experience;
- (c) Maintain a proper standard of dignity and honour among all past and present members of the Australian Defence Forces and set an example of public spirit and noble hearted endeavour;
- (d) Preserve the memory and records of those who suffered and died for Australia, erect monuments to their valour, provide them with suitable burial places, and establish and preserve, in their honour, the annual commemoration day known as ANZAC Day;
- (e) Encourage loyalty to Australia and secure patriotic service in the interests of Australia;
- (f) Protect the good name and preserve the interests and standing of members of the Australian Defence Forces;
- (g) Encourage a Member as a citizen, to serve Australia with that spirit of self sacrifice and loyalty with which they served as members of the Australian Defence Forces;
- (h) The promotion of a social organisation and Sub-Branch of the Branch composed of those who are serving or who have served in the Australian Defence Forces, the various British Commonwealth Defence Forces, Members of Allied Defence Forces, their dependents and such other persons who from time to time may be admitted to membership in accordance with these Rules.

- (i) To provide means of social interaction between persons who are Members of the League and in particular Members of the \*\*\*\*\* RSL Sub-Branch of the Branch and their friends and guests.
- (j) To make contributions to any charitable relief benefit commemoration or memorial fund of any kind whatsoever as the Committee may deem advisable.
- (k) To further the interests of and to support the Branch.
- (l) To provide for the sick, helpless, wounded, aged, disabled, destitute and needy.

## **2.2 Powers of the Sub-Branch**

- (a) To encourage the fullest liaison and co-operation with other responsible persons and organisations in the community as the Committee shall decide, with particular emphasis to encouraging the use of the rooms of the Sub-Branch when such use shall be calculated to benefit the community.
- (b) To invest and deal with the money of the Sub-Branch not immediately required upon such securities and investments and generally in such manner and in accordance with the overall policy of the League as may from time to time be determined.
- (c) To engage, employ, dismiss and remunerate professional advisers, secretaries, accountants, managers, brokers, experts and such other persons, officers and employees as may be necessary or desirable for the purpose of carrying on the business of the Sub-Branch or furthering any or all of the objects herein set out.
- (d) To place any money or deposit with any banking or other non-banking institutions, to open accounts and to pay money into and withdraw money from such accounts.
- (e) With the written consent of the State Executive to enter into any arrangements with any government or authority that are incidental or conducive to the attainment of the objects and the exercise of the powers of the Sub-Branch, to obtain from any such government or authority any rights, privileges, concessions, licenses, permits or registrations which the Sub-Branch may think it desirable to obtain, and to carry out, exercise and comply with any such rights, privileges, concessions or licenses;
- (f) To construct, improve, maintain, furnish, develop, work, manage, carry out, alter or control any houses, buildings, clubrooms, information bureaux, libraries, literary, social, educational and benevolent institutions, grounds, works or conveniences which directly or indirectly advance the Sub-Branch's interests, and to contribute to, subsidise or otherwise assist and take part in the above;



- (g) To make grants, donations, gifts and give assistance to such persons, trusts, groups, associations, societies, institutions or other entities as the Sub-Branch thinks fit;
- (h) To do all such other things as are incidental or conducive to the attainment of the objects and the exercise of the powers of the Sub-Branch;
- (i) To form a women's auxiliary if desired which shall be conducted under the Branch Rules in Branch Bylaw 6 or such other rules as the Branch or the State Executive may decide.

### **3 ALTERATIONS OF THESE RULES**

- (a) The Sub-Branch shall not, without the consent in writing of the State Executive, make any new Rule, alteration or variation to the Rules of the Sub-Branch. No new Rule, alteration or variation of these Rules shall take effect unless and until the new Rule, alteration or variation has been approved in writing by the State Executive.

- (b) Inconsistency

If there is inconsistency between these Rules and the Branch Rules and/or the National Constitution, the Branch Rules and the National Constitution shall prevail to the extent of the inconsistency. In the event that there is any inconsistency between the Branch Rules and the National Constitution, then the provisions of the National Constitution shall prevail.

### **4 POLICY**

The Policy of the Sub-Branch shall be national and non-sectarian and in relation to questions of party politics non-partisan.

#### **5.1 Definitions and Interpretation**

In these Rules -

**"Affiliate/s"** means an Affiliate of the Branch admitted pursuant to the Branch Rules, and is a member of the Sub-Branch.

**"Branch"** shall mean The Returned & Services League of Australia (Victorian Branch) Inc.

**"Branch Rules"** means the Rules of the Branch.

**"Chief Executive Officer of the Branch"** means the person appointed from time to time under Branch Rules, Rule 9.7 (a) by the State Executive.

**"Committee" or "Sub-Branch Committee"** means the Committee of the Sub-Branch constituted under Rule 18.

**"Financial Year"** means the year ending 31 December.

**"In Writing"** and **"Written"** include typing or printing, lithography, photography and other modes of representing or reproducing words and figures in visible form.

**"League"** means the Returned and Services League of Australia Limited A.C.N. 008 488 097.

**"League member"** means a Life member or a Service member of the League, and is a member of the Sub-Branch.

**"members"** shall mean all persons admitted pursuant to these Rules to any of the following classes of membership:

Service members

Life members

Associate members

Affiliate/s

Honorary members

Social members [if permitted pursuant to Rule 9.4(a)]

**"National Constitution"** means the National Rules and Bylaws of the League.

**"National Rules"** means the National Constitution of the League.

**"Patriotic Funds"** means those Funds described in Part 4 of the Veterans Act (Vic).

**"State Branch Tribunal"** means the Tribunal established by the Branch Rules under Rule 4.18 and National Bylaw 8.

**"State Executive"** means the Body constituted under Rule 7.3 (a) of the Branch Rules.

**"Sub-Branch"** shall mean the \*\*\*\*\* Sub-Branch.

**"Sub-Branch Secretary" or "Secretary of the Sub-Branch"** means the Secretary of the Sub-Branch.

**"Veterans Act"** means the Veterans Act 2005 (Vic) or any amendment or re-enactment thereof.

**"Victorian Veterans Council"** means the Council established by section 4 of the Veterans Act.

**"Victorian Veterans Fund"** means the Fund established by section 20 of the Veterans Act.

## 5.2 Interpretation

In these Rules, unless the context otherwise requires:

- (a) headings, underlining and the table of contents are for convenience only and do not affect the interpretation of these Rules;
- (b) words importing the singular include the plural and vice versa;
- (c) words importing a gender include any gender;
- (d) other parts of speech and grammatical forms of a word or phrase defined in these Rules have corresponding meanings;
- (e) a reference to any thing includes a part of that thing;
- (f) a reference to these Rules includes a reference to any appendix, annexure, exhibit or schedule to these Rules;
- (g) a reference to a statute, regulation, proclamation, ordinance or bylaw includes all statutes, regulations, proclamations, ordinances or bylaws amending, consolidating or replacing it, and a reference to a statute includes all regulations, proclamations, ordinances and bylaws issued under that statute;
- (h) a reference to a document includes all amendments or supplements to, or replacements of, that document;
- (i) a covenant or agreement on the part of two or more persons binds them jointly and severally;
- (j) an expression importing a natural person includes any company, partnership, association, corporation or other body corporate and any governmental agency; and
- (k) where the day on or by which any thing is to be done is not a Business Day, that thing must be done on or by the preceding Business Day.

## **6 SUB-BRANCH STRUCTURE AND POWERS**

In addition to any new duties, functions, discretions and authorities conferred on the Sub-Branch under the National Constitution, the Branch Rules and these Rules, the Sub-Branch is to be vested with such duties, powers, functions, discretions and authorities as the State Executive may decide.

## **7 MINIMUM MEMBERSHIP**

The minimum membership of the Sub-Branch is to be fifteen (15) Life, Service members and Affiliates, unless the State Executive approves otherwise.

## **8 AGE REQUIREMENT**

No person under the age of eighteen (18) years shall be admitted to membership of the Sub-Branch.

## **9 MEMBERSHIP**

The Sub-Branch shall comprise the following categories of membership:

Service members

Life members

Associate members

Affiliates

Honorary members

Social members [if permitted pursuant to Rule 9.4(a)]

### **9.1 Service members**

A person who is a Service member of the League or who has applied to be a Service member of the League may apply to be a Service member of the Sub-Branch.

(a) It shall be a prerequisite to Service membership of the Sub-Branch that the applicant declares:

- I hereby agree if elected a member to be bound by and comply with the Rules and Bylaws of the Sub-Branch; and
- I hereby declare that I am not a member of any other organisation whose objectives are incompatible with the objects of the League; and
- I hereby further declare that I am prepared to swear/affirm loyalty to the Commonwealth of Australia and its Head of State and to uphold the Constitution of the Commonwealth.

(b) Lodgement of application to be admitted as a Service member of the League and Service member of the Sub-Branch.

- (1) An application to be admitted as a Service member of the League and as a Service member of the Sub-Branch must comply with the National Constitution and the Branch Constitution and these Rules. An Applicant for Service membership of the League and Service membership of the Sub-Branch must be nominated by a person who is a Service or Life member of the Sub-Branch and seconded by a member who is also a Service or Life member of the Sub-Branch.

- (2) A person who applies to be a Service member of the League and a Service member of the Sub-Branch must lodge the application with the Secretary of the Sub-Branch in writing in the form from time to time approved. Not less than two (2) weeks shall elapse between the date of nomination and the date of election of a Service member of the League and a Service member of the Sub-Branch.
- (3) Application for membership of the League and membership of the Sub-Branch shall be accompanied by the payment of the Annual Subscription determined by the Annual Conference of the Branch and any further subscription as set by the Sub-Branch at a General Meeting and hereafter referred to in these Rules. No applicant who is admitted to membership shall be entitled to a refund of such amount, but where an applicant is not eligible under the National Constitution to be admitted, the Sub-Branch must return the Annual Subscription.
- (4) The Committee may require an applicant for membership to produce such evidence, as it thinks fit as to their qualification for membership.
- (5) If the Sub-Branch Committee resolves that an Applicant is eligible under the National Constitution to be admitted as a Service member of the League and is a fit and proper person to be admitted as a Service member of the League then the Applicant must be admitted as a Service member of the League and as a Service member of the Sub-Branch within sixty (60) days of the date the application was lodged.
- (6) If the Sub-Branch Committee resolves that an Applicant applying to be admitted as a Service member of the League and a Service member of the Sub-Branch is not eligible under the National Constitution to be admitted as a Service member of the League the Committee of the Sub-Branch must within fourteen (14) days from the resolution forward the application, supporting documentation, the annual subscription and the reasons for the resolution to the Branch and the application shall then be dealt with by the Branch under the Branch Constitution.
- (7) If the Branch resolves that the Applicant is eligible under the National Constitution to be admitted as a Service member of the League the Branch must direct the Sub-Branch to admit the applicant as a Service member of the League and thereupon the Sub-Branch must admit the Applicant as a Service member of the League and as a Service member of the Sub-Branch.

- (8) If the Branch resolves that the person applying to be admitted as a Service member of the League is not eligible under the National Constitution to be admitted the Branch must:
  - (i) Reject the application; and
  - (ii) Within fourteen (14) days of the date of rejection advise the Applicant of the decision, the reasons for the decision and their right of appeal to the State Branch Tribunal
- (9) A Service or Life member of the Sub-Branch shall be entitled to one vote at the election of members of the committee of the Sub-Branch and at any meeting of the Sub-Branch in respect of any matter.

## **9.2 Life members**

- (a) A Service member of the Sub-Branch who is elected as a Life member of the League in accordance with the National Constitution and the Branch Constitution shall automatically become a Life member of the Sub-Branch.
- (b) The rights, privileges and obligations of a Service member of the Sub-Branch who becomes a Life member of the Sub-Branch under Rule 9.2(a) shall not be disturbed by their becoming a Life member of the Sub-Branch save and except that they shall not be liable to pay an Annual Subscription either to the League, the Branch or the Sub-Branch as the case may be.

## **9.3 Honorary members of a Sub-Branch**

- (a) A person is entitled to be elected as an Honorary member of the Sub-Branch (for such time as the Committee of the Sub-Branch shall determine) if they are eighteen (18) years of age or older and are:
  - (1) a Service, Life or Honorary member of the League;
  - (2) a member of an association or organisation which is a member of the British Commonwealth Ex-Services League during their presence in Victoria, but not exceeding a period of three months;
  - (3) a member of a State parliament, the parliament of the Commonwealth of Australia or a Councillor of the municipality in which the Sub-Branch is situated;

- (4) A current serving member of the ADF, upon presentation of a Service Identification Card, such honorary membership shall operate whilst the serving member is present on the Sub-Branch premises.
  - (5) a member of a sporting, social or cultural body visiting the Sub-Branch for the day, but subject to the approval of the committee of the Sub-Branch; or
  - (6) a person who has applied in writing to become a member of the Sub-Branch shall be a temporary Honorary member of the Sub-Branch until the application to become a member has been dealt with by the Committee. Such membership applications must be dealt with by the Committee in an expeditious manner.
- (b) An honorary member of the Sub-Branch is not entitled to vote:
- (1) at the election of the members of the Committee of the Sub-Branch; or
  - (2) on any other matter.
- (c) An Honorary member shall not be required to pay an annual subscription.
- (d) A person shall not be admitted as an Honorary or Temporary member of the Sub-Branch unless the person is of a class specified in the Rules and the admission is in accordance with the Rules.

### **9.3A Temporary Honorary Membership for Visiting League Members**

- (a) The Sub-Branch shall grant reciprocal rights to use Sub-Branch facilities as a temporary honorary member to any person who is a Service or Life member or Affiliate of the Returned & Services League of Australia. The Sub-Branch shall grant to such temporary honorary member under this rule the same price discounts as that are given at that time to similar classes of members of the Sub-Branch in relation to food, beverage, and entertainment. Such person shall be required to establish their entitlement to the right by producing a current 'RSL Card'.
- (b) This right may not be granted to a person who is at the time of the visit suspended under the Rules of the Sub-Branch from the Sub-Branch of which they are a member.
- (c) This right may not be granted to a person where the Committee of the Sub-Branch has resolved not to grant the right to that person because of the prior conduct of that person.

#### **9.4 Social members**

- (a) The Sub-Branch may, by resolution of the Committee, agree to allow Social members as a class of member.
- (b) Subject to Rule 9.4(a), a person is eligible to be a Social member of the Sub-Branch if they:
  - (1) are not eligible to be a Service member of the League; and
  - (2) are over the age of eighteen (18) years; and
  - (3) are proposed by the President of the Sub-Branch at the request of at least two (2) Service members of the Sub-Branch and is approved at a meeting of the Committee of the Sub-Branch; and
  - (4) have signed a Social member Application Form, prescribed by the State Branch, and has lodged it with the Sub-Branch Secretary; and
  - (5) have paid the annual membership subscription, as is determined, including an amount equal to the applicable Minimum Subscription Fee as is determined from time to time by the State Executive pursuant to Branch Rule 5.19(a)
- (c) A social member of the Sub-Branch may be a member of the Committee of the Sub-Branch provided however:
  - (1) A social member of the Sub-Branch may not be elected to any Executive position (that is, President, Vice President/s, Secretary and/or Treasurer) on a Sub-Branch Committee [subject to the provisions of Rule 18(f)]. Social members may not hold more than one position on the Committee of a Sub-Branch. A social member on the Committee of a Sub-Branch may only vote on matters relating to the operation of Sub-Branch facilities available to Social members of the Sub-Branch.
- (d) Subject to the provisions of these Rules a Service member or Life member or Affiliate or social member of the Sub-Branch may nominate a social member for election to the Committee of the Sub-Branch (other than an Executive position). A social member is not entitled to vote on any matter other than in respect of the election of a social member to the Committee of the Sub-Branch.
- (e) A person is eligible to be a student social member if they are aged 18 to 26 years and attended a recognized tertiary educational institution. Student social members have the same rights and obligations as social members of the Sub-Branch as provided for in this rule. The fee for a student social member shall be \$11.00,



including GST, unless otherwise decided by a General Meeting of the Sub-Branch. On attaining the age of 27 years, a student social member shall become a social member of the Sub-Branch and shall subscribe by way of membership fee the amount fixed as a social member's fee by the Sub-Branch.

#### **9.5 Associate members**

- (a) A Service member, Life member or Affiliate, who is also a member of a Sub-Branch, shall not be eligible to be a member of another Sub-Branch but may apply to be admitted as an Associate thereof. Such an application shall be lodged with the Secretary of that other Sub-Branch and if the Committee accepts their application, and they are admitted, they shall be known as an Associate of that other Sub-Branch.
- (b) An Associate member of a Sub-Branch may only remain an Associate member of the Sub-Branch if they continue to be a Service member, Life member or Affiliate.
- (c)
  - (1) A Service member, Life member or Affiliate who is also an Associate member of a Sub-Branch, shall only be entitled to hold office, vote and speak on any matter at a meeting of not more than one Sub-Branch and at the same time of application to become an Associate member must declare which Sub-Branch they wish to hold office, vote and speak at.
  - (2) The annual subscription payable by an associate of that other Sub-Branch shall be the annual subscription payable by a Service member or Affiliate, of that Sub-Branch, less capitation.
  - (3) A Service member, Life member or Affiliate, to whom Rule 9.5(c)(1) applies, shall:
    - (i) elect in writing the Sub-Branch in which they wish to be eligible to hold office, vote and speak;
    - (ii) deliver such election to all the Sub-Branches of which they are a member and associate with a copy to be lodged with the Chief Executive Officer of the Branch.
  - (4) Until they have complied with Rule 9.5(c)(3) they shall only be entitled to hold office, vote and speak at the Sub-Branch of which they are a Service member, Life member or Affiliate, and such election shall not be able to be revoked during the membership year in which it is made.

- (d) The Committee of the Sub-Branch may at any time revoke the Associate membership of a person and upon such revocation being made such person shall cease to be an Associate member of the Sub-Branch.

#### **9.6 Affiliate of the Branch**

- (a) No person who is eligible for Service membership of the League shall be admitted as an Affiliate.
- (b) The eligible persons who may be elected as Affiliates are those who do not qualify for Service membership and comply with the following:
  - (1) a person who is not eligible to be a Service member;
  - (2) is eighteen years of age or older and;
  - (3) a person who is any relative of a person (living or deceased) who is or was eligible to be a League member;
  - (4) for the purposes of this rule, a relative shall be parent, grandparent, spouse, brother, sister, child, grandchild, stepchild, son-in-law, daughter-in-law, brother-in-law, sister-in-law, nephew, niece, aunt or uncle of the person who is or was eligible to be a League member.
  - (5) or a person who has been awarded the Certificate of Merit or a National or State Certificate of Appreciation for giving valuable service to the League;
  - (6) or a person who is, or has been, a member, for at least 6 months, of one of the following:
    - A State or Federal Police Force;
    - An Ambulance Service or Brigade;
    - A Fire Brigade or Fire Authority;
    - A State Emergency Service;
    - A Bronze Medallion member of a Surf Life Saving Club; or
    - A Corrections/Prisons Officer.
  - (7) and has signed an Affiliate application form, as prescribed by the State Branch and has lodged it with the Sub-Branch Secretary.
- (c) The Affiliate application form shall be considered at a meeting of the Committee of the Sub-Branch.
- (d) An Affiliate may be a member of the Committee of the Sub-Branch, subject to the following:

- (1) a. An Affiliate, may not be elected to the positions of President or Vice President (League member), [but may be elected to the position of Vice President - Affiliate, (if such a position has been made available pursuant to Rule 18), or Secretary or Treasurer].  
b. That an Affiliate Vice President shall have no right to succeed the President of the Sub-Branch in the event that Office becoming vacant.
- (2) An Affiliate on the Committee of a Sub-Branch may speak and vote on all matters, save and except the matters referred to in sub-rule (e).
- (e) An Affiliate may speak and vote at a meeting of the Sub-Branch on any Sub-Branch matter, including voting for all Sub-Branch Committee positions, save and except that an Affiliate may not speak or vote on any matter relating to the alteration or amendment to the National Constitution, the Branch Constitution or vote for the elections of Branch positions.
- (f) The Annual Subscription Fee payable by an Affiliate is shown in Rule 10. The effect of not paying the Annual Subscription is shown in Rule 10A.

#### **9.7 Reciprocal Rights**

- (a) The Sub-Branch shall grant reciprocal rights to use Sub-Branch facilities as a temporary honorary member to any person who is a Service member, Life member, Affiliate of any other RSL Sub-Branch, or the HQ Unattached List, under the jurisdiction of the Victorian State Branch. The Sub-Branch shall grant to such temporary honorary member under this rule the same price discounts as that are given at that time to similar classes of members of the Sub-Branch in relation to food, beverage and entertainment. Such person shall be required to establish their entitlement to the reciprocal rights by producing a current 'RSL Card' as issued by the State Branch.
- (b) Reciprocal rights shall not be granted to a person who is at the time of the visit suspended under the provisions of Rule 14 or Rule 14B of the Rules of the Sub-Branch of which they are a member.
- (c) Reciprocal rights may not be granted to a person where the Committee of the Sub-Branch has resolved not to grant reciprocal rights to that person because of the prior conduct of that person.

## **9.8 Provision of RSL Member Card**

The Sub-Branch shall request the Branch to issue Service members, Life members, Affiliates and Social members of the Sub-Branch a "RSL Card" in the format then used by the Branch. The Sub-Branch shall make such request to the Branch in relation to Service members, Affiliates and Social members as soon as practicable after the said members have become financial members of the Sub-Branch. The issued Card remains valid while the member remains financial and the Branch will, from time to time, re-issue the Card at their discretion. In relation to Life members the Sub-Branch shall make the request to the Branch as soon as practicable after this rule comes into effect.

## **10 SUBSCRIPTIONS AND ENTRANCE FEES**

- (a) That the minimum annual subscription payable by:
- (1) Service members and Affiliates shall be such amount as is determined, from time to time, by the Annual State Conference of the Branch and shall be not less than the Minimum Subscription Fee referred to in Branch Rule 5.19 (a) (1), and
  - (2) Social members shall be such amounts as is determined for each class of member, from time to time, by the State Executive, pursuant to Branch Rule 5.19(a)(2).
  - (3) But the Sub-Branch may impose upon the members such additional amounts by way of annual subscription as is determined, from time to time, by a general meeting of the Sub-Branch.
- (b) The Sub-Branch must forward to its member an account for renewal of the Annual Subscription at least one month before the end of the Financial Year and the member must pay the account by the 31 January of each year.
- (c) The Sub-Branch must forward to its associate member an account for renewal of the Annual Subscription less the Minimum Subscription Fee at least one month before the end of the Financial Year and the associate member must pay the account by the 31 January.
- (d) An account forwarded under these Rules must clearly show the Annual Subscription and the Minimum Subscription Fee (if any) and may include other fees provided they are clearly marked, e.g. Administration Fee/Sporting section (or such like) Fee.
- (e) A receipt must be issued to a member of the Sub-Branch by the Sub-Branch as evidence of payment of the Annual Subscription.

- (f) A receipt must be issued to an associate member of the Sub-Branch by the Sub-Branch as evidence of payment of the Annual Subscription less the Minimum Subscription Fee.
- (g) Annual subscriptions are due and payable in advance on January 1<sup>st</sup> in each calendar year.
- (h) A member (who is not a Life member or who has paid the life subscription) shall not be exempted from the obligation to pay the annual subscription, unless the member is of a class specified in the Rules and an exemption is in accordance with the Rules.

#### **10A UNPAID ANNUAL SUBSCRIPTIONS**

- (a) A Member of the Sub-Branch (who is not a Life member or a life subscriber) who has not paid the annual subscription prescribed in these rules by 31 January in the year they fall due shall be refused entry to Licensed Sub-Branch premises and/or facilities, including sporting activities, and may be required to sign in as a visitor until such time as the said subscriptions are paid in full and details on the members RSL Card have been upgraded.
- (b) A member of the Sub-Branch who is not a Life member or a life subscriber who has not paid the annual subscription is not eligible to speak or vote at a meeting including elections and Committee or nominate for or hold any office in the Sub-Branch.
- (c) A member of the Sub-Branch who is not a Life member or a life subscriber or an Honorary member who has not paid the annual subscription shall on 1 May cease to be a member and the members name shall be removed from the Register of members. If the member wishes to rejoin the Sub-Branch they are required to make a new application for membership.

#### **11 NOTICE OF MEETINGS**

- (a) The Secretary shall at least 14 days before any Annual or Ordinary general meeting (or as otherwise decided annually by the Committee) and at least 7 days before any Extra-ordinary general meeting, save and except a meeting of the nature dealt with in sub-clause (c) of this Rule, send in accordance with Rule 12 to each Member [excluding honorary members] at their postal, facsimile or electronic transmission address in the Sub-Branch register a notice of such meeting stating the time and the place where it will be held and the nature of the business that will be brought forward at such meeting. In lieu of written notice to each member, that a Sub-Branch may advertise the notice of meeting not less than 3 times in the 21 day period prior to the

meeting, in the "Public Notice" section of the most widely distributed newspaper in the local municipality. Except that members who have lodged valid e-mail addresses must also be e-mailed a notice in the first week of that period.

The accidental omission to give any notice as aforesaid to any member shall not invalidate any resolutions carried at an Annual, Ordinary or Extraordinary general meeting.

- (b) The nature of the business to be dealt with at such meetings and the manner in which they are to be conducted shall be in accordance with these Rules as to the conduct of particular classes of meetings.
- (c) In the case of a meeting at which a special resolution is proposed then the Secretary shall in relation to such meeting give 21 days notice.

## **12 NOTICES - MEMBERS**

- (a) Every member shall communicate in writing to the Secretary regarding change of address. A notice, written request or any other communication under these Rules may be served on a member either personally or by sending it by post to their last known address.
- (b) If a notice or communication is properly addressed, prepaid and posted, it is deemed to have been given to the addressee at the time of posting.
- (c) A notice may be served by sending to the member a copy of any magazine/newsletter published by the Sub-Branch, which contains a full copy of the relevant notice.

## **13 REGISTER OF MEMBERS**

- (a) The Secretary of the Sub-Branch shall keep and maintain on the Sub-Branch premises a Register of all persons who are members of the Sub-Branch, which clearly indicates the category of membership to which the member has been admitted. The Register of members of a Sub-Branch must include the full name, address, qualifying service particulars (if applicable), date of entry and date of departure or death (if applicable) of each member of the Sub-Branch and the date of the latest subscription payment by each Member (if applicable).

## **14 SUB-BRANCH DISCIPLINARY PROCEDURE — SERVICE AND LIFE MEMBERS AND AFFILIATES**

- (a) If a Sub-Branch Committee has reason to believe that a Service member, Life member or Affiliate of the Sub-Branch may be guilty of conduct unbecoming a member, the Sub-Branch Committee may resolve to impose a penalty upon them. Any Sub-Branch Committee member who has a material personal interest or any relationship which may lead to bias in considering whether the Sub-Branch member may be guilty of conduct unbecoming a member, must not be present while such resolution is being considered and must not have any input in the decision.
- (b) If the Committee of a Sub-Branch have reason to believe that a member may be guilty of conduct unbecoming a member it shall give not less than fourteen days notice in writing to that member of the date, time and place of its meeting at which it will consider whether or not they have been guilty of such conduct. Such notice shall be accompanied by a statement in which there shall be set out full and precise particulars of the conduct of the member which will be considered by the Committee.
- (c) Either prior to or at the meeting of the Committee the member concerned may request it to elaborate upon any of the particulars set forth in the said statement. Such a request shall be complied with by the Committee. The said member may put to the Committee at the meeting such facts as they may consider relevant and shall be given every opportunity to address it.
- (d) The Committee shall decide at the meeting whether the member has been guilty of conduct unbecoming a member. If it is satisfied they have been guilty of such conduct, it may resolve that they be placed on a warning to improve their conduct, or be reprimanded or suspended from membership of the Sub-Branch for a period not exceeding 3 months for a Service or Life member and twelve months for an Affiliate, or expulsion from the Sub-Branch for an Affiliate and a recommendation for the withdrawal of awards, save for accessing welfare or pension assistance, or it may resolve that the matter should be referred to the State Branch for its consideration. If the Committee believes that the discipline it can impose is not sufficient the Committee may refer the matter to the State Branch Tribunal.
- (e) The substance and decision of the meeting shall be recorded in the minutes of the meeting. Written notices, submissions and other correspondence relevant to the meeting shall be certified within seven days after the meeting, by its chairman, after conferring with the other members of the Committee.

- (f) The Secretary of the Sub-Branch shall notify the member in writing of the Committee's decision and their right of appeal within fourteen days after the certification.
- (g) A member aggrieved by resolution of the Committee by which they were reprimanded or suspended from membership of the Sub-Branch for a period not exceeding 3 months for a Service or Life member and twelve months for an Affiliate or expelled from the Sub-Branch for an Affiliate, may appeal to the State Branch Tribunal by notice in writing addressed to the Chief Executive Office of the Branch and lodged with the State Branch Tribunal.
- (h) An appeal shall be lodged together with the sum of \$400 within fourteen days after the date of notification in writing and thereupon the decision of the Committee shall be stayed, (unless otherwise ordered by the State Branch Tribunal) until the appeal is concluded, abandoned or discontinued. Upon application by the member, the State Branch Tribunal may waive lodgement of whole or part of the sum of \$400 if it considers it just to do so.
- (i) An appeal lodged pursuant to this Rule shall be accompanied by a statement in writing in which the member shall set out the aspect or aspects of the decision which gave rise to the appeal, the grounds of their appeal and the facts upon which they rely. An appeal should not be treated as valid unless it complies with this Rule.
- (j) Upon receipt of an appeal the Sub-Branch shall forthwith forward it to its State Branch:
  - (1) the appeal and accompanying statement;
  - (2) the sum of \$400;
  - (3) all its papers and documents concerning the member, particularly the notice and statement;
  - (4) a copy of its minutes relating to the matter giving rise to the appeal.
- (k) A State Branch Tribunal shall hear and determine an appeal pursuant to this Rule as soon as possible after receipt by the Chief Executive Officer of the Branch of the documents.
- (l) The Sub-Branch and the member concerned shall have a right of personally attending upon hearing of the appeal or any application to lift the stay by the State Branch Tribunal having given proper notice that they wish to do so. The State Branch Tribunal may dismiss the appeal, allow the appeal or substitute its own findings and



shall make its decision based on the information presented at the hearing. The decision is final.

- (m) A resolution passed pursuant to this Rule whereby a member of a Sub-Branch is suspended or expelled from membership of that Sub-Branch shall not operate to otherwise affect the membership of that member save as otherwise provided in the National Bylaws.

#### **14A. DISCIPLINARY PROCEDURE – SOCIAL MEMBERS**

- (a) A Social member of a Sub-Branch may be suspended or expelled from membership of the Sub-Branch by the Sub-Branch Committee under the following circumstances:
- (b) A member, who is drunk, violent or quarrelsome, must not refuse or fail to leave the premises if requested so to do by the Sub-Branch President or the senior member of the Committee present or the senior employee present.
- (c) A Social member of the Sub-Branch who is requested to leave the Sub-Branch under Rule 14A(b) may, where suspension is necessary to maintain the proper conduct of the Sub-Branch and/or its facilities, be suspended as a result of a joint decision by the Sub-Branch President and at least one other member of the Sub-Branch Executive from all Sub-Branch facilities.
- (d) A suspension under the provisions of Rule 14A(c) shall not exceed 30 days.
- (e) If the Committee of the Sub-Branch (the “Committee”) has reason to believe that a Social member of the Sub-Branch, may be guilty of conduct unbecoming a member, it shall give not less than 14 days notice in writing to that member of the date, time and place of its meeting at which it will consider whether or not they have been guilty of such conduct.
- (f) The notice referred to in Rule 14A(e) shall be accompanied by a statement in which there shall be set out full and precise particulars of the conduct of the member, which will be considered by the Committee.
- (g) Either prior to or at the meeting of the Committee the member concerned may request it to elaborate upon any of the particulars set forth in the said statement. Such a request shall be complied with by the Committee. The said member may put to the Committee at the meeting such facts as they may consider relevant and shall be given every opportunity to address it.
- (h) The Committee shall decide at the meeting whether the Social member has been guilty of conduct unbecoming a member. If it is satisfied they have been guilty of

such conduct, it may resolve that they be placed on a warning to improve their conduct or be reprimanded or be suspended from membership of the Sub-Branch not to exceed a period of twelve (12) months or expulsion from the Sub-Branch. Any Sub-Branch Committee member who has a material personal interest or any relationship which may lead to bias in considering whether the Sub-Branch member may be guilty of conduct unbecoming a member, must not be present while such resolution is being considered and must not have any input in the decision.

- (i) The substance and decision of the meeting referred in Rule 14A(h) shall be recorded in the minutes of the meeting. Written notices, submissions and other correspondence relevant to the matter shall be retained in a collected form for a period of at least twelve months. The minutes shall be certified within seven days after the meeting by its Chairman, after conferring with the other members of the Committee.
- (j) The Secretary of the Sub-Branch shall notify the member in writing of the Committee's decision after the certification period referred to in Rule 14A(i).
- (k) The decision of the Committee shall be final.

#### **14B. DISPUTES AND MEDIATION**

- (a) That in the event of a dispute, not being a disciplinary matter, between:
  - A Member and their Sub-Branch or the State Branch;
  - Sub-Branches; and
  - A Sub-Branch and the State Branch;

The following procedures to attempt to resolve the dispute shall apply.

- (1) That all parties to the dispute shall within 14 days after the arising of the dispute meet together and attempt to resolve the dispute.
- (2) If the parties fail to meet, or to resolve the dispute, a meeting shall take place in the presence of a mediator.
- (3) In the event of a dispute between a Member and their Sub-Branch or the State Branch the mediator shall be the relevant State Executive Liaison member appointed by the Region in which the dispute has arisen, as such other person as the State President may decide. For disputes between Sub-Branches and a Sub-Branch and the State Branch the mediator shall be a Branch Officer appointed by the State President.

- (4) The mediator shall conduct the mediation and conciliation so as to give the parties a proper opportunity to be heard and to produce written submissions if they desire and to ensure that natural justice is accorded to the parties. The mediator shall not decide the dispute.
- (5) That the parties to the dispute must in good faith attempt to resolve the dispute by mediation and conciliation.
- (6) If the mediation process is unsuccessful the State Branch Tribunal shall hear and determine the dispute.
- (7) There is a right of appeal from the determination of the State Branch Tribunal to the National Tribunal (Service member and Life member only).

## **15 CESSATION OF MEMBERSHIP**

- (a) A member of the Sub-Branch ceases being a member of the Sub-Branch in the following circumstances:
  - (1) by giving notice in writing to the Secretary of the member's resignation; or
  - (2) if the person is suspended, for the term of the suspension; or
  - (3) if the person is expelled from the Sub-Branch or the Branch.
- (b) Should a person cease to be a member in accordance with sub-rule (a):
  - (1) if the person is also a Service or Life member ceases to be a member of the League or if an Affiliate, ceases to be an Affiliate of the Branch; and
  - (2) the Secretary must record in the register of members the date on which the member ceased to be a member.
- (c) A member (who is not a Life member or who has paid any life subscription), who does not pay their Annual Subscription by 30 April, ceases to be a member of the Sub-Branch and, if the person is also a Service member ceases to be a member of the League or if an Affiliate, ceases to be an Affiliate of the Branch.
- (d) A person who ceases to be a member:
  - (1) is not entitled to a refund of the annual subscription or the life subscription;
  - (2) is liable for all amounts owing by them to the Sub-Branch or the Branch; and
  - (3) is to return the League badge to the Secretary of the Sub-Branch.
- (e) Subject to Rule 15(f), a right, privilege, or obligation of a member:

- (1) is not capable of being transferred or transmitted to another person; and
  - (2) terminates upon the person ceasing to be a member, whether by death, resignation or otherwise.
- (f) The obligations created by Rules 15(d)(3), 17(c), 17(d) and 17(f) do not cease if the person resigns or is removed as a member.

## **16 TRANSFER OF MEMBERSHIP**

- (a) A Service or a Life member or an Affiliate, who desires to transfer their membership to another Sub-Branch, may do so provided the provisions relating to transfer of a member in the Branch Rules are complied with.
- (b) A Service or a Life member or an Affiliate, who wishes to apply for a transfer to another Sub-Branch, must inform the Sub-Branch Secretary of their intention to transfer their membership to another Sub-Branch.
- (c) The committee of the gaining Sub-Branch or the State Branch may accept or reject the transfer of a member to their Sub-Branch.
- (d) A member may not transfer between Sub-Branches more than once in a twelve month period without the written approval of the Chief Executive Officer of the Branch.

## **17 RULES CONSTITUTE TERMS OF A CONTRACT**

- (a) These Rules constitute terms of a contract between the Sub-Branch and a member. A member agrees that by virtue of their membership of the Sub-Branch to be bound by these Rules, the National Constitution and the Branch Constitution.
- (b) A member must not:
  - (1) aid, abet, procure or induce a person to breach these Rules or the National Constitution or the Branch Constitution;
  - (2) in any way, directly or indirectly, be knowingly concerned in or a party to a breach of these Rules or the National Constitution or the Branch Constitution;  
or
  - (3) attempt to breach these Rules or the National Constitution or the Branch Constitution.
- (c) A past member must not:

- (1) aid, abet, procure or induce a person to breach these Rules or the National Constitution or the Branch Constitution;
  - (2) in any way, directly or indirectly, be knowingly concerned in or a party to a breach of these Rules or the National Constitution or the Branch Constitution;  
or
  - (3) attempt to breach these Rules or the National Constitution or the Branch Constitution.
- (d) A member must do everything in their control to ensure that these Rules and the National Constitution and the Branch Constitution are not breached by a person.
- (e) A Branch Bylaw is binding on the Sub-Branch or a member to the same effect as these Rules.
- (f) A member or a past member must not use the League name or the League badge without the prior written approval of the Branch.

## **18 SUB-BRANCH COMMITTEE**

- (a) The Sub-Branch Committee:
- (1) is to control and manage the business and affairs of the Sub-Branch;
  - (2) may exercise all such powers and functions as may be exercised by the Sub-Branch other than those powers and functions exercised by the Sub-Branch in general meeting; and
  - (3) may perform all acts and things that appear to the Sub-Branch Committee to be essential for the proper management of the business and affairs of the Sub-Branch.
- (b) The members of the Sub-Branch Committee are:
- (1) the Sub-Branch Officers elected under Rule 19;
  - (2) three or more members of the Sub-Branch elected under Rule 19;
  - (3) the persons co-opted by the Sub-Branch Committee under Rule 18(d);
  - (4) a member of the Sub-Branch appointed under Rule 18(l); and
  - (5) a person appointed under Rule 18(f).
- (c) A Sub-Branch Officer is a member of the Sub-Branch elected or appointed to one or more of the following positions:

- (1) the president;
- (2) an immediate past president (if applicable);
- (3) senior vice president— League member (if more than one vice president);
- (4) vice president — Affiliate (if resolved by the Committee to have such a position);
- (5) a secretary; and
- (6) a treasurer.

The above Sub-Branch Officers are the Executive of the Sub-Branch.

- (d) The Sub-Branch Committee may co-opt up to three persons but a co-opted person is not entitled to a vote on the Sub-Branch Committee.
- (e) A member of the Sub-Branch Committee must not be:
  - (1) a member of the Committee of another Sub-Branch [except if appointed under Rule 18(d)]; or
  - (2) a member of the Sub-Branch Committee may occupy only one Committee position at the one time.
- (f) Subject to the prior approval of the Service and Life members of the Sub-Branch, the Sub-Branch Committee may appoint a secretary, treasurer/secretary or treasurer who need not be a member or an Affiliate, on such terms and conditions as the Sub-Branch Committee from time to time determines:
  - (1) Such appointments may only be made providing a Service, Life member or Affiliate, is not available to fill the vacancy and the Sub-Branch is to provide a certificate to that effect to the Chief Executive Officer. Further, such appointment is only to be for the period to the next Annual General Meeting of the Sub-Branch.
  - (2) A person so appointed must agree to be bound by these Rules, the Branch Constitution and the National Constitution before such appointment is confirmed.
- (g) A person appointed as the secretary, treasurer/secretary or treasurer under Rule 18(f), is not entitled to vote at a Sub-Branch Committee meeting.
- (h) The Sub-Branch shall audit the financial affairs of the Sub-Branch annually in the manner required from time to time by the Chief Financial Officer of the Branch.

- (i) A person ceases to be the immediate past president of the Sub-Branch after the annual general meeting of the Sub-Branch next following their retirement as the president, or upon the earlier retirement of their successor.
- (j) If the president of the Sub-Branch is absent or their office otherwise becomes vacant, the senior vice president (League member) assumes the office of the president. Save and except that prior to the senior vice president or the vice president or any other person (as the case may be) assuming the office of president they must provide to the Sub-Branch Secretary documentary proof of their service record and medal entitlement and until they have done so they cannot occupy the office of President.
- (k) If the Senior Vice President (League member) of the Sub-Branch, is absent or their office otherwise becomes vacant, the Vice President assumes the office of Senior Vice President (League). If a vice president (League member) of the Sub-Branch is absent or their office otherwise becomes vacant, the senior member (League) of the Sub-Branch Committee (by votes polled) assumes the office of a vice president. Save and except that prior to assuming the office of vice president they must provide to the Sub-Branch Secretary documentary proof of their service record and medal entitlement and until they have done so they cannot occupy the office of vice president.
- (l) If there is a vacancy other than the president or vice president (League member), the Sub-Branch Committee may appoint a member of the Sub-Branch to fill the vacancy.
- (m) The office of a member of the Sub-Branch Committee becomes vacant if they:
  - (1) cease to be a member or Affiliate, of the Sub Branch;
  - (2) become of unsound mind or a person who is, or whose estate is, liable to be dealt with under the law relating to mental health;
  - (3) become a bankrupt or insolvent or makes an arrangement or composition with their creditors;
  - (4) are convicted of a serious criminal offence and the Sub-Branch Committee does not within one month of that conviction resolve to confirm the appointment or election to the office of a member of the Sub-Branch Committee;
  - (5) resign by notice in writing to the Sub-Branch Committee;
  - (6) are absent for three consecutive meetings of the Sub-Branch Committee unless the Sub-Branch Committee resolves otherwise;

- (7) move their principal place of residence outside Victoria, or if they are a member of a Sub-Branch which has members from both sides of the Victorian border, they move their principal place of residence outside Victoria and the bordering State; or
  - (8) is unable to be insured by the Sub-Branch with officers indemnity insurance for any reason.
- (n) The secretary of the Sub-Branch must notify the Chief Executive Officer of a change in the members of the Sub-Branch Committee within fourteen days of a change.
- (o) At the first meeting of a newly constituted Sub-Branch Committee, the Sub-Branch Committee may appoint, from within the Sub-Branch Committee or from the members of the Sub-Branch a person to one or more of the following positions:
- (1) a memorial custodian for the care of any local public memorial;
  - (2) a membership recruitment officer;
  - (3) a welfare officer; and
  - (4) an appeals officer.
- (p) The responsibilities and obligations of the President of the Sub-Branch shall include:
- (1) shall be a member, ex-officio, of all Sub-Committees appointed or elected;
  - (2) when present shall preside at all General and Sub-Branch Committee meetings;
  - (3) may call meetings of the various Sub-Committees as and when they consider the occasion requires;
  - (4) the Sub-Branch President shall at the meetings of the Sub-Branch, or of a Committee or Sub-Committee of the Sub-Branch, possess a vote and where voting is equal upon a question shall be entitled, when in the Chair, to a further or casting vote;
  - (5) ensure that the Sub-Branch discharges its responsibilities, in relation to the Objects of the League, particularly welfare, charitable and commemorative roles.
- (q) The duties of a treasurer of the Sub-Branch are, amongst other things to:
- (1) Supervise the receipt and expenditure of all monies;



- (2) Examine regularly the bank or pass book, pay in slips, accounts, cash and other books of the Sub-Branch, and see that such documents, accounts, and books are properly kept, and that financial transactions of the Sub-Branch are conducted in a regular manner;
- (3) Prepare a report for the Sub-Branch Committee meeting in each month, showing the financial position of the Sub-Branch as disclosed by the documents, accounts, and books made available by the secretary;
- (4) Examine all accounts submitted for payment by the secretary, and certify to the correctness of the account for presentation to the committee where necessary;
- (5) Keep proper accounts by a method appropriate to the size of the Sub-Branch and to record all financial transactions;
- (6) In conjunction with the auditor decide upon the system to be adopted by the secretary in the keeping of all books relating to the financial transactions of the Sub-Branch;
- (7) Preside over any Finance Committee that may be appointed, and advise the Sub-Branch Committee upon its financial position and transactions;
- (8) Be a signatory to cheques, or electronic funds transfer documents, drawn upon the accounts of the Sub-Branch;
- (9) Cause to be prepared for audit and submit audited report and accounts to the annual general meeting of the Sub-Branch, an annual Statement of receipts and expenditure, together with a balance sheet showing the assets and liabilities of the Sub-Branch at the balance date;
- (10) Send audited financial Statements to the Branch by 30 April each year;
- (11) Attend upon the auditor when required and explain anything the auditor may require respecting the accounts;
- (12) Prepare a monthly list of disbursements, and obtain approval of the Sub-Branch Committee at meeting for payment, except in a matter of urgency or necessity, and then by consultation with the secretary or the president to pre-pay such account and then have such payment endorsed by the Sub-Branch Committee at its next meeting;
- (13) receive all monies paid to or received by the Sub-Branch and issue receipts for those monies in the name of the Sub-Branch;

- (14) ensure that all monies received are paid into the account of the Sub-Branch within five working days after receipt;
  - (15) make any payments authorized by the Committee or by General Meeting of the Sub-Branch from the Sub-Branch's funds;
  - (16) ensure cheques are signed by at least two Committee members;
  - (17) coordinate and prepare the financial statements of the Sub-Branch and have them certified by the Committee prior to the submission to the Annual General Meeting of the Sub-Branch; and
  - (18) ensure that at least one other Committee member has access to the accounts and financial records of the Sub-Branch.
- (r) The duties of a secretary of the Sub-Branch are, amongst other things to:
- (1) attend all meetings of the Sub-Branch;
  - (2) record or cause to be recorded accurate minutes of the proceedings of meetings;
  - (3) when required, furnish the Sub-Branch, the Chief Executive Officer or their representative, with information from Sub-Branch records.
  - (4) prepare and sign all notices and other documents required by the Rules of the Branch or by the Bylaws and directions of the Sub-Branch;
  - (5) give up to the president or to the Sub-Branch Committee, or to any authorised committee, when requested so to do, all documents, monies, property belonging to the Sub-Branch, and upon the Sub-Branch becoming defunct, and upon request, give up to the Chief Executive Officer or their representative, to hold on behalf of veterans' interests in the district, all documents, monies, property in their possession belonging to the late Sub-Branch, and deliver such documents, monies and property to the president, the Sub-Branch Committee, or to the Chief Executive Officer within twenty-four hours of receiving a notice so to do;
  - (6) prepare all returns and Statements required by the Branch, and forward same to the Chief Executive Officer forthwith;
  - (7) at the commencement of each Sub-Branch meeting draw the chairperson's attention to the presence of any person not entitled to be present, and advise them of the requirement of a quorum;

- (8) under the direction of the president or the Sub-Branch Committee, conduct all correspondence of the Sub-Branch;
  - (9) perform such other duties as the Sub-Branch Committee may from time to time require;
  - (10) be a signatory to cheques, or electronic funds transfer documents, drawn upon the accounts of the Sub-Branch;
  - (11) keep custody of the common seal if applicable;
  - (12) maintain the register of members;
  - (13) keep custody of all books, documents and securities of the Sub-Branch in accordance with the Act; and
  - (14) provide members with access to the register of members, the minutes of General Meetings and other books and documents.
- (s) A social member of the Sub-Branch may not be elected to any executive position (that is, president, vice president/s, secretary and/or treasurer) on the Sub-Branch Committee (subject to the provisions of Rule 18(f)). Social members may not hold more than one position on the Committee of the Sub-Branch. A social member on the Committee of a Sub-Branch may only vote on matters relating to the operation of Sub-Branch facilities available to members of the Sub-Branch
- (t)
- (1) A member of the Sub-Branch Committee who has a financial or material interest in a contract or arrangement made or proposed to be made with the Sub-Branch must disclose this interest at the first Committee meeting at which the contract or arrangement is first considered.
  - (2) A member of the Sub-Branch Committee is not entitled to vote in respect of any contract or arrangement with the Sub-Branch in which the member has a financial or material interest and if the member does vote, the vote is not to be counted.
  - (3) A member of a Sub-Branch or the State Branch must not, whilst holding any Office in a Sub-Branch or the State Branch, provide a service for a fee or reward or advantage to any member of a Sub-Branch or the State Branch, for which a facility or service is provided for or available from a Sub-Branch or the State Branch for no fee.

- (u) The Sub-Branch Committee must meet at least four times in each year at the dates, times and places determined by the Sub-Branch Committee. The Committee must ensure that minutes are taken and kept of each Committee meeting. The minutes must record;
  - (1) the name of the members in attendance at the meeting;
  - (2) the business considered at the meeting;
  - (3) any resolution on which a vote is taken and the result of that vote;
  - (4) any material personal interest disclosed; and
  - (5) an action item list or table.
- (v) A meeting of the Sub-Branch Committee must be held in camera unless the Committee resolves otherwise.
- (w) A vote of a member of the Committee is to be given personally.
- (x)
  - (1) The Sub-Branch Committee shall have power to appoint from among the members such other Sub-Committees for such purposes it shall deem necessary and shall have full power to delegate thereto such power, as it deems appropriate.
  - (2) All Sub-Committees shall report in writing upon their proceedings at the next meeting of the Sub-Branch Committee. All such Sub-Committees shall be subordinate to the Sub-Branch Committee, which may allot, vary or amend the duties of such Sub-Committees. Each Sub-Committee shall appoint a Convenor, who shall convene meetings as may be directed by the Sub-Branch Committee or the president of the Sub-Branch. Each Sub-Committee shall keep a minute book containing a true record of all proceedings.
- (y) The Sub-Branch Committee may act notwithstanding any vacancy on the Sub-Branch Committee.
- (z)
  - (1) Any five members of the Sub-Branch Committee shall constitute a quorum for the transaction of the business of a meeting of the Sub-Branch Committee.
  - (2) No business shall be transacted at a Sub-Branch Committee meeting unless a quorum is present and if within half an hour of the time appointed for a Sub-Branch Committee meeting a quorum is not present the Sub-Branch

Committee meeting shall stand adjourned to the same place and at the same hour of the same day in the following week.

- (aa) The position held by members of the Sub-Branch Committee elected or appointed under Rule 18(b) are honorary positions, [except if appointed under Rule 18(f)].
- (bb) The Sub-Branch Committee shall undertake such training, in relation to its responsibilities and duties, including Sub-Branch corporate governance, financial management matters, and as shall be directed by the State Executive from time to time.

## **18A DUTIES OF THE SUB-BRANCH COMMITTEE**

- (a) The members of the Sub-Branch Committee must not knowingly or recklessly make improper use of information acquired by virtue of holding that office:
  - (1) to gain advantage for themselves or any other person; or
  - (2) to cause detriment to the Sub-Branch.
- (b) The members of the Sub-Branch Committee must not knowingly or recklessly make improper use of that office:
  - (1) to gain advantage for themselves or any other person; or
  - (2) to cause detriment to the Sub-Branch.
- (c) The members of the Sub-Branch Committee must exercise their powers and discharge their duties with the degree of care and diligence that a reasonable person would if that person:
  - (1) were an officeholder of the Sub-Branch in the circumstances applying at the time of the exercise of the power or the discharge of the duty; and
  - (2) occupied the office held by, and had the same responsibilities within the Sub-Branch as, the officeholder.
- (d) The members of the Sub-Branch Committee must make any decision to take or not take action in respect of a matter relevant to the operations of the Sub-Branch:
  - (1) in good faith for a proper purpose; and
  - (2) without a material personal interest in the subject matter; and
  - (3) after informing themselves about the subject matter to the extent that it is believed appropriate; and

- (4) in the rational belief that the best interests of the Sub-Branch have been considered.
- (e) The members of the Sub-Branch Committee must exercise their powers and discharge their duties:
  - (1) in good faith and in the best interest of the Sub-Branch; and
  - (2) for a proper purpose.

## **19 ELECTIONS OF THE SUB-BRANCH COMMITTEE (SEE BRANCH BYLAW 23 FOR VOTING DETAIL)**

- (a)
  - (1) Positions on the Sub-Branch Committee become vacant at the Annual General Meeting of the Sub-Branch as provided for in Rule 19(a)(2).
  - (2) That the members of the Sub-Branch Committee shall be elected for a term of two years for all Committee positions.
    - a. Persons co-opted under Rule 18(d) shall be appointed for a term not exceeding the term of office for the Committee as provided for in Rule 19(a)(2).
    - b. If a casual vacancy occurs in any committee position the person appointed to fill that position shall hold that office for the term set down for the particular office or position.
  - (3) The members of the Sub-Branch Committee shall be elected for a term as provided for in Rule 19(a)(2) by members of a class of membership that is entitled to vote at a general meeting.
- (b)
  - (1) At least six (6) weeks prior to the date of the proposed Sub-Branch Annual General Meeting, the Committee of the Sub-Branch may resolve to select from the Service and Life Members and Affiliates of the Sub-Branch or from other persons who shall within one (1) month of the nomination and prior to the Annual General Meeting become members of the Sub-Branch in the class of Service Member or Affiliate, up to three (3) persons who at the time of the selection shall not be members of the Committee, to serve on the incoming Committee of the Sub-Branch to be installed after the Annual General Meeting.

- (2) The outgoing Committee shall designate the positions that the selected persons shall hold on the Committee being any of the Secretary, Treasurer, or Committee member.
  - (3) Subject to the consent in writing of each of the selected persons, the Sub-Branch Committee shall nominate and recommend to the Annual General Meeting that the selected persons be elected to the incoming Committee and to the position on the Committee or as office bearer as decided by the outgoing Sub-Branch Committee. There shall, at the Annual General Meeting, be no other election for such Sub-Branch Committee positions.
  - (4) In the event of the Annual General Meeting not electing a person that has been nominated by the Sub-Branch Committee pursuant to this clause, the Sub-Branch Committee shall be able to fill that vacancy as a casual vacancy pursuant to clause 18(l) of these Rules. The person so appointed shall hold office until the next Annual General Meeting; save that a person during that year has nominated to the Annual General Meeting for appointment pursuant to this Rule and not elected by the Annual General Meeting shall not be eligible to be appointed to the casual vacancy.
  - (5) Further to the above, the Committee may resolve to recommend any of the selected person(s) to the Annual General Meeting in subsequent years, but in each year after the first term the Committee must advise the Members of their intention to do so, prior to the date of the closure of nominations for the particular office for Committee. This advice will indicate that if there are other eligible Members who wish to nominate for that Sub-Branch Committee position, and have the skills to fill that position, then a ballot for that position will be conducted. In the absence of any other such eligible and suitable candidates, the Committee nominee shall be duly elected vide Rule 19(g).
- (c) Subject to Rule 19(b), the Sub-Branch Committee must, at least six weeks prior to its annual general meeting determine the manner in which an election (and if necessary, the conduct of a ballot) is to be held.
  - (d) Subject to clauses 19(n)(4) and 9.6(d)(1), a Service member, Life member or an Affiliate, of the Sub-Branch, may nominate or be nominated for one or more positions on the Sub-Branch Committee.
  - (e) If the number of nominations for a position on the Sub-Branch Committee exceeds the number to be elected to that position, there is to be an election by secret ballot.

- (f) If a member is elected to a position on the Sub-Branch Committee, any other nominations the member has, lapses.
- (g)
  - (1) For the purposes of conducting the ballot, a returning officer and not less than two scrutineers are to be appointed by the Sub-Branch Committee from among the Service or Life members or Affiliates.
  - (2) The ballot shall be conducted in the following descending order:
    - president;
    - senior vice president - League member [if more than one vice president];
    - vice president - League member;
    - vice president - Affiliate;
    - secretary;
    - treasurer;
    - committeeman [the senior of whom shall be the member polling the most votes, or if no vote is necessary, then a method as determined by the meeting]
  - (3) If there is a tied vote, the name drawn from a hat by the returning officer in the presence of the scrutineers, is the person elected.
  - (4) If for any reason, the Sub-Branch Committee resolves that they are unable to appoint a returning officer then they shall apply in writing to the State Executive for a League member to be appointed. The State Executive will then appoint a League member to be the returning officer.
  - (5) The returning officer of the Sub-Branch must not be an employee of the Sub-Branch or a candidate for Committee or office.
- (h) If the number of nominations for a position on the Sub-Branch Committee does not exceed the number to be elected to that position, the nominees are duly elected to the position.
- (i) The secretary of the Sub-Branch must notify the Chief Executive Officer within fourteen days of the meeting that appointed or elected the Sub-Branch Committee the members of that Sub-Branch Committee.
- (j) Subject to the provisions of these Rules a Social member may be elected to the Committee of the Sub-Branch but not an executive position. A Service member, Life



member, Affiliate or social member of a Sub-Branch may nominate a social member for election to the Sub-Branch Committee other than an executive position.

(k) A social member of the Sub-Branch is not entitled to vote on any matter other than in respect of the election of a social member to the Committee of the Sub-Branch.

(l) Canvassing is not permitted for any elected position in the Sub-Branch, subject to Branch Rule 4.9.

(m)

(1) Any officer or member of the Committee of the Sub-Branch may be deposed upon a resolution carried at a specially summoned General Meeting of the Sub-Branch convened by the president for the expressed purpose of considering the deposition, and of which at least fourteen (14) days notice shall be given to all members (excluding honorary members) of the Sub-Branch at the address shown in the Sub-Branch register. The notice is to state the time and place of such meeting and the nature of the business to be transacted at that meeting.

(2) The meeting deposing the officer or member of the Committee shall forthwith proceed to elect a member to fill the vacancy created. Such casual vacancy shall hold office until the next Annual General Meeting.

(n)

(1) At the meeting referred to in Rule 19(b) the Committee shall determine whether the elections are to be formal nominations or nominations from the floor at the Annual General Meeting.

(2) Nominations, whether formal or from the floor, of persons who are not Life members or life subscribers, who have not paid the annual subscriptions for the current year, must be rejected [see Rule 10A(b)].

(3) Formal nominations shall be in accordance with the following Rules 19(n)(4) to 19(n)(8).

(4) Nominations for Committee shall be in writing, contain the name and address of the nominated member, be signed by at least two (2) members entitled to vote and shall be delivered to the returning officer at least fourteen (14) days before the date fixed for the Annual General Meeting, or the date of the election (ballot) if held separately, and shall be posted on the notice board by noon on the day following receipt of each such nomination.

- (5) The name and address of any person proposed for election as a member of the Sub-Branch Committee shall be displayed in a conspicuous place in the Sub-Branch premises for not less than one (1) week before the date of the election.
- (6) The nomination form for election and the record of the Sub-Branch Officers and Committee shall be in accordance with Branch requirements.
- (7) Any withdrawal of a nomination by a candidate shall be in writing and submitted to the returning officer and shall be posted on the notice board by the returning officer at the earliest opportunity.
- (8) Notwithstanding other provisions in these Rules, a candidate for the office of Sub-Branch President or Senior Vice President (League member) or Vice President (League member) must provide to the Sub-Branch Secretary and the Returning Officer documentary proof of their service record and medal entitlement and until they have done so the Returning Officer must reject the nomination. If after the date and time of the close of nominations the required proof has not been provided then the nomination lapses.

## **20 MEETINGS OF THE SUB-BRANCH**

The Committee must ensure that minutes are taken and kept of each meeting of the Sub-Branch. The minutes must record:

- (a) the name of the members in attendance at the meeting,
- (b) the business considered at the meeting,
- (c) any resolution on which a vote is taken and the result of that vote,
- (d) the financial statements submitted to the members including the certification that the financial statements are true and fair, and
- (e) any auditor's accounts and auditor's report.

### **20A. ANNUAL GENERAL MEETING**

- (a) The Sub-Branch must hold an Annual General Meeting (AGM), which is the governing body of the Sub-Branch, before the end of April each year on such date, time and place as the Committee of the Sub-Branch shall determine. Notice of the annual general meeting is to be provided to all members (excluding honorary members) of the Sub-Branch in accordance with Rule 11.
- (b) At the annual general meeting of the Sub-Branch:

- (1) the president of the Sub-Branch must present their report on the Sub-Branch for the preceding year.
  - (2) the treasurer of the Sub-Branch must submit the audited financial statements of the Sub-Branch, in accordance with Rule 18(h), for the preceding year.
  - (3) the Sub-Branch Committee are to be elected or the returning officer declare the results of an election previously conducted in a manner determined by the Sub-Branch under the provision of Rule 19(b).
  - (4) the auditor of the Sub-Branch is to be appointed.
  - (5) other business of which notice has been given or which the chairperson deems important is to be dealt with.
  - (6) the returning officer of the Sub-Branch must not be a candidate for office or Committee for which an election is necessary.
- (c)
- (1) Until otherwise determined by the Sub-Branch, the quorum for the annual general meeting shall comprise those Service and Life members and Affiliates present at the appointed time for any meeting, subject to the proviso that the number of Service and Life members (who are not Sub-Branch officers or Committee persons) present exceeds the number of Sub-Branch officers and Committee members present.
  - (2) If within half an hour after the appointed time for the commencement of the annual general meeting a quorum is not present, the chairperson must adjourn the annual general meeting to a date not less than twenty one (21) days from the original meeting and to a time and place as the chairperson decides and if at the adjourned meeting the quorum is not present within half an hour after the appointed time for the commencement of the annual general meeting the Service and Life members present are the quorum.
  - (3) The Sub-Branch Secretary must give written notice to all members (excluding honorary members) of the Sub-Branch of the adjourned annual general meeting at least fourteen (14) days before the adjourned annual general meeting.
- (d)
- (1) The president of the Sub-Branch is to be the chairperson of the annual general meeting but if the Sub-Branch president is not present within fifteen

- (15) minutes after the time appointed for the commencement of the annual General meeting, or is unwilling or unable to act as the chairperson, the Sub-Branch senior vice-president, is to be the chairperson of the annual general meeting.
- (2) If the Sub-Branch senior vice president is not present within fifteen (15) minutes after the time appointed for the commencement of the annual general meeting, or is unwilling or unable to act as the chairperson of the annual general meeting, the Service and Life members of the Sub-Branch present shall elect one of their number to preside as chairperson of the meeting.
- (e)
- (1) The only business to be transacted at the annual general meeting is that included on the agenda, unless the chairperson decides that it is in the interests of the Sub-Branch that business not included on the agenda be transacted.
- (2) The annual general meeting shall determine if an honorarium is to be paid in the following financial year to Sub-Branch officers and if so the amount to be paid.
- (f) A quorum must be present at the annual general meeting before any business is to be transacted except for the election of a chairperson and the adjournment of the annual general meeting under Rule 20A(c)(2).
- (g) A question arising at the annual general meeting is to be decided by a majority unless otherwise required by the National Constitution or the Branch Constitution or these Rules.
- (h) Save for the election of the Sub-Branch Committee which shall be conducted in accordance with Rule 19(b), a question arising at an annual general meeting is to be determined on a show of hands and unless before or on the show of hands a poll is demanded, a declaration by the chairperson that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost and an entry to that effect is made in the minute book, that entry is evidence of that fact, without proof of the number or proportion of the votes recorded in favour of, or against, that resolution.
- (i) At an annual general meeting of the Sub-Branch a member of the Sub-Branch entitled to vote under these Rules has one vote only. A member of the Sub-Branch entitled to vote at an annual general meeting may only vote in person, by postal or

absentee voting, as determined by the Committee under Rule 19(b). Proxy voting is not permitted.

- (j) In the case of an equality of voting on a question, the chairperson is entitled to exercise a casting vote.
- (k) A poll at an annual general meeting may be demanded by no less than five members of the Sub-Branch entitled to vote at the annual general meeting.
- (l) If a poll on any question is demanded, it is to be taken at that meeting in such manner as the chairperson directs and the resolution of the poll is to be deemed to be a resolution of the annual general meeting on that question.
- (m) If a poll is demanded on the election of a chairperson or on a question of an adjournment under Rule 20A(c)(2) it is to be taken immediately.
- (n) A poll that is demanded on any other question is to be taken at such time before the close of the annual general meeting as the chairperson directs.
- (o) Subject to Rule 10A(b), a member of the Sub-Branch is not entitled to vote at the annual general meeting unless all moneys due and payable by the member to the Sub-Branch have been paid.

## **20B. ORDINARY GENERAL MEETINGS**

- (a) The Sub-Branch Committee shall, subject to Rule 11, convene not less than one ordinary general meeting (OGM) of the members [excluding honorary members] of the Sub-Branch between Annual General Meetings.
- (b) One such ordinary general meeting shall be held within sixty days immediately preceding the Annual Conference under the Branch Constitution to:
  - (1) Determine the votes of the Sub-Branch for Branch Officers.
  - (2) Instruct the Sub-Branch delegates to the Annual Conference on how to vote on matters listed in the Agenda for the Annual Conference.
- (c)
  - (1) Until otherwise determined by the Sub-Branch, the quorum for an ordinary general meeting shall comprise those Service and Life members and Affiliates present at the appointed time for any meeting, subject to the proviso that the number of Service and Life members (who are not Sub-Branch Officers or Committee persons) present exceeds the number of Sub-Branch Officers and Committee members present.

- (2) If within half an hour after the appointed time for the commencement of the ordinary general meeting a quorum is not present, the chairperson must adjourn the ordinary general meeting to a date not less than twenty one (21) days from the original meeting and to a time and place as the chairperson decides and if at the adjourned meeting the quorum is not present within half an hour after the appointed time for the commencement of the ordinary general meeting the Service and Life members present are the quorum.
  - (3) The Sub-Branch Secretary must give written notice to all members of the Sub-Branch of the adjourned ordinary general meeting at least fourteen (14) days before the adjourned ordinary general meeting.
- (d)
- (1) The president of the Sub-Branch is to be the chairperson of the ordinary general meeting but if the Sub-Branch President is not present within fifteen (15) minutes after the time appointed for the commencement of the ordinary general meeting, or is unwilling or unable to act as the chairperson, the Sub-Branch senior vice-president, is to be the chairperson of the ordinary general meeting.
  - (2) If the Sub-Branch senior vice president is not present within fifteen (15) minutes after the time appointed for the commencement of the ordinary general meeting, or is unwilling or unable to act as the chairperson of the ordinary general meeting, the Service and Life members of the Sub-Branch present shall elect one of their number to preside as chairperson of the meeting.
- (e) The only business to be transacted at the ordinary general meeting is that included on the agenda, unless the meeting resolves that it is in the interest of the Sub-Branch that the business not included on the agenda be transacted.
- (f) A quorum must be present at an ordinary general meeting before any business is to be transacted except for the election of a chairperson and the adjournment of the ordinary general meeting under Rule 20B (c)(2).
- (g) A question arising at the ordinary general meeting is to be decided by a majority unless otherwise required by the National Constitution or the Branch Constitution or these Rules.
- (h) A question arising at an ordinary general meeting is to be determined on a show of hands and unless before or on the show of hands a poll is demanded, a declaration

by the chairperson that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost and an entry to that effect is made in the minute book, that entry is evidence of that fact, without proof of the number or proportion of the votes recorded in favour of, or against, that resolution.

- (i) At an ordinary general meeting of the Sub-Branch a member of the Sub-Branch entitled to vote under these Rules has one vote only. A member of the Sub-Branch entitled to vote at an ordinary general meeting may only vote in person. Proxy voting is not permitted.
- (j) In the case of an equality of voting on a question, the chairperson is entitled to exercise a casting vote.
- (k) A poll at an ordinary general meeting may be demanded by no less than five members of the Sub-Branch entitled to vote at the ordinary general meeting.
- (l) If a poll on any question is demanded, it is to be taken at that meeting in such manner as the chairperson directs and the resolution of the poll is to be deemed to be a resolution of the ordinary general meeting on that question.
- (m) If a poll is demanded on the election of a chairperson or on a question of an adjournment under Rule 20B(c)(2) it is to be taken immediately.
- (n) A poll that is demanded on any other question is to be taken at such time before the close of the ordinary general meeting as the chairperson directs.
- (o) Subject to Rule 10A(b), a member of the Sub-Branch is not entitled to vote at an ordinary general meeting unless all moneys due and payable by the member to the Sub-Branch have been paid.

## **20C. EXTRAORDINARY GENERAL MEETINGS**

- (a) Subject to the provisions of Rule 20C(t), the Sub-Branch Committee must, on the written request of ten per cent of the Service and Life members of the Sub-Branch, convene an extraordinary general meeting.
- (b) The request under Rule 20C(a) must state the business for which the extraordinary general meeting is required.
- (c) The extraordinary general meeting shall be called within thirty days from the receipt of the request, such meeting to be held within forty-nine days of the date of the receipt of the request.

- (d) If the Sub-Branch Committee does not convene an extraordinary general meeting pursuant to Rule 20C(a) in the time required under Rule 20C(c), the extraordinary general meeting may be convened by the members who had made the request under Rule 20C(a).
- (e) The Sub-Branch Committee or, if proceeding under Rule 20C(d), the requesting members, must serve on the members (excluding honorary members) of the Sub-Branch a notice of the extraordinary general meeting together with details of the business to be transacted at least seven (7) days before the extraordinary general meeting.
- (f)
  - (1) Except for a meeting convened under Rule 20C(t), the quorum for an extraordinary general meeting shall comprise those Service and Life members and Affiliates present at the appointed time for the meeting, subject to the proviso that the number of Service and Life members (who are not Sub-Branch officers or Committee persons) present exceeds the number of Sub-Branch officers and Committee members present.
  - (2) If within half an hour after the appointed time for the commencement of the extraordinary general meeting a quorum is not present the meeting, if convened upon the requisition of members, shall be dissolved.
  - (3) If within half an hour after the appointed time for the commencement of the extraordinary general meeting a quorum is not present the meeting, if convened by the State Executive, shall be adjourned by the chairperson to a date not less than twenty-one days from the original meeting and to a time and place as the chairperson decides and if at the adjourned meeting the quorum is not present within half an hour after the appointed time for the commencement of the Extraordinary general meeting the Service and Life members present are the quorum.
  - (4) The Secretary of the Sub-Branch must give written notice to all members (excluding Community and honorary members) of the Sub-Branch of the adjourned extraordinary general meeting at least seven days before the adjourned extraordinary general meeting.
- (g) Subject to Rule 20C(v) hereof:
  - (1) The president of the Sub-Branch is to be the chairperson of the extraordinary general meeting but if the Sub-Branch president is not present within fifteen



minutes after the time appointed for the commencement of the extraordinary general meeting, or is unwilling or unable to act as the chairperson, the Sub-Branch senior vice-president, is to be the chairperson of the extraordinary general meeting.

- (2) If the Sub-Branch senior vice president is not present within fifteen minutes after the time appointed for the commencement of the extraordinary general meeting, or is unwilling or unable to act as the chairperson of the extraordinary general meeting, the Service and Life members of the Sub-Branch present shall elect one of their number to preside as chairperson of the meeting.
- (h) The only business to be transacted at the extraordinary general meeting is that included on the agenda.
- (i) A quorum must be present at the extraordinary general meeting before any business is to be transacted except for the election of a chairperson and the adjournment of the extraordinary general meeting under Rule 20C(f)(3).
- (j) A question arising at the extraordinary general meeting is to be decided by a majority unless otherwise required the National Constitution or the Branch Constitution or these Rules.
- (k) A question arising at an extraordinary general meeting is to be determined on a show of hands and unless before or on the show of hands a poll is demanded, a declaration by the chairperson that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost and an entry to that effect is made in the minute book, that entry is evidence of that fact, without proof of the number or proportion of the votes recorded in favour of, or against, that resolution.
- (l) At an extraordinary general meeting of the Sub-Branch a member of the Sub-Branch entitled to vote under these Rules has one vote only. A member of the Sub-Branch entitled to vote at an extraordinary general meeting may only vote in person. Proxy voting is not permitted.
- (m) Except for an extraordinary general meeting convened under Rule 20C(t), in the case of an equality of votes the chairperson of the meeting is entitled to exercise a casting vote.
- (n) A poll at an extraordinary general meeting may be demanded by no less than five members of the Sub-Branch entitled to vote at the extraordinary general meeting.

- (o) If a poll on any question is demanded, it is to be taken at that meeting in such manner as the chairperson directs and the resolution of the poll is to be deemed to be a resolution of the extraordinary general meeting on that question.
- (p) If a poll is demanded on the election of a chairperson or on a question of an adjournment under Rule 20C(f)(3) it is to be taken immediately.
- (q) A poll that is demanded on any other question is to be taken at such time before the close of the extraordinary general meeting as the chairperson directs.
- (r) Subject to Rule 10A(b), a member of the Sub-Branch is not entitled to vote at an extraordinary general meeting unless all moneys due and payable by the member to the Sub-Branch have been paid.
- (s) Unless called by the State Executive under Rule 20C(t), there shall only be one extraordinary general meeting of the Sub-Branch in any one calendar year. Should circumstances prevail that members require an additional extraordinary general meeting, the request referred to in Rule 20C(a) shall be directed to the Chief Executive Officer who shall refer the matter to the State Branch Tribunal, which shall provide a written report and recommendation to the State Executive within forty-nine days of receipt of the request.
- (t) The State Executive may:
  - (1) convene an extraordinary general meeting of a Sub-Branch, either as a result of the deliberations of the State Branch Tribunal under Rule 20C(s) or of its own volition; and
  - (2) determine the quorum of the extraordinary general meeting.
- (u) When the State Executive convenes an extraordinary general meeting of the Sub-Branch the State Executive shall appoint a person to chair the meeting.
- (v) The State Executive must serve a notice on the members (excluding honorary members) of the Sub-Branch of the extraordinary general meeting convened under Rule 20C(t) together with the business to be transacted at least seven (7) days before the extraordinary general meeting.
- (w) At the Sub-Branch extraordinary general meeting, however convened, a State officer, the Chief Executive Officer or representative appointed by resolution of the State Executive, shall have the right to attend and speak at the meeting.

## **21 SUSPENSION OR DISSOLUTION OF THE SUB-BRANCH**

- (a) If the Sub-Branch contravenes or fails to observe or perform any of the provisions of the National Constitution, fails to be bound by or promote the standing policy of the League or has been guilty of conduct prejudicial to the interests of the League, the Branch may deal with the matter in accordance with National Bylaw 8.
- (b) The provisions contained in National Bylaw 8 apply, mutatis mutandis, if the Sub-Branch contravenes or fails to observe or perform any of the provisions of these Rules or has been guilty of conduct prejudicial to the interest of the Branch.
- (c) If the charter of the Sub-Branch is suspended, the State Executive is to control the affairs of the Sub-Branch.

## **22 SIGNING OF CHEQUES & ELECTRONIC FUNDS TRANSFER**

- (a) A cheque, or an Electronic Funds transfer, drawn on an account of the Sub-Branch is to be signed by any two executive members of the Committee; duly minuted as signatories by the Sub-Branch Committee.

The procedure for urgent electronic funds transfers where no signatories are available shall be determined by the Sub-Branch Committee. All Electronic Funds transfers are to be presented by the Treasurer at the next Sub-Branch Committee Meeting.

## **23 SUB-BRANCH BOOKS**

- (a) Except as otherwise provided in these Rules, the secretary or the secretary/treasurer of the Sub-Branch is to keep in their custody or under their control all the books, accounts, minutes books, statutory registers kept under any law (if any), records and securities maintained by the Sub-Branch.
- (b) The Sub-Branch must, if required by the Branch, produce for inspection all books, accounts, minutes books, statutory registers kept under any law (if any), records and securities and supply such returns and other information as the Branch may from time to time require.
- (c) Any member may have access to the minutes of General Meetings and the register of members. A member must not make improper use of information about a person obtained from the register of members and access to personal information of a person recorded in the register of members may be restricted by the Committee.

- (d) Those funds generated by, or for a Sub-Committee of the Sub-Branch, a Sporting Section or a Subsidiary Association or Section (as defined in Branch Rules Part 16), remain under the control of the President and members of the Sub-Branch Committee.

## **24 ACCOUNTS OF THE SUB-BRANCH**

The audited accounts of the Sub-Branch must be provided to the Branch by 30 April each year.

## **25 MONEY RECEIVED**

All money raised, collected or otherwise received by any person or persons where the name of the Sub-Branch is used or inferred must be paid into the Sub-Branch bank account and a receipt issued.

## **26 COMMUNICATIONS WITH GOVERNMENTS, THE LEAGUE AND BRANCHES**

A League matter raised by the Sub-Branch or a member of the Sub-Branch for the attention of any Government of the Commonwealth, State or Territory, the League or any of its Officers or the Branch or any other State Branch, must be directed through the Chief Executive Officer, unless otherwise approved in writing by the State Executive.

## **27 NO AMALGAMATION**

The Sub-Branch must not amalgamate with any other body, including another Sub-Branch, without the prior written approval of the State Executive.

## **28 LIMITATIONS ON THE SUB-BRANCH**

The Sub-Branch does not have the power to borrow or raise money or to secure the repayment of any debt, liability or engagement incurred, undertaken or entered into by the Sub-Branch by the issue of bonds, debentures, bills of exchange, promissory notes or other obligations or securities of the Sub-Branch or by way of overdraft or by mortgage or charge on all or any part of the property and assets of the Sub-Branch.

## **29 SUB-BRANCH MILITARY MEMORABILIA**

A Sub-Branch must not dispose of any military and historical memorabilia it has in its possession or power without the prior written approval of the State Executive.

### **30 BYLAWS**

- (a) The Sub-Branch may draw up Sub-Branch Bylaws for its administrative activities. The Sub-Branch Bylaws must not be inconsistent with the National Constitution, the Branch Constitution or these Rules. Insofar as the Sub-Branch Bylaws are inconsistent with the National Constitution or the Branch Constitution or these Rules they are invalid.
- (b) The Sub-Branch Bylaws are to be submitted to the Branch for approval and are not operative until approved in writing by the State Executive.

### **31 APPLICATION AND DISPOSAL OF ASSETS**

- (a) The income and property of the Sub-Branch is to be used and applied solely in promotion of its purposes and the exercise of its powers.
- (b) Subject to Rules 31(c) and (d), the income and property of the Sub-Branch is not to be distributed, paid or transferred directly or indirectly by way of dividend, bonus or otherwise by way of profit to a member.
- (c) The Sub-Branch may pay, in good faith, interest to a Member in respect of money advanced by the member to the Branch or otherwise owing by the Sub-Branch to the member or of remuneration to a Sub-Branch Officer or for services rendered to the Sub-Branch by a member.
- (d) The Sub-Branch may pay or repay a Member for out of pocket expenses, money lent, reasonable and proper charges for goods hired by the Sub-Branch from a member or reasonable and proper rent for premises demised or let to the Sub-Branch from a member.
- (e) In the event of the Sub-Branch being wound up and there remains after the satisfaction of all of its liabilities any property or money, it shall not be paid to or distributed to the members of the Sub-Branch, but shall be transferred or paid to the Branch to be applied by the Branch in fulfilment of the objects of the Branch.

### **32 SOURCES OF FUNDS OF THE SUB-BRANCH**

The funds of the Sub-Branch shall be derived from entrance fees, annual subscriptions, donations and such other sources as the Sub-Branch Committee determines.



**Returned & Services League  
of  
Australia**

**\*\*\* *RSL Sub-Branch Inc.***  
ABN \*\*\*

"Serving Still"

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**Branch Bylaw 11**

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**CORPORATE GOVERNANCE  
CHARTER**

**Volume 2.4**

(October 2016)

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*(Extract from ATO Deed of Settlement)*



## **The Role of the Sub-Branch Committee**

The Committee is responsible to the Sub-Branch members for the management and operation of the Sub-Branch in the achievement of its objects and taking account of and managing risk. The primary objectives of all RSL Sub-Branches are those of the League as reflected in the RSL National Constitution at Part 4.

## **The Functions of the Sub-Branch Committee (See also Rules 10A 2.1 and 10A 2.2)**

The functions of the Committee are:

### **(A) Strategy and Policy**

- i. Establish the strategy and set the policies.
- ii. Monitor the implementation of the Sub-Branch's strategy and policy.
- iii. Evaluate proposals from Members to facilitate the objects of the Sub-Branch.

### **(B) Governance and Management (Rule 10A 19(a))**

- i. Create and approve the Sub-Branch's business and welfare plans,
- ii. Monitor the implementation of the Sub-Branch's business and welfare plans,
- iii. Approve budgets and other performance goals following consultation and review with Sub-Branch management,
- iv. Approve the financial and administrative governance framework for the Sub-Branch,
- v. Review and approve the Sub-Branch's approach to managing its business risk,
- vi. Develop performance indicators for defined projects,
- vii. Monitor performance against the agreed budget and take corrective actions where necessary,
- viii. Ensure that no Committee Member or employee exceeds or abuses their powers in a way that may cause an imbalance of authority, internal disharmony or reputational damage to the Sub-Branch,
- ix. Set out the policy and supervise the manner in which the commercial activities are carried out and how those decisions are to be implemented by the Management Group.
- x. Establish an appropriate process for identification and appointment of the Sub-Branch General Manager, including the setting of performance targets and monitoring these. This selection process is to be conducted in consultation with the Victorian Branch COO and the Committee is also to ensure the Manager has a robust process in place to appoint and monitor the performance of all employees.

### **(C) Regulatory Compliance**

- i. Review and approve the Sub-Branch's compliance framework and programme,
- ii. Require and monitor regulatory compliance by the Sub-Branch, including Victorian Commission for Gaming Regulation, Liquor Licensing Victoria, AUSTRAC (as to reporting of funds), Veterans Act and Patriotic funds, Occupation Health and Safety, taxation obligations pursuant to the arrangements with the Australian Tax Office and the subsequent quality assurance program as provided by that arrangement. These obligations are set out in detail at Schedule 1. The Victorian Veterans Act 2005, encompasses in its requirements the proper control and administration of relevant Patriotic Funds, which all Sub-Branches must observe.

- iii. Ensure that the Sub-Branch has adequate internal controls and appropriate monitoring of compliance activities,
- iv. Ensure that satisfactory arrangements are in place for auditing the Sub-Branch's financial affairs.

**(D) Government Grants – Appropriate Use**

Licensed Sub-Branches (Bylaw 10A) that receive grants from DVA, or other Commonwealth/State Government departments, and then use this money on the upgrade of Sub-Branch property, or the purchase of fittings and furniture, may compromise the ATO Deed of Settlement with the RSL. Bylaw 10A Sub-Branches should not apply for Government grants to be used for such purposes, unless the application is first considered by the Branch Property Committee. If recommended, the State Executive must then endorse the proposed application before it can be submitted.

**(E) Sub-Branch Committee, and Sub-Committees, Effectiveness**

The President shall regularly review the performance/effectiveness of the Committee, and Sub-Committees, and take appropriate action if required.

**Membership of the Sub-Branch Committee**

The Committee and Membership of a Sub-Branch will be in accordance with the Sub-Branch Rules and Bylaws (Rule 10A 19). All Sub-Branch Committee members must read and sign the RSL (Victorian Branch) Code of Conduct for Sub-Branch Committee members, as contained in the Corporate Governance Compliance Manual, on the first occasion the Committee meets after the AGM.

**4. Sub-Branch Committee Members**

**(A) Duties**

The responsibilities and duties of a Committee Member includes the following:

- i. Duty to act in good faith and in the best interests of the RSL and in particular the Victorian Branch Inc and the Sub-Branch,
- ii. Duty to act with care and diligence,
- iii. Duty to avoid a conflict in the position of a Committee Member who has, or may subsequently have, a financial or material interest in a contract or arrangement made or proposed to be made with the Sub-Branch ,
- iv. Committee Members owe a fiduciary duty, in accordance with the Act<sup>2</sup>, to the Sub-Branch,
- v. Committee Members are to exercise their respective responsibilities and duties in accordance with the Sub-Branch Rules, the State Branch Constitution, and pursuance of the Objects of the League.

**(B) Conduct as a Sub-Branch Committee Member**

In execution of their duties Committee Members are to:

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<sup>2</sup> Associations Incorporation Reform Act 2012 (vic)

- i. obtain enough information to be satisfied with the Committee's conclusions on the matters put before the Sub-Branch Committee,
- ii. keep confidential any information obtained as a result of their position as a Committee Member,
- iii. observe "collective responsibility" once a decision is reached by the Committee. This means that all Committee members must support a majority decision of the Committee. They must positively assist in the understanding and implementation of any decision/policy agreed by the Committee, amongst the Sub-Branch members and wider community,
- iv. adhere to all codes of ethics, codes of conduct and standards of behaviour that apply to employees and members of the Sub-Branch.

**(C) Business Judgement**

Committee Members must exercise sound business judgement in making decisions in relation to the business operations of the Sub-Branch. Business judgement requires Committee Members to:

- i. make decisions in good faith for a proper purpose,
- ii. ensure they do not have a material, personal or business interest in the subject matter of a decision,
- iii. take steps to inform themselves on the subject matter of the decision to the extent that they reasonably believe to be appropriate, and
- iv. reasonably believe the decision is in the best interests of the Sub-Branch.

**(D) Training**

Committee Members shall undertake such training and attend such courses as the Committee decides, or as prescribed by the Victorian Branch.

**(E) Sub-Branch Committee Member Induction**

The President will provide to each new Committee Member on their appointment, the following documentation:

- i. The Sub-Branch Rules,
- ii. Sub-Branch-Policies and Procedures,
- iii. Sub-Branch Business Plan,
- iv. Sub-Branch's most recent annual report,
- v. Sub-Branch Code of Conduct,
- vi. Contact details of the other Committee Member
- vii. Committee Member Declaration of Personal and Business Interest Proforma (for completion and return),
- viii. Documentation for completion to become an associated individual of the Sub-Branch for the purpose of the Gaming Act and Liquor Licensing,
- ix. Forward meeting schedule of Executive, House and Finance and General Committee Meetings of the Sub-Branch,
- x. Sub-Branch Corporate Governance Charter (ByLaw 11),
- xi. RSL Membership Handbook.

New Committee Members will also receive a briefing from the President, incumbent Committee Members and Management to ensure that the newly appointed Member is fully conversant with the strategies and objectives as well as any other relevant issues. The President is responsible for the briefing of a new Committee Member on the Sub-Branch statutory and administrative responsibilities and their obligations under the Victorian Commission for Gaming Regulation and under the Liquor Control Reform Act and ensure that all relevant documentation related to the appointment of a new Committee Member is completed in accordance with statutory requirements. New Committee members must be prompt and diligent in satisfying the VCGR accreditation requirements.

## **5. Meetings of a Sub-Branch Committee**

### **(A) Frequency and Procedure**

Sub-Branches will be guided for the procedure and frequency of Meetings by Sub-Branch Branch Rule 10A 22 & 19(y) and Branch Bylaw 2, which are concerned with General Meetings. Procedures at committee meetings differ in a number of important respects from the procedure at general meetings. Thus (unless otherwise resolved) members remain seated when speaking, members may speak more than once, motions need not be seconded, the Chair can take part in the debate, alternative affirmative and negative speakers are not essential, proceedings are normally confidential. The rules that there can be no discussion without a motion before the Chair can also be relaxed at the discretion of the Chair. These modifications to the standard procedures which are necessary for the efficient conduct of business in larger general meetings become practicable because of the smaller size of committee meetings, and the collegiate/consensual approach that should be encouraged and aspired to by all involved.

### **(B) Meeting Agenda**

The Agenda for Committee meetings will cover:

- i. Silent Tribute,
- ii. Roll call & apologies,
- iii. Confirmation of the Minutes of the previous meeting,
- iv. Matters arising from the Minutes,
- v. Review of Action Items,
- vi. Review of financial performance,
- vii. Welfare, Charitable, and Commemorative activities,
- viii. Receive the House and Finance sub-committee meeting reports,
- ix. Receive the Sporting sub-committee report,
- x. Business development issues,
- xi. Strategic issues,
- xii. Other issues.

### **(C) Meeting Papers**

Responsibility for coordinating meeting papers rests with the Secretary (or the Manager, if delegated by the Committee). Committee papers should be concise, stand-alone documents that present the information the Committee will require to fully understand the issues being raised and, where required, to make an appropriately informed decision.

Papers are to be circulated to Committee Members no less than seven days prior to a scheduled meeting (or such lesser time as the Committee agrees from time to time).

#### **(D) Manager/General Manager of a Sub-Branch**

The Manager/General Manager of a Sub-Branch is responsible to the Sub-Branch President or other Executive members as directed by the President. Such variation in direction regarding lines of reporting and responsibility should be in writing.

The Sub-Branch Manager/General Manager will attend all meetings and whilst having no voting rights in respect of Committee decisions, will have the following responsibilities in respect of the Sub-Branch's operations:

- i. Advising and working together with the Sub-Branch President and Committee Members on budgets, staffing levels and performance, the design and implementation of business plans and the monitoring of actual trading results against previously agreed budgets,
- ii. Provide assistance to the Committee in ensuring statutory compliance with all regulatory, legislative and legal requirements by both the Sub-Branch and the Committee,
- iii. Coordination, under the guidance of the Sub-Branch President and/or Secretary, of Committee meetings, including time and location,
- iv. Coordination, under the guidance of the Sub-Branch President and/or Secretary, of the Committee agendas and papers, including their circulation to Committee Members,
- v. Recording of relevant action items arising from Committee meetings and reporting on their completion to the Committee,
- vi. Ensuring the attendance/availability of non-Committee Members as may be required by the Committee, including the Sub-Branch's management team and advisers at the right time,
- vii. Sourcing and making available relevant specialist advice,
- viii. Advising on and working with the Sub-Branch President to enhance Committee practices and procedures,
- ix. Maintaining the statutory books and forms in accordance with legal requirements,
- x. Keeping abreast of and informing Committee Members of any changes to legislative requirements or governance expectations.

### **6. Duties and Responsibilities of Committee Members**

#### **(A) Duties and Responsibilities of the Sub-Branch President**

The President shall exercise a general supervision over the staff and the Sub-Branches administration (Rule 10A (r) (1) to (5)), and in particular, ensure that the Sub-Branch discharges its responsibilities in relation to the Objects of the League, particularly welfare, charitable and commemorative roles. The President must ensure that the Manager and senior staff have appropriate strategic guidance and policy direction to allow them to effectively run the day to day commercial operations of the Sub-Branch in an independent way, with the primary objective of maintaining the financial|commercial health of the Sub-Branch. He should ensure the Committee receives reports as required and requested, ensures that the commercial success of the Sub-Branch supports the RSL objectives as set out by the Committee, and takes corrective action if any commercial activity is compromising the values of the League at National, Branch or Sub-Branch level.

## **(B) Duties and Responsibilities of the Secretary of a Sub-Branch**

The Sub-Branch will be guided in the Duties of the Secretary by Branch By-Law 5, subject to the Secretary always acting in consultation with the Executive and Manager, and seeking consensus amongst the Committee for significant decisions.

## **(C) Duties and Responsibilities of the Treasurer of a Sub-Branch**

The Sub-Branch will be guided in the Duties of the Treasurer by Branch By-Law 4, subject to the Treasurer always acting in consultation with the Executive and Manager, and seeking consensus amongst the Committee for significant decisions.

## **7. Minutes of Sub-Branch Committee Meeting**

The Secretary shall arrange for minutes to be taken of each Committee meeting (Rule 10A19(y)).

Minutes will include the:

- i. Sub-Branch's name and ABN,
- ii. meeting location,
- iii. date and opening and closing time of the meeting,
- iv. list of all attendees at the meeting (including observers and advisers and whether they were present for all or part of the meeting), and
- v. details of all resolutions and discussions, including recording the vote, if there is a vote, and whether it has passed and if anybody desires their abstention or their contrary vote to be recorded,
- vi. compliance with State Branch Quality Assurance tax exemption requirements,
- vii. written report from the House sub-committee, including minutes of meetings relating to gaming and other commercial activities,
- viii. written report from the Finance sub-committee, including minutes of meetings relating the financial affairs of the Sub-Branch including the creation and monitoring of a financial budget setting out the proposed allocation of funds earned or received by the Sub-Branch,
- ix. written report, including minutes, from the Welfare & Charitable sub-committee detailing activities relating to the welfare charitable commemorative and other Sub-Branch activities not relating to commercial activities at the Sub-Branch.

Minutes are to be clear, concise, well structured and unambiguous and must clearly set out the decisions the Committee made during the course of the meeting and reflect the consensus nature of Committee decisions. They should also clearly evidence the process the Committee has worked through in reaching its decisions, including any additional information requested or on which the Committee relied which is not included in the Committee papers.

Draft Minutes will be prepared by the Secretary and they will be circulated to Members of the Committee within fourteen days after the holding of a meeting. Minutes will be certified at the next meeting, with any amendments agreed by the Committee at the next meeting of the Committee.

## **(A) Meeting Action Items**

The Sub-Branch Committee may identify additional information it requires, initiatives it would like management to implement or other matters for future management action or attention.

In order to keep track of these matters, an action items list should be maintained by the Secretary, updated after each meeting and distributed along with the minutes of the meeting. The list will include a brief description of the action to be taken, cross referenced to the relevant item in the minutes, the responsible person and the date by which the action is to be completed.

As the Manager is involved in this process, the Secretary will also provide a copy to him of the action items list.

#### **(B) Sub-Branch Papers and Minutes Retention**

All papers and certified minutes of the Committee (including all attachments) will be retained by the Secretary at the Sub-Branch premises.

### **8. Sub-Branch Books**

The Secretary of the Sub-Branch is to keep in his custody or under his control all the books, accounts, minutes books, statutory registers kept under any law (if any), records and securities maintained by the Sub-Branch. The Sub-Branch must, if required by the Branch, produce for inspection all books, accounts, minutes books, statutory registers kept under any law (if any), records and securities and supply such returns and other information as the Branch may from time to time require. The audited accounts of the Sub-Branch must be provided to the Branch by 30 April each year. Where the Branch requires monthly financial statements, these are to be provided. Those funds generated by, or for a Sub-Committee of the Sub-Branch to remain under the control of the President and members of the Sub-Branch Committee, and the Committee must be guided and comply with Rules 10A 25 & 26.

### **9. Sub-Branch Committee Member Conflict of Interest (Rule 10A 19(x))**

Committee Members must exercise their power and discharge their duties in good faith in the best interests of the Sub-Branch and for a proper purpose.

#### **(A) Disclosure**

A Committee Member who has a material, personal or business interest in a matter, which relates to the Sub-Branch, must give the Committee notice of that interest, when elected or as soon as practicable after identifying it. He must not vote or speak in relation to it or otherwise seek to influence the Sub-Branch decision.

#### **(B) Annual Declaration**

A Committee Member, upon election/appointment and annually thereafter, will provide to the Secretary a declaration of conflict of interests in any matter that may involve the Sub-Branch. The Secretary will table the declarations at the next Committee meeting and will ensure that the extent of the disclosures is included in the minutes of the Committee meeting.

The Secretary will arrange for an annual questionnaire to be circulated to all Committee Members to ensure that all general disclosures are kept up to date.

**(C) Changes in Personal or Business Interest**

**(D) Voting where there is a Personal or Business Interest (Rule 10A 19(x))**

If a Committee Member has a material, personal or business interest in a matter, then that Committee Member must not be present whilst the matter is being considered at the meeting or vote is being taken in relation to that matter. The Committee Member must leave the meeting prior to any discussion in relation to the subject .

**(E) Access to Sub-Branch Papers Where there is a Personal or Business Interest**

Where a Committee Member is aware that a matter in which he may have a material, personal or business interest is to be discussed, he must advise the President of that possibility. The President must then advise the Secretary that the Committee papers which relate to the material, personal or business interest are not released to that Committee Member until the remainder of the Committee resolves otherwise.

**10. Meeting Attendance**

Committee Members are required to attend all meetings in person. Where a Committee Member is unable to attend the meeting in person, he may attend, with prior approval of the President, by means of an alternative method of communication, such as telephone or other telecommunication medium.

If a Committee Member is unable to attend a meeting, the Committee Member is to advise the Secretary by no later than an hour before the scheduled commencement of the meeting. Observers or advisers may only attend Committee meetings (including where a Committee Member attends via telephone) with the prior approval of the President. Such approval is to be sought at least twenty-four hours prior to the scheduled commencement of the meeting.

Observers or advisers may be asked to leave a Committee meeting by the President during discussion of any particular matter and they shall comply with all such requests.

**11. Sub-Branch Committee (See also Rule 10A 19(z))**

All decisions of the Committee will be on the basis of a simple majority of Committee Members present at the Committee meeting, with each present Committee Member having a single value vote. Votes will be undertaken by a show of hands.

Once a motion is passed or defeated, the Committee will act as one outside of the Committee meeting in accordance with the resolution of the Committee.

**12. Sub-Branch Committee Confidentiality**

Unless the President advises in writing prior to a meeting, or it is resolved by the Committee at a meeting, all discussions and papers of the Sub-Branch will be deemed " Committee-in-Confidence" and all papers of the Committee will be marked appropriately.



This does not preclude Members of the Committee discussing matters with Sub-Branch Members to assist them in determining a position on a particular matter, but Committee papers are not to be distributed to others (including consultants and advisers) or discussions reported without the express approval of the President.

### **13. Sub-Branch Audit Committee**

The House and/or Finance Sub-Committee will act as the Audit Sub-Committee and will undertake responsibility for:

- i. reviewing the annual financial statements (Annual Report) and recommending them for approval,
- ii. overseeing the relationship, appointment and work of sub-contractors and external accountants and auditors,
- iii. reviewing compliance related matters and internal controls, processes, standard operating procedures and delegations, and
- iv. overseeing the Risk Management Policy and processes.

### **14. Representation of the Sub- Branch (Subject to Rule 10A 28 and Branch Rule 4.10)**

The President will make all media and public statements on issues that affect the local Sub-Branch.

The President may delegate this to another member of the Committee.

The Sub-Branch must not make media or public statements on issues that affect the League at the State or National level without the approval of the State President or Chief Executive Officer.

### **15. Developing the Strategic Business Plan for the Sub-Branch**

The Sub-Branch requires a strategic business plan with a five year planning horizon which provides annual performance targets and which is reviewed and revised annually. The Finance Sub-Committee will develop it and submit it to the Sub-Branch committee and it will:

- i. Review strategic options in a challenging environment,
- ii. Assess the operating environment covered by the planning period, with a strong focus on the changes which the Sub-Branch will encounter and the identification of the critical strategic issues,
- iii. Develop appropriate key performance indicators which will measure the success of the Sub-Branch,
- iv. Develop and apply an effective budget and financial control framework,
- v. Be sufficiently robust to consider an appropriate range of alternatives and to assess them fully,
- vi. Involve key stakeholders and people critical to successful implementation,
- vii. Address the implementation issues and processes,
- viii. Develop an appropriate process for monitoring implementation, including agreed metrics related to the key performance indicators,

- ix. The Business Plan must support the achievement of the objectives of the Sub-Branch Welfare Plan which must also be developed as per Schedule 1 Section 3.

## **16. Engagement of Specialist Advice by the Sub-Branch (Rules 10A2.2(h) and 19(a))**

If the Committee is not skill based but representative based the Committee will require additional specialist advice from time to time.

Specialist advisers or consultants to the Sub-Branch cannot be engaged (at the cost of the Sub-Branch) without the approval of the Committee, save and except in relation to an emergency.

## **17. Identification and Management of Business Risks**

The Committee should ensure that the Sub-Branch has in place an appropriate framework for the identification and management of business risks. A formal risk assessment should be undertaken at an early stage, with appropriate involvement from the Committee, the General Manager and the Victorian Branch. The Committee should ensure that:

- i. The risks to achieving the Sub-Branch's business objectives/goals are identified, assessed and managed in accordance with the Australian Standard on Risk Management,
- ii. Specific action is taken to manage significant risks identified in this process, and
- iii. Risks are monitored and reviewed on a regular basis.

## **18. Development of Policies for the Sub-Branch**

The Committee should assure itself that the activities of the Sub-Branch are covered by appropriate written policies and are included in its standard operating procedures. This consideration should include, but not be limited to, the following areas:

- i. Occupational Health and Safety,
- ii. Conflicts of interest, including personal and business relationships, investments, etc
- iii. Confidentiality,
- iv. Risk management,
- v. Fraud,
- vi. Gifts, entertainment and gratuities,
- vii. Equal employment opportunity and non- discrimination,
- viii. Sexual Harassment,
- ix. Relationships with clients and stakeholders,
- x. Code of Conduct, including ethical behaviour of Sub-Branch Committee Members and employees,
- xi. Product and service quality,
- xii. Financial Delegations,
- xiii. Advertising, marketing and sponsorship practices.

Further guidance for Sub-Branch Committees on meeting the requirements of this Bylaw can be obtained from the Corporate Governance Compliance Manual or the relevant Branch staff at ANZAC House.

For implementation

Signature: \_\_\_\_\_ Signature: \_\_\_\_\_

Name: \_\_\_\_\_ Name: \_\_\_\_\_

Sub-Branch President:

Sub-Branch Secretary:

Date: \_\_\_\_\_ Date: \_\_\_\_\_

Attachments: Schedule 1 – Criteria for a RSL Sub-Branch. (Extract from ATO Deed of Settlement with RSL dated 23-09-2003 – Obligations of a Victorian RSL Licensed Sub-Branch with Gaming).

## SCHEDULE 1 - CRITERIA FOR A RSL SUB-BRANCH

The following characteristics of a RSL Sub-branch are highly desirable in relation to preserving the tax exempt status of a Sub-branch.

1. That the predominant activity of the Committee as shown by its minutes shall be welfare and charitable activities and other activities that are related to the objects of the Sub-branch. The whole Committee shall consider the welfare and RSL type activities. The gaming activities shall be attended to by a house Sub-Committee, which shall report to the Committee. There will be a formalized structure providing for a house Committee, welfare and charitable Sub-Committees and minutes shall be in a standardized form, which will record the activities performed by the Sub-branch. The members of the Committee, and the members of the Sub-branch shall so far as is practicable be involved in such welfare and charitable work.
2. The welfare, pension and appeals officers shall attend all Committee meetings and report on the activities in relation to which they are responsible. Welfare activities shall be recorded and shall be dealt with at each Sub-branch meeting. The matters to be dealt with will include activities in relation to assisting widows and families of dependants, commitment to regional welfare centres, the use of welfare centres located within the sub-branch, advice and support that has been provided to veterans. There will need to be records of welfare activity maintained subject to privacy concerns and it is proposed that standardized forms for recording such activity will be created. There shall be general advertising as to the availability of welfare at the Sub-branch.
3. RSL Sub-branches shall create and keep a financial budget, which will set out the proposed allocation of funds earned or received by the Sub-branch. The Sub-branch shall also, where practicable, create a business plan as to the nature of the projects of a charitable or welfare nature that it intends to embark on over the subsequent twelve-month period together with the possible allocations of money in relation to those projects.
4. Sub-branches shall keep records of honorary time expended on welfare, RSL and charitable objects and they shall be costed. Records shall not provide information that would enable a person to be identified, but will record the activity, a short description of what took place and the time spent. This will include activities that are taken by the provider of the services after a visit such as follow up calls and other activities that may be carried out by members of the Sub-branch in response to a particular set of circumstances. Pro-forma documentation shall be provided to assist the Sub-branch.
5. There shall be a provision of subsidized meals and appropriate entertainment for aged persons, particularly for veterans and widows and the provision of such services needs to be recorded in the minutes together with, where appropriate, the costing of the same. The purpose of the provision of these services is to ensure that the ex-service community receives well-cooked meals each week and that it breaks down the isolation that often occurs in relation to older persons within the community. Records should be kept as to the time spent on arranging such activities and the cost to the Sub-branch.

6. There should be records kept of the following activities conducted by the Sub-branch.
  - (a) The conduct of RSL funerals and, where appropriate, wakes should be recorded in some detail in the minutes together with a short summary to appear somewhere in the welfare report as to the services and support that have been provided to the relatives of deceased members, or widowers when members, or families of members after a bereavement. That the RSL shall where required, or appropriate provide financial assistance for families who cannot afford funerals.
  - (b) There should be a provision of medical aides and motorized wheelchairs, if appropriate, and other aides to assist the aged veterans to better cope with their infirmity. There needs to be a record kept of the nature of the equipment and the use of the equipment and, where appropriate, the Sub-branch should hire equipment for the use of veterans if it is not practicable to purchase the same and a record ought to be kept of the hire. There should be transportation of disabled members and the maintenance of a bus for that purpose would be appropriate. The bus is not to be used to bring persons to the venue for gaming purposes, but rather to deal with the needs of the older members, either by transport to and from the Sub-branch or to be taken on other outings as members of the Sub-branch. The Sub-branch shall also record the provision of transport for the purposes of taking members to hospital and doctors' appointments. Where appropriate, the Sub-branch should also provide taxi vouchers to enable older members who cannot drive to attend the Sub-branch on appropriate occasions. Records need to be kept on the use of the bus and of the dispensing of taxi vouchers.
  - (c) There needs to be evidence of the involvement of Sub-branches with members in nursing homes. Records of visits ought to be kept and records should be kept if such persons are collected from nursing homes and brought to the Sub-branch for recreation activities.

The following criteria shall be considered as desirable.

7. The Sub-branch shall be set up in such a way as to make it clear that it is in fact an RSL Sub-branch. It will include the following: Memorabilia shall be prominently displayed, including memorial records, visual displays, flags, displays of military history. These displays shall be through a large part of the Sub-branch and shall not be restricted to the Members' bar. It is not contemplated that such displays would necessarily occur in the gaming room. That appropriate badging shall be attached to the outside of the RSL and where appropriate there should be flagpoles, remembrance gardens, both of which shall be maintained.
8. Notice Boards recording persons in hospital and the needs of members shall be prominently displayed so that other members may be aware of the wellbeing and welfare of members who are sick, or otherwise in need.
9. There shall be a library for members and for the public containing matters relating to military history and in relation to the objects of the RSL, including personal accounts of war efforts where appropriate.

There shall be an IT link with the RSL website maintained by the Victorian Branch and other computer activities and communications as is appropriate from time to time.

10. There shall be restricted signage advertising gaming, both on the premises and in the public domain. The gaming advertising should not be predominant, particularly in relation to outside advertising and signage. It needs to be clear that the predominant signage is to indicate that it is an RSL Sub-branch and not to solely indicate, or even in a major fashion indicate the carrying on of gaming.
11. There shall, where practicable, be a designated members area containing memorabilia and a place for assembly and interaction between members.
12. The Sub-branch newsletter shall contain articles and information as to the conduct of the RSL and the Sub-branch and shall not be solely or predominantly concerned with facilities. They shall be bona fides newsletters, including information as to the death of members, or the wellbeing of sick members and other relevant material.
13. There should be a monthly record, or at least a summary of the welfare type services that have been provided by the Sub-branch together with contact telephone numbers for members who may need welfare and like services
14. There shall need to be demonstration of an active commitment to the objects and ideals of the RSL through the Victorian Branch and such evidence of commitment would include recording of the attitudes of the Sub-branch as to the remits at the annual Conference, the results of conferences and the reporting as to various meetings of Regional Forums and other such relevant meetings. Such reports should have an emphasis on RSL activities rather than commercial activities.
15. The RSL Sub-branch should indicate a willingness to provide welfare and like services to members of other Sub-branches and Veteran Welfare Centres and like organizations where the other Sub-branches are not in a financial position to do so, such as Sub-branches that either unlicensed or do not possess gaming machines. Assistance with capital expenses should be recorded separately.
16. There should be a Stand To where the Ode is conducted each night and a prominent display of flags.
17. There should be evidence of promotion of RSL objects and the ethos of the RSL through schools, with gifts of flags and associated patriotic material. Lectures mainly to schoolchildren as to the RSL ethos, military history and the importance of patriotism should be arranged and the existence of the delivery of those services ought to be recorded.
18. There should be evidence of the attention to the care of local war memorials honouring the veterans, inspections of veterans' graves to check that they are being properly looked after and records kept of such work, including the amount of voluntary work applied and the money expended.
19. The Sub-branch should have appropriate celebration and promotion of Anzac Day, Remembrance Day, Vietnam Veterans Day and other suitable commemorative days, including the recording of the promotion of these days to the public as ways of promoting the RSL objects. Records need to be kept of the volunteer effort that goes into these activities and the time and money spent on the preparation and conduct of such activities.

20. There should be records kept of relationships with other ex-service organizations, such as Legacy and Carry On, including details of interaction. The relationship and assistance will include the assistance and operation of appeals by Legacy, the provision of services to Legacy at a local level and the provision of cash donations to Legacy, Carry On and other ex-services organizations.
21. At the end of each year, a summary of the charitable and welfare activities performed in the last year needs to be made and to be recorded in a consistent format with man hours costed.

## Branch Bylaw 12

### Sexual Harassment (Volunteers)

#### 1. Introduction

- 1.1 The Returned & Services League (RSL) recognizes it is the right of every employee and volunteer to be able to attend work and to perform their duties without being subjected to any form of sexual harassment.
- 1.2 Equally it is the obligation and responsibility of every employee and volunteer to ensure that the workplace is free from sexual harassment. For the purposes of this policy the workplace includes all areas where employees and volunteers would normally conduct their work whether that work is paid employment or undertaking a volunteering role.
- 1.3 The RSL is fully committed to its obligations to eliminate sexual harassment in the workplace. The State Branch Headquarters and Licensed Sub-Branches already have a policy in place in relation to employees in this regard. This policy further informs the Branch Headquarters Policy covering employees and is provided as further guidance to Licensed Sub-Branches in relation to their extant employee policy.

#### 2. Purpose

- 2.1 The purpose of this policy is to outline the RSL's Victorian Branch position on sexual harassment in relation to volunteers and to document the process to be followed should any grievances arise within Victorian Branch Headquarters or within traditional Sub-Branches. Licensed Sub-Branches have an extant Sexual Harassment Policy in place in relation to employees which will now also be used to encompass volunteers in Licensed Sub-Branches through the additional requirement that the application of this Sub-Branch Policy in relation to Volunteers must be over sighted by the Sub-Branch Executive, and a member of the Sub-Branch Committee is to be appointed as the EEO Contact Officer (Volunteers) and receive appropriate training for that role. Traditional Sub-Branches are to refer matters involving sexual harassment, as defined in the following Policy, to the Branch EEO Coordinating Officer, through the CEO, for resolution. Secretaries of traditional Sub-Branches are to act as the Sub-Branch EEO Contact Officer.

#### 3. Policy

- 3.1 The RSL will not tolerate sexual harassment under any circumstances. Responsibility lies with all employees and volunteers to ensure that sexual harassment does not occur.



- 3.2 Most organizations are subject to both federal and state Equal Employment Opportunity (EEO) legislation, all of which provide that sexual harassment is unlawful. The RSL considers that legislative obligations under the Acts establish minimum standards of behavior for all employees.
  - 3.3 The principles set out in this policy are intended to apply to any work related context, including conferences, work functions, social activities, and education and business trips.
  - 3.4 No volunteer at any level should subject any other employee, volunteer, person we are assisting or visitor to any form of sexual harassment.
  - 3.5 A breach of this policy will result in disciplinary action. Depending on the severity of the situation, consequences may include apology, counseling, transfer, demotion, dismissal, or other forms of disciplinary action.
  - 3.6 The RSL strongly encourages any volunteer who feels they have been sexually harassed to take action, preferably by making it clear that such behavior is unwelcome and offensive; alternatively, or in addition, follow the procedures for reporting the behavior.
  - 3.7 Any reports of sexual harassment will be treated seriously and promptly with sensitivity and complete confidentiality.
  - 3.8 Those reporting the sexual harassment have the right to determine how to have a complaint treated, have support or representation throughout the process, and the option to discontinue a complaint at any stage of the process.
  - 3.9 The alleged harasser also has the right to have support or representation during any investigation, as well as the right to respond fully to any formal allegations made. There will be no presumption of guilt and no determination made until a full investigation has been completed.
  - 3.10 No volunteer will be treated unfairly as a result of rejecting unwanted advances. Disciplinary action may be taken against anyone who victimizes or retaliates against a person who has complained of sexual harassment or against any employee or volunteer who has been alleged to be a harasser.
  - 3.11 Managers or supervisors, including Sub-Branch Presidents and/or Committees, who fail to take appropriate corrective action when aware of the harassment of a person may be subject to disciplinary action themselves.
- 4. Definition of Sexual Harassment**
- 4.1 Sexual harassment means any unwelcome sexual advance, unwelcome request for sexual favours, or other unwelcome conduct of a sexual nature which makes a person feel offended,

humiliated or intimidated, and where that reaction is reasonable in the circumstances. Examples of Sexual Harassment could include but are not limited to:

- 4.1.1 Intrusive enquiries into an employee's or volunteer's private life
- 4.1.2 Reference to their sexuality or physical appearance
- 4.1.3 Unwanted body touching or physically molesting a person
- 4.1.4 Standing too close
- 4.1.5 Excessively lengthy handshakes
- 4.1.6 Unwanted brushing against another's body
- 4.1.7 Indecent exposure
- 4.1.8 Sexual assault
- 4.1.9 Obscene, suggestive or offensive communications, including electronic mail
- 4.1.10 Pornographic or offensive posters, handouts or screensavers
- 4.1.11 Sexual jokes or anecdotes
- 4.1.12 Leering or staring
- 4.1.13 Unwanted sexual compliments or excessive flirting

4.2 Sexual harassment is not behavior which is based on mutual attraction, friendship and respect.

## **5. Responsibility**

5.1 It is management's responsibility in all Sub-Branches, and the Branch, to ensure that:

- 5.1.1 They understand and are committed to the rights and entitlements of all employees and volunteers to attend work and perform their duties, without fear of being sexually harassed in any form
- 5.1.2 All reasonable steps are made to eliminate sexual harassment
- 5.1.3 All employees and volunteers are regularly made aware of their obligations in relation
- 5.1.4 to providing a workplace free from sexual harassment
- 5.1.5 They provide an environment which discourages harassment and victimization and set an example by their own behavior
- 5.1.6 Equal Employment Opportunity (EEO) Contact Officers are appointed, trained and known to all staff. A senior responsible staff member will be appointed to act as the EEO Coordinating Officer, responsible to the CEO for the overall training and effectiveness of the EEO Contact Officers, and their accessibility to all staff and volunteers.
- 5.1.7 They treat all complaints seriously and confidentially
- 5.1.8 They take immediate and appropriate corrective action if they become aware of any offensive action

5.2 It is the RSL Victorian Branch Chief Executive Officer's responsibility to ensure that:

- 5.2.1 Guidance and education is provided, where requested and/or appropriate, to cases and subsequent decisions relating to sexual harassment

- 5.2.2 All State Branch Headquarters staff and volunteers are aware of their obligations and responsibilities in relation to sexual harassment, and the rights and entitlements of other employees and volunteers
- 5.2.3 Ongoing support and guidance is provided to all employees and volunteers in relation to the prevention of sexual harassment.
- 5.2.4 Necessary EEO Coordinating Officer, and EEO Contact Officer appointments are made.

## **6. Procedures**

### **6.1 Complaint Process – Victorian Branch Headquarters and Traditional Sub-Branches.**

Sexual harassment can occur at any level of the organization, can be experienced by both men and women and may involve a co-worker, volunteer, supervisor, manager, service provider, client or customer. Lack of intent is no defence in sexual harassment cases.

- 6.2 Volunteers who believe they are the subject of sexual harassment should take firm, positive and prompt action.
- 6.3 If deemed appropriate, the volunteer should make the perceived harasser(s) aware that they find their behavior offensive, unwelcome, unacceptable, and that it needs to stop immediately.
- 6.4 If the behavior continues, or if the employee or volunteer feels unable to speak to the person(s) directly, they should contact their supervisor or EEO Contract Officer. In the case of traditional Sub-Branches, the initial contact should be with the Sub-Branch EEO Officer, who will be the Sub-Branch Secretary, or alternatively the Branch CEO, who will refer the matter to the Branch EEO Coordinating Officer for attention. The contact person will provide support; ascertain the nature of the complaint and the wishes of the complainant. The complainant does not have to request a full formal investigation if they will be satisfied by a less formal treatment of the issue.

### **7. Informal Intervention**

- 7.1 The contact person will explain the employee or volunteer's rights and responsibilities under company policy, procedures and EEO/anti-discrimination legislation.
- 7.2 Informal Intervention may be done through a process of either mediation or conciliation. During Informal Intervention the alleged harasser will be made aware of the allegations being made against them and given the right to respond.
- 7.3 This procedure will be complete when the alleged harasser respects the individual's request to cease unwanted and unwelcome behavior. If this does not occur, the formal procedure should be followed.

## **8. Formal Complaints Procedure**

- 8.1 Proceeding with a formal complaint requires the consent of the person complaining, particularly as witnesses or senior management may become involved. The formal procedure will be coordinated by the contact person. Further support can be obtained from the EEO Coordinating Officer at the RSL Victorian Branch. The Chief Executive Officer does not need to know the specific details of the sexual harassment case but needs to be given updated briefings on any incident and any resolution by the EEO Coordinating Officer.
- 8.2 The contact person should clarify the complaint and obtain a step by step account of the incident. In serious cases, more than one interview may be necessary.
- 8.3 The contact person will document all such interviews accurately and avoid irrelevant information. Relevant information will include parties involved, timing, location, and nature of conduct complained against.
- 8.4 Records are to be kept and filed in a confidential and secure place. If no confidential area is available these notes may be sealed where they will be maintained, unopened, in a confidential filing system within the Branch Headquarters CEO Office. These records should be kept for a period of seven years. Under no circumstances will records be placed on the complainant's personnel file, where such a file exists.
- 8.5 The contact person will organize an investigation, which in most cases may involve but is not limited to:
  - 8.5.1 A private interview to ascertain the facts and what the complainant expects to happen as a result of making the complaint
  - 8.5.2 An interview with the alleged harasser(s) to ascertain their defence
  - 8.5.3 Interviews with other employees, volunteers or individuals who may be able to assist
  - 8.5.4 Interviews with supervisor(s) or manager(s)
  - 8.5.5 Examination of any relevant documents
  - 8.5.6 Determination of previous behaviours or issues
- 8.6 The contact person should gather all evidence which may include:
  - 8.6.1 Supporting evidence provided by a medical practitioner, counselor, family member, friend or co-worker
  - 8.6.2 Supervisor's reports and personnel records (e.g., unexplained request for transfer or shift changes, sudden increase in sick leave, a sudden inability to continue their volunteering)
  - 8.6.3 Complaints or information provided by other employees or volunteers about the behavior of the alleged harasser
  - 8.6.4 Records kept by the person claiming to have been harassed Information on whether the evidence was presented by the parties in a credible and consistent manner
  - 8.6.5 Information on the absence of evidence where it should logically exist

- 8.7 On completion of the investigation the complainant and the contact person will report to the EEO Coordinating Officer and CEO and determine a course of action to be taken.
- 8.8 Possible courses of action may include, but not be limited to, any combination of the following:  
Counselling
- 8.8.1 Disciplinary action against the harasser (e.g., demotion, transfer, suspension, probation or dismissal)
  - 8.8.2 Official warnings that are noted in the harasser's personnel file
  - 8.8.3 Disciplinary action against the person who complained if there is strong evidence that the complaint was vexatious or malicious
  - 8.8.4 Formal apologies and undertaking that the behavior will cease
  - 8.8.5 Conciliation/mediation conducted by an impartial third party where the parties to the complaint agree to a mutually acceptable resolution
  - 8.8.6 Reimbursing any costs associated with the harassment
  - 8.8.7 Re-crediting any leave taken as a result of the harassment
- 8.9 Outcomes will depend upon factors such as:
- 8.9.1 The severity and frequency of the harassment
  - 8.9.2 The weight of the evidence
  - 8.9.3 The wishes of the person who was harassed
  - 8.9.4 Whether the harasser could have been expected to know that such behavior was a breach of policy
  - 8.9.5 The level of contrition
  - 8.9.6 Whether there have been any prior incidents or warnings
- 8.10 The contact person will advise all relevant parties of the outcome.
- 8.11 If the investigation determines that sexual harassment has occurred, the contact person must forward a summary of the complaint and the action taken to the EEO Coordinating Officer and CEO of the RSL Victorian Branch. A copy may be placed in the respondent's personnel file in accordance with performance counseling procedures.
- 8.12 If there is insufficient proof to decide whether or not the harassment has occurred the contact person will:
- 8.12.1 Remind those involved of expected standards of conduct
  - 8.12.2 Conduct further training and awareness raising sessions for staff and volunteers
  - 8.12.3 Monitor the situation carefully
- 8.13 The contact person will monitor the outcome to ensure that the offensive behavior has ceased, and that neither party has been victimized. This may involve follow up interviews. If there has been any substantiated victimization, disciplinary procedures will be followed.

**9. Procedures for Dealing with Criminal Conduct**

9.1 Some forms of sexual harassment (e.g., sexual assault, stalking, indecent exposure, physical molestation, obscene phone calls) may constitute criminal conduct. While the RSL is committed to treat most sexual harassment complaints at an organizational level as far as possible, this type of conduct is not suited to internal resolution. Such complaints should be treated by the criminal justice system.

9.2 In relation to alleged criminal offences such as rape or sexual assault, the matter must be referred to the Chief Executive Officer, RSL Victorian Branch. Employees/volunteers should be advised of the option of police support or intervention. It is not the obligation or duty of the Branch to report such matters to the police on behalf of the complainant.

END

## **Branch By-Law 13**

### **Custodian of Sub-Branch Property**

#### **Duties and responsibilities**

The duties and responsibilities of Sub-Branch Custodian shall include:-

1. Provision of advice and assistance to the Sub-Branch Committee on security and maintenance of Sub-Branch property.
2. To ensure that the activities of the Sub-Branch Trusts are carried out in accordance with its Deed of Trust, Objects & Rules and appropriate legislation and any other property, including cash and investments, held in accordance with State Branch Rules, including memorabilia, and memorials within the precincts of the Sub-Branch.
3. In extenuating circumstances the Custodian may report direct to the State Branch on matters affecting their duties and responsibilities.
4. A Custodian has no legal authority. Any other duties and responsibilities delegated by the Sub-Branch Committee and for which the approval of the State Executive has been obtained.

## **Branch By-Law 14**

**(Reserved)**



# VICTORIAN BRANCH RETURNED & SERVICES LEAGUE OF AUSTRALIA

## BRANCH BYLAW 15

### FIREARMS & WEAPONS\*

**\*Note: Weapons includes edged weapons, grenades, clubs and body armour. All requirements contained in this Bylaw for firearms apply equally to these other items.**

As a result of discussions with the Compliance Enforcement Regulation Support Unit of Victoria Police, NO firearm is to be at, or held by, any RSL Sub-Branch unless it is registered to the RSL 's Class 1 Firearm Dealers License, including if a person wishes to loan or display a firearm at an RSL Sub-Branch. The following requirements will apply:

#### RESPONSIBLE PERSON

A Sub-Branch holding firearms must appoint a person to be responsible, (from here on referred to as the 'Responsible Person') for those firearms and for maintaining the requirements of this policy.

#### RECEIPT OF FIREARMS

On taking receipt of any firearms the Responsible Person will advise the State Branch Firearms Officer in writing, (on Sub-Branch letterhead), of the acquisition. At the very least, the notification must include the make, model and serial number of the firearm/s. If the firearm/shave previously been registered, then the full name, address and licence details of the previous owner must also be provided, (if known).

The State Branch Firearms Officer will then record these details in the State Branch Register, as well as including them in the monthly class1 Firearms Dealers License Return. Their inclusion in the monthly Firearms Dealers Return will ensure that the firearms are transferred from any previous ownership and registered under the RSL licence. If the firearm does not have a serial number, Firearms Registry will assign one and the Sub-Branch will be notified in writing. On receipt of such notification, the Sub-Branch must ensure that the allocated serial number is stamped onto the firearm. No other action is required from Sub-branches in regard to registration and changes of ownership.

#### DISPOSAL OF FIREARMS

Should a Sub-Branch wish to dispose of, or donate, any firearms, they must be surrendered to the State Branch Firearms Officer, who shall provide the Sub-Branch with a receipt. In the case of donations to other Sub-Branches or organisations, the same applies. The State Branch Firearms Officer will then confirm the details and legalities of the donation and, if appropriate, oversee the transfer, including notification to Firearms Registry. Should any loss or theft of firearms occur, the State Branch Firearms Officer is to be notified immediately.

A person, who has loaned or displayed a firearm at an RSL Sub-Branch and wishes that firearm to be returned must lodge a Permit to Acquire (PTA) application with Victoria Police. If the PTA is issued, the person then negotiates with the State Branch Firearms Officer for the return of the

firearm with the RSL doing appropriate dealer returns.

All firearms removed from an RSL Sub-Branch are to be done so in compliance with Firearms Act 1996 using a PTA and licensed firearm dealer returns.

## **STORAGE AND DISPLAY**

The Sub-Branch is responsible for ensuring that all firearms have been rendered inoperable.

All premises holding firearms must be alarmed. Those holding handguns, semi-automatic and automatic firearms must have externally monitored alarms. Some alarm systems can be connected to personal mobile phones for monitoring purposes and this practice should be adopted.

When in storage firearms must be locked in an approved gun safe.

Only the Responsible Person is to handle, or have access to the firearms.

When on display the following applies:

- All firearms must be affixed in a manner that prevents their easy removal. In effect this means that should a thief attempt to remove the firearm from its display, it will take them at least 20 minutes to do so.
- In addition to the above, every firearm must be secured with a steel cable running through the trigger guard and attached to the structure on which the firearm is mounted by means of a security screw. The cable should have an eye at each end. The cable is passed through the trigger guard and then one eye is passed through the other with the remaining eye being used at the attachment point. Such cables can be obtained through ships chandlers and some hardware stores.
- Handguns and sub-machine guns must be displayed behind minimum 6mm plate glass and fitted with wall mounted trigger locks.
- It is not sufficient to have firearms displayed in showcases without being secured in the manner described above, regardless of whether the showcase is locked or not.
- All firearms on display at any RSL Sub-Branch must have the serial number visible or a mounted plate identifying the firearm make, model and serial number on the board to assist in audits of firearms.
- A tag shall be attached to each firearm with its specific Police Reference Number as issued by Victoria Police Licensing & Regulation Division to all firearms when first registered.
- Signs stating that 'All firearms on display in this Sub-Branch have been irreversibly de-activated', to be displayed prominently within the Sub-Branch.
- Weapons - such as swords and trench knives are also to be affixed to the show case of structure where possible.
- All ammunition on display to be clearly visible as being inert and incapable of being reloaded, this is usually achieved by the drilling of a visible hole into the side of the shell casing.
- Secretaries of RSL Sub-Branches with firearms attend an information session at ANZAC House run by Victoria Police on identifying persons who may be 'casing' the premises.

## **RECORD KEEPING**

All Sub-Branches holding firearms must maintain up to date records of their weapons, including serial number, make, model and location within the Sub-Branch.

The Sub-Branch is to maintain a digital photo-image/s of all firearms and weapons in their possession (to assist in identification of the items).

The Responsible Person, in conjunction with the Sub-Branch Secretary, is to undertake an annual stocktake of Sub-Branch firearms. A copy of this stocktake is to be forwarded to the State Branch Firearms Officer.

Should there be any change in the Secretaries position, a handover will be required for the new secretary. This handover should include provision to the new secretary of a copy of this policy and a stocktake of all firearms, both of which the new secretary signs for on the stocktake sheet. There is no requirement for a specific stocktake form. A typed list on Sub-Branch letterhead is sufficient.

A handover must also be conducted where there is a change of Responsible Person within a Sub-Branch. This must include a joint stocktake of all firearms/weapons held.

## **PENALTIES**

Whilst the State Branch carries the responsibility of informing Sub-Branches of the legal requirements for the storage and display of firearms, it is not responsible for the actions of individual Sub-Branches should they not comply with those requirements. At the Sub-Branch level, the identified 'Responsible Person', and the Sub-Branch Secretary, will be responsible for any breaches of the stated requirements. Maximum penalties for individuals convicted of an offence against the Firearms Act are a \$24,000 fine and 5 years in jail.

## **AUDITS**

From time to time, both the State Branch and representatives of Victoria Police will carry out audits on Sub-Branches in regard to the number of firearms held, serial numbers of the weapons, and necessary security requirements. Failure to comply with such audits and any resulting recommendations will result in the possible permanent removal of the weapons held by the Sub-Branch.

## **WEAPONS OTHER THAN FIREARMS**

Victorian RSL Sub-Branches are currently exempt from legislation that prohibits certain types of knives, daggers, swords, etc. from being owned. Also included are miscellaneous items such as clubs, inert grenades, body armour, etc. These weapons may continue to be held and displayed by Sub-Branches but the same provisions that apply to firearms should be adapted to apply to these weapons, and each Sub-Branch should maintain a register, with a photographic record, of each item.

## **STATE BRANCH FIREARMS OFFICER**

The State Branch Firearms Officer, Michael Annett, is contactable via ANZAC House in the first instance 03 9655 5555 or [mannett@rslvic.com.au](mailto:mannett@rslvic.com.au)

Further, the Firearms Officer is supported by volunteers Robert Ferguson (0400 852 653) and Vaughan Atherton (0411 575 239) who act for, and on behalf of, the Firearms Officer and State Branch in relation to the day-to-day management and oversight of all Firearms and Weapons.

## **Branch By-Law 16**

**Reserved**

**BRANCH BYLAW 17**

**RSL (VICTORIAN BRANCH) INC.**

State Executive Governance Charter

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## 1. The Role of the State Executive

The State Executive is responsible to the State Branch for the management and operation of the Branch in the achievement of its objects<sup>1</sup>, taking account of and managing risk.

From the Rules: The role of the State Executive is to direct the activities of the Victorian State Branch in order to fulfil its objects.

## 2. The Functions of the State Executive

The functions of the State Executive are:

### (A) *Strategy and Policy*

- Develop and review the Branch's strategic directions, including defining the Branch's vision, mission and values
- Monitor the implementation of the Branch's strategy
- Evaluate proposals from Members to facilitate the objects of the Branch

### (B) *Governance and Management*

- Review and approve the Branch's business plan
- Monitor the implementation of the Branch's business plan
- Approve budgets and other performance goals
- Approve the financial and administrative governance framework for the Branch
- Review and approve the Branch's approach to managing the Branch's business risk
- Develop performance indicators for projects requiring State Executive budgetary delegation
- Monitor Branch performance against agreed budgets and take corrective actions where necessary.
- Cultivate a climate amongst Members and stakeholders that nurtures a common sense of direction and commitment to achieving the Branch's objects and strategy.
- Selection, approval, appointment and – where applicable – performance management, of the Chief Executive Officer, defining their delegations and remuneration package.
- Approve the terms of reference for State Executive Committees.

### (C) *Regulatory Compliance*

- Ensure, to their complete satisfaction, that Branch compliance efforts are fully aligned with its responsibilities under the Veterans Act 2005 (Vic), the Associations Incorporation Reform Act 2012 (Vic), the Australian Charities and Not-for-profits Commission Act 2012 (Cth) and all applicable regulations and laws relating to its activities
- Review and approve the Branch's compliance framework and programme
- Require and monitor regulatory compliance by the Branch
- Ensure that the Branch has adequate internal controls and appropriate monitoring of compliance activities
- Ensure that satisfactory arrangements are in place for auditing the Branch's financial affairs
- Respond to, and cooperate with, external compliance agencies where applicable on behalf of the Branch

### (D) *State Executive Effectiveness*

- Regularly review and assess the performance of the State Executive, its composition and appointed responsibilities

### **3. Membership of the State Executive**

The membership and composition of the State Executive will be in accordance with the Returned & Services League of Australia (Victorian Branch) Inc. Rules ('the Rules', 'the Constitution').

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<sup>1</sup> As specified in the the Constitution



#### **4. State Executive Members**

##### ***(A) Duties***

In accordance with common law and statutory responsibilities, the duties of a State Executive Member include the following:

- Duty to act in good faith in the best interests of the RSL and in particular the Victorian Branch Inc;
- Duty to act with care and diligence;
- Duty to avoid a conflict in the position of a State Executive Member and/or any interest that a State Executive Member may have.
- State Executive Members owe a fiduciary duty, in accordance with the Act<sup>2</sup> and common law, to the Branch.
- State Executive Members are to exercise their respective duties and responsibilities in accordance with this Charter and the State Branch Constitution.

##### ***(B) Conduct as a State Executive Member***

In execution of their duties as State Executive Members are required to meet the standards as set-down in ACNC Governance Standard 4: Suitability of Responsible Persons, and, pursuant to this requirement, must:

- exercise independent judgment at all times;
- obtain enough information to be satisfied with the State Executive's conclusions on the matters put before the State Executive;
- keep confidential any information obtained as a result of their position as a State Executive Member;
- observe "collective responsibility" once a decision is reached by the State Executive;
- recognise that their actions may reflect on the Branch and their conduct must not be called into question; and
- adhere to all codes of ethics, codes of conduct and standards of behaviour that apply to employees and members of the Branch.
- Participate in any probity checks in regard to their appointment as a State Executive member

##### ***(C) Statutory Compliance***

State Executive Members have an active and ongoing responsibility to ensure that they and the Branch are aware of, and comply with, all regulatory, legislative and legal requirements, including:

- Incorporations Law;
- Charities Law;
- Tax and revenue laws;
- Employment laws;
- Trade practices and fair trading laws;
- Environmental laws;
- Criminal law; and
- Other relevant codes.

##### ***(D) Business Judgement***

As a State Executive Member, business judgement is to be exercised in making decisions in relation to the business operations of the Branch. Business judgement requires State Executive Members to:

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<sup>2</sup> Incorporated Associations Act

- make decisions in good faith for a proper purpose;
- ensure they do not have a material, personal or business interest in the subject matter of a decision;
- take steps to inform themselves on the subject matter of the decision to the extent that they reasonably believe to be appropriate; and
- reasonably believe the decision is in the best interests of the Branch.

**(E) Training**

- State Executive Members should undertake appropriate training and professional development with respect to their responsibilities and accountabilities as Branch State Executive Members.
- Where the State Executive Member does not receive remuneration from the Branch for duties as a State Executive Member, the Branch may pay for appropriate training and professional development (as approved by the State President or the Chief Executive Officer).
- State Executive Members who do receive remuneration from the Branch for their duties as a State Executive Member, and undertake any training and professional development do so at their own expense.

**(F) State Executive Member Induction**

The Chief Executive Officer will provide to each new Member of the State Executive Member on their appointment, the following Branch documentation:

- Victorian Branch and National Constitutions
- State Executive Charter;
- Branch Business Plan;
- Branch's most recent annual report;
- Branch Code of Conduct;
- details of the other State Executive Members and the Chief Executive Officer/Secretary;
- State Executive Member Declaration of Personal and Business Interest Proforma (for completion and return); and
- the forward meeting schedule of the State Executive and State Executive Committees.
- New State Executive Members will also receive briefing from the State President and the Chief Executive Officer to ensure that the State Executive Member is fully conversant with the strategies and objectives of both the Branch and State Executive as well as any other relevant issues.
- The Chief Executive Officer will brief the new State Executive Member on Branch statutory and administrative responsibilities and accountabilities, and ensure that all relevant documentation related to the appointment of a new State Executive Member is completed in accordance with statutory requirements.

**5. Meetings of the State Executive**

The following arrangements should apply to meetings of the State Executive:

**(A) Frequency of Meetings**

The State Executive will meet at least ten times a year on days and dates to be specified. The schedule of meetings for the ensuing year will normally be provided by the 30<sup>th</sup> November of the previous year.

Meetings at any other time may be convened by the State President in accordance with the State Branch Rules.

***(B) Cycle of Meetings***

The State Executive will follow a cycle of meetings on a financial year basis, concluding on the last day of June following the year of election of the State Executive.

The cycle will commence with the State Executive's consideration of the strategy for the Branch for the year ahead. This would normally occur in the last quarter of the financial year immediately preceding the new business/financial(?) year. The process of strategy setting would normally involve the State Executive:

- reviewing performance over the past year against agreed targets;
- considering the operating environment for the Branch for the forthcoming year;
- agreeing the strategies that need to be employed by the Branch to achieve its goals in the coming year;
- setting the performance indicators and targets.

***(C) Regular Meetings of the State Executive***

The State President will settle the agenda for each meeting with the Chief Executive Officer. The Chief Executive Officer will consult with the State President and the other State Executive Members about items to be included on the agenda.

Since July 2017, the State Executive has met as three distinct bodies. The first in its capacity as Trustee of the Sub-Branch Trusts; the second in its capacity as Trustee of the State Branch Trusts and the third as the Committee of Management of RSL Vic Branch Inc.

The agenda for regular meetings of the State Executive will cover:

- Confirmation of the agenda
- Confirmation of the Minutes of the previous meeting
- Matters arising from the Minutes
- Review of State Executive Action Items
- Review of financial performance
- Business development issues
- Strategic issues
- Other issues

***(D) Meeting Papers***

Responsibility for coordinating meeting papers rests with the Chief Executive Officer. State Executive papers will be concise, stand-alone documents that present the information the State Executive will require to fully understand the issues being raised and, where required, to make an appropriately informed decision.

The purpose of each State Executive paper should be clearly stated. This is particularly important in assisting State Executive Members to understand the author's requirements and be appropriately prepared for State Executive meetings. State Executive papers are to be allocated into one of three distinct categories:

- **information** - papers aimed at keeping the State Executive informed of matters
- **decision** - matters put forward that require the State Executive's decision
- **discussion and input** - discussion of matters prior to final recommendations, for example, concept papers seeking the State Executive's input in the planning phase, rather than simply when a final decision is required.

State Executive papers will:

- be concise, accurate and easy to read, using "plain English" little or no technical jargon and a font size no less than 12 pt;
- be carefully structured to provide all the required information in a succinct and logical manner;
- utilise bullet points, which reinforce a concise writing style, in preference to long paragraphs;
- utilise indicators tailored to the needs of the Branch which are reported consistently month on month;
- include graphical and tabular analysis to summarise information, to facilitate understanding and to focus the readers attention; and
- utilise titles on any graphs to reflect the message illustrated in the graphical analysis, for example, "Continuing favourable trends in revenue growth".

Papers are to be circulated electronically to State Executive Members no less than seven days prior to the scheduled meeting.

***(E) State Executive Secretary***

The Branch's Chief Executive Officer is the State Executive Secretary. The State Executive Secretary will attend all meetings, and whilst having no voting rights in respect of State Executive decisions, will have the following responsibilities in respect of the State Executive's operations:

- Provide assistance to the State Executive in ensuring statutory compliance with all regulatory, legislative and legal requirements by both the Branch and the State Executive;
- Coordination, under the guidance of the State President, of State Executive meetings including time and location;
- Coordination, under the guidance of the State President, of the State Executive agenda and papers, including their circulation to State Executive Members;
- Recording of the discussions and decisions of the State Executive and the preparation of the draft State Executive minutes, amending as directed by the State President and State Executive;
- Recording of action items arising from State Executive meetings and reporting on their completion to the State Executive;
- Ensuring the attendance/availability of non-State Executive Members as may be required by the State Executive, including the Branch's management team and advisers;
- Sourcing and making available specialist advice;
- Advising on and working with the State President to enhance State Executive practices and procedures;
- Maintaining statutory records and forms in accordance with legal requirements;

- Keeping abreast of and informing State Executive Members of any changes to legislative requirements or governance expectations; and
- Retention of the papers and minutes of the State Executive.

***(F) Minutes***

The State Executive Secretary shall arrange for minutes to be taken of each State Executive meeting. Minutes will include the:

- Branch's name and ABN;
- meeting location;
- date and opening and closing time of the meeting,
- list of all attendees at the meeting (including observers and advisers and whether they were present for all or part of the meeting); and
- details of all resolutions and discussions.

Minutes are to be clear, concise, well structured and unambiguous and must clearly set out the decisions the State Executive, or Committee, made during the course of the meeting and reflect the consensus nature, or otherwise, of State Executive decisions. They should also clearly evidence the process the State Executive has worked through in reaching its decisions, including any additional information requested or on which the State Executive relied which is not included in the State Executive papers. It is not normally expected that minutes will be a verbatim record of the meeting.

Draft minutes will be prepared by the Chief Executive Officer and submitted to the State President for review and amendment as appropriate. Subsequent to review by the State President, the draft minutes will be circulated to Members of the State Executive within fourteen days after the conduct of a meeting. Minutes will be certified at the next meeting, with any amendments agreed by the State Executive, at the next meeting of the State Executive.

***(G) Meetings Action Items***

The State Executive may identify additional information it requires, initiatives it would like management to implement or other matters for management action or attention.

In order to keep track of these matters, an action items list should be maintained by the State Executive Secretary, updated after each meeting and distributed along with the minutes of the meeting. The list will include a brief description of the action to be taken, cross referenced to the relevant item in the minutes, the responsible person and the date by which the action is to be completed.

***(H) Meetings Not Involving the Chief Executive Officer***

The appointed Members of the State Executive may meet to discuss issues without the Chief Executive Officer being present when this is appropriate. This would include meetings to discuss the performance of the Chief Executive Officer .

During such discussions, the State President will delegate a State Executive Member to minute the discussion and any decisions reached.

***(I) State Executive Papers and Minutes Retention***

All papers and certified minutes of the Branch State Executive will be retained by the Chief Executive Officer at the Headquarters of the State Branch for a period of not less

than seven years from the date of the meeting. The certified minutes are to be bound and retained in perpetuity.

## **6. State Executive Member Conflict of Interest**

State Executive Members must exercise their power and discharge their duties in good faith in the best interests of the Branch and for a proper purpose.

### ***(A) Disclosure***

A State Executive Member who has a material, personal or business interest in a matter, which relates to the Branch or a Sub-Branch, must give the other State Executive Members notice of that interest.

### ***(B) Annual Declaration***

A State Executive Member, upon election/appointment as a State Executive Member and annually thereafter, will provide to the Chief Executive Officer, a declaration of personal, business and pecuniary interests. The Chief Executive Officer will table the declarations at the next State Executive meeting and will ensure that the extent of the disclosures is included in the minutes of the State Executive meeting.

The Chief Executive Officer will arrange for an annual questionnaire to be circulated to all State Executive Members to ensure that all general disclosures are kept up to date.

### ***(C) Changes in Personal or Business Interest***

Where a State Executive Member's personal, business and pecuniary interests, or the nature and extent of interest change, the State Executive Member is to provide a written notice to the Chief Executive Officer before the next State Executive meeting. The State Executive Secretary will ensure that the written details of the disclosure are distributed immediately to State Executive Members and then tabled at the next State Executive meeting. He will also ensure that the nature and extent of the disclosure is recorded in the minutes of the State Executive meeting.

### ***(D) Voting Where there is a Personal or Business Interest***

If a State Executive Member has a material, personal or business interest in a matter, then that State Executive Member must not be present whilst the matter is being considered at the meeting or vote is being taken in relation to that matter. The State Executive Member must leave the meeting prior to any discussion in relation to the subject and the Chief Executive Officer must have previously ensured that the State Executive Member has not received the relative State Executive papers.

A State Executive Member may present a proposal, such as an investment or property proposal, to the State Executive, but must not be present at the meeting when any discussion or vote in relation to the proposal takes place.

A State Executive Member may be present and vote if the State Executive Members who do not have a material, personal or business interest in the matter have discussed the matter and passed a resolution that the disclosed interest should not disqualify the State Executive Member from either the voting or being present. The State Executive Member with the interest is not to be present during such discussion and vote.



***(E) Access to State Executive Papers Where there is a Personal or Business Interest***

Where a State Executive Member is aware that a matter in which they may have a material, personal or business interest, they must advise the State President of that possibility. The State President must then advise the Chief Executive Officer that the State Executive papers which relate to the material, personal or business interest are not released to that State Executive Member until the remainder of the State Executive resolves otherwise.

**7. Meeting Attendance**

State Executive Members are required to attend all meetings of the State Executive in person. Where a State Executive Member is unable to attend the meeting in person, he may attend, with prior approval of the State President, by means of an alternative method of communication, such as telephone or other telecommunication medium.

If a State Executive Member is unable to attend a State Executive meeting, the State Executive Member is to advise the Chief Executive Officer by no later than an hour before the scheduled commencement of the meeting.

Observers or advisers may only attend State Executive or State Executive Committee meetings (including where a State Executive Member attends via telephone) with the prior approval of the State President. Such approval is to be sought at least twenty-four hours prior to the scheduled commencement of the meeting.

Observers or advisers may be asked to leave a State Executive meeting by the State President during discussion of any particular matter and they shall comply with all such requests.

**8. State Executive Decision Making**

All decisions of the State Executive will be on the basis of a simple majority of State Executive Members present at the State Executive meeting, with each present State Executive Member having a single value vote. Votes will be undertaken by a show of hands.

State Executive Members with a declared conflict of interest are not to be present during voting on matters.

Once a motion is passed or defeated, the State Executive will act as one in accordance with the resolution of the State Executive outside the State Executive meeting.

**9. State Executive Confidentiality**

Unless the State President advises in writing prior to a meeting, or it is resolved by the State Executive at a meeting, all discussions and papers of the State Executive will be deemed "State Executive-in-Confidence" and all papers of the State Executive will be marked appropriately.

This does not preclude Members of the State Executive discussing matters with non-State Executive Members to assist them in determining a position on a particular matter, but State Executive papers are not to be distributed to others (including consultants and advisers) or State Executive discussions reported without the expressed approval of the State President.

The State Executive is not a General Meeting of the RSL Victorian Branch. The State Executive have determined that its minutes will not be widely distributed but a summary of them will be available to the RSL network within three weeks of the State Executive meeting.

#### **10. Representation of the Branch**

The State President will make all media and public statements representing the State Executive and Branch, unless the State President delegates this responsibility to another State Executive Member, the Chief Executive Officer or other member of the Branch's management.

A State Executive Member, other than the State President, may not make any statement to the media or public – including via social media – as a representative of the Branch without the prior approval of the State President. No member of the management of the Branch may make any statement to the media or public, as a representative of the Branch without the prior approval of the State President.

Should a State Executive Member, other than the State President, be found to have made *any* statement in regard to the Branch – including social media – this may result in disciplinary procedures as defined by the Constitution.

#### **11. Developing the Strategic Business Plan for the Branch**

The Branch requires a strategic business plan with a five year planning horizon which provides annual performance targets for the Branch and which is reviewed and revised annually. The State Executive should establish a business planning process that:

- o Reviews strategic options in a challenging environment;
- o Assesses the operating environment covered by the planning period, with a strong focus on the changes which the Branch will encounter and the identification of the critical strategic issues;
- o Develops appropriate key performance indicators which will measure the success of the Branch;
- o Develops and applies an effective budget and financial control framework
- o Is sufficiently robust to consider an appropriate range of alternatives and to assess them fully;
- o Involves key stakeholders and people critical to successful implementation;
- o Addresses the implementation issues and processes;
- o Develops an appropriate process for monitoring implementation, including agreed metrics related to the key performance indicators;

## **12. Engagement of Specialist Advice**

The State Executive membership is not currently skill based but representative based and as such the State Executive and State Executive Members will require additional specialist advice from time to time.

Specialist advisers or consultants to the State Executive cannot be engaged (at the cost of the Branch) without the approval of the State President. Where an engagement will exceed fifty thousand dollars, the engagement must be approved by the full State Executive. Advisers and consultants, who are approved, will be engaged by the Chief Executive Officer on the State Executive's behalf.

At the discretion of the State President, written advice on a matter will be circulated to all State Executive Members.

## **13. Identification and Management of Business Risks**

The State Executive should ensure that the Branch has in place an appropriate framework for the identification and management of business risks. A formal risk assessment should be undertaken at an early stage, with appropriate involvement from the Chief Executive Officer, State Executive Members, the Branch's management and other relevant stakeholders. The State Executive should ensure that:

- The risks to achieving the Branch's business objectives/goals are identified, assessed and managed in accordance with the Australian Standard on Risk Management;
- Specific action is taken to manage significant risks identified in this process; and
- Risks are monitored and reviewed on a regular basis.

## **14. Development of Policies for the Branch**

The State Executive should assure itself to its complete satisfaction that the activities of the Branch are covered by appropriately documented policies for the governance and management of RSL Victoria and its related head office entities. The State Executive requires that all policies are included in the Branch's standard operating procedures and are freely available, understood in their application and are subject to bi-annual review by the relevant sub-committee.



ROB WEBSTER OAM  
State President

## **Branch Bylaw 18**

### **State Branch Tribunal**

(Branch Rule 4.18 and National Bylaw 8 refers)

#### **1. The State Branch Tribunal Powers**

- 1.1 The State Branch has established, in pursuance of Branch Rule 4.18 (and National Bylaw 8), the State Branch Tribunal which shall hear the following matters:
- (a) appeals from decisions of Sub-Branches, both disciplinary and administrative;
  - (b) disciplinary matters referred to it by the State Branch;
  - (c) appeals or hearings in relation to eligibility for memberships, transfers of membership, as set out in the National Bylaws; and
  - (d) other such matters referred to it by the State Branch to deal with complaints, disputes and grievances from individuals arising within the jurisdiction of the State Branch but only if the parties have attempted to resolve their dispute by mediation or conciliation and they were unsuccessful (see Branch Rule 13.20).
- 1.2 The State Branch Tribunal exercises the powers of the State Branch in accordance with the National Constitution.
- 1.3 In addition to any duties, powers, functions, discretions and authorities conferred on the State Branch Tribunal under the National Constitution, the State Branch Tribunal is vested with such duties, powers, functions, discretions and authorities as the State Executive decides.

#### **2. Appointment and Removal of Members of the State Branch Tribunal.**

- 2.1 The composition of the State Branch Tribunal shall be, subject to clause 3.2, no fewer than five Ordinary or Life Members, appointed, from time to time, by the State Executive.
- 2.2 A member of the State Branch Tribunal shall be deemed to have vacated office if he:
- (a) ceases to be a Service or Life Member;
  - (b) ceases to be also a member of the State Branch, the Unattached List of Members or of a Sub-Branch subject to the jurisdiction of the State Branch;
  - (c) becomes an employee of the State Branch, a Sub-Branch or a Subsidiary Association;

- (d) becomes of unsound mind or a person whose person or estate is liable to be dealt with under any law relating to mental health;
- (e) resigns his office by notice in writing to the State President; or
- (f) is removed from office by a vote of two thirds of the State Executive present at a meeting.

### **3. Term of Office**

- 3.1 The term of office of a member of the State Branch Tribunal shall be two years and he shall then be eligible for re-appointment.
- 3.2 A Branch Officer or a member of the State Executive is ineligible for appointment as a member of the State Branch Tribunal.
- 3.3 If there is a casual vacancy amongst the members of the State Branch Tribunal, the State Executive may appoint another qualified person to fill the vacancy. Any person so appointed shall hold office only until the person in whose stead he was appointed would have vacated office and shall be eligible for re-appointment.

### **4. Appointment of the Chairman and Deputy Chairman**

- 4.1 The State President shall appoint, from time to time, the State Branch Tribunal Chairman and Deputy Chairman from among the Tribunal members.

### **5. Voting**

- 5.1 Each member of the State Branch Tribunal shall have one vote at a meeting thereof but in the event of there being an equality of votes the Chairman of that meeting shall have an additional vote, which may be cast as he sees fit.

### **6. Reporting**

- 6.1 The Tribunal Chairman, or in his absence the Deputy Chairman, shall provide an annual report on the affairs of the Tribunal for inclusion in the State Presidents Report to the Annual State Conference.

### **7. Quorum**

- 7.1 The quorum for a meeting of the Tribunal shall be three members, one of whom is to be the Tribunal Chairman, or the Deputy Chairman.

## 8. Processing of State Branch Tribunal Business

### 8.1 Registrar of the State Branch Tribunal.

The Chief Executive Officer of the Branch shall act as the Registrar of the Tribunal.

### 8.2 The Registrar shall manage all matters and business intended for the Tribunal and:

- (a) act as a liaison between the parties in all matters before the Tribunal, ensuring that all parties have complied with their obligations under By-Laws;
- (b) determine which complaints may progress to the Tribunal;
- (c) give the parties and potential parties reasonable help to ensure their understanding of the Tribunal's practices and procedures; and
- (d) manage the mediation and conciliation procedures set out in Branch Rule 13.20.

### 8.3 Discipline

- (a) If, in the opinion of the Tribunal, a Member:
  - (i) Refuses or wilfully neglects to comply with the National Constitution or the State Branch Rules and Bylaws;
  - (ii) Is guilty of conduct unbecoming a member;
  - (iii) Is guilty of conduct subversive to the objects and values of the League; or
  - (iv) Is convicted of any indictable offence or imprisoned for a serious offence.
- (b) The State Branch Tribunal may impose any one or more of the following forms of discipline:
  - (i) A reprimand;
  - (ii) Suspension from membership for up to twelve months;
  - (iii) Transfer to the State Branch Miscellaneous List for an appropriate period;
  - (iv) Disqualification from holding office in any part of the League for an appropriate time;
  - (v) A recommendation for the withdrawal of awards; and
  - (vi) Expulsion from membership.

#### 8.4 Referral to police

If the State Branch reasonably believes, based on evidence in its possession, that a member has committed a serious criminal offence, it must report the matter to the police or the other appropriate public official.

#### 8.5 Interpretation

In this Bylaw, the interpretation rules and the definitions in the State Branch Rules apply. Also:

***conduct unbecoming a member*** includes, by way of example:

- (a) Drunk, violent or quarrelsome behaviour;
- (b) Disrespectful, unruly, or offensive behaviour;
- (c) Denigrating or offending a person because of the person's gender, age, religion, ethnicity, national extraction, sexual orientation, impairment, disability or political opinion;
- (d) Misleading the League;
- (e) Making untrue statements about another member which may cause others to think less of the other member;
- (f) Acting to the prejudice or detriment of the League;
- (g) Falsely representing himself or herself to be a soldier, sailor, airman or airwoman;
- (h) knowingly permitting the badge issued to him or her to be used by any other person;
- (i) Wearing a service medal, award or decoration for which he or she is not authorised; or
- (j) Conduct which does not reflect current community standards.

### 9. Procedures for the conduct of a State Branch Tribunal Hearing

- (a) The Chief Executive Officer shall give not less than 14 days notice in writing to the member concerned and shall inform the member that he has a personal right of audience and may only be represented by another person if the Tribunal in its discretion so allows. Such notice shall also inform the member of the provisions of clauses 8.4, 9.2, 9.3, 9.5 and 9.6. inclusive. Chief Executive Officer shall serve on the

member, at the time of giving him notice, copies of all papers and documents including full particulars of the alleged offence or offences which will be considered by the State Branch Tribunal at that meeting in accordance with procedures as set out in the By-Laws.

- (b) If a member exercises the right conferred upon him by clause 9.1 he shall be granted an audience by the State Branch Tribunal and given every opportunity to put such relevant facts and material before the State Branch Tribunal as he desires.
- (c) If a member does not desire to exercise the right conferred upon him by clause 9.1, he may nevertheless forward to the State Branch Tribunal such written relevant material as he desires and the State Branch Tribunal shall take that material into account when considering the proposed resolution.
- (d) The resolution of a State Branch Tribunal imposing a penalty upon the member shall not be of any force or effect unless it was passed by a majority of the members of the State Branch Tribunal present at the meeting and the vote shall be recorded in the minutes of the meeting.
- (e) At the commencement of the meeting referred to in clause 9.1, and before proceeding to consider whether or not they will form an opinion pursuant to clause 8.3, the members of State Branch Tribunal present at that meeting shall consider whether or not the provisions of clauses 9.1 to 9.3 inclusive have been complied with, and if it appears that there has been non-compliance with any of those provisions, the meeting shall not proceed further at that time unless the members are satisfied that no prejudice would be caused to the member before them by so proceeding. Such consideration and the decision thereon shall be included in the minutes of the meeting.
- (f) A State Branch Tribunal, which has formed an opinion pursuant to clause 8.3, shall, before imposing any penalty, afford the member the opportunity of submitting to it any mitigating circumstances, which shall be considered.
- (g) The substance and decision of the meeting referred in clause 9.1 shall be recorded in the minutes of the meeting. Written notices, submissions and other correspondence relevant to the matter shall be retained in a collected form for a period of at least twelve months. The minutes shall be certified within seven days after the meeting by its Chairman, after conferring with the other members of the Committee.
- (h) Within 14 days after such certification, the Chief Executive Officer of the Branch shall notify the member concerned in writing of the precise terms of the said resolution and of the provisions of National Bylaw 8, concerning appeals. A copy of such notification shall be forwarded to the National Chief Executive Officer.



## 10. Procedures for Appeal Hearings

- (a) If an appeal pursuant to Branch Rule 13.19 or Bylaw 10A clause 15 or Bylaw 10B clause 15 is from the decision of a Sub-Branch Committee, the appeal shall be lodged with the Chief Executive Officer of the Branch, together with the sum of \$400-00, within 14 days after the date upon which the resolution of the said Sub-Branch Committee was notified in writing to the person lodging the appeal, otherwise it shall not be treated as valid; unless the Tribunal in its discretion agrees to hear the appeal.
- (b) On receipt of the appeal the decision of the Committee shall be stayed, (unless otherwise ordered by the State Branch Tribunal), until the appeal is concluded, abandoned or discontinued. Upon application by the appellant, the State Branch Tribunal may waive lodgement of the whole or part of the sum of \$400.00 if it considers it just to do so.
- (c) An appeal lodged pursuant to 10.1 shall be accompanied by a statement in writing in which the member shall set out the aspect or aspects of the decision which gave rise to the appeal, the grounds of his appeal and the facts upon which he relies. An appeal shall not be treated as valid unless it complies with this Rule.
- (d) The State Branch Tribunal shall hear and determine the appeal as soon as possible after receipt by the Chief Executive Officer of the documents referred to in Clause 10.4.
- (e) The Sub-Branch and the member concerned shall have a right of personally attending upon the hearing of the appeal or any application to lift a stay by the State Branch Tribunal having given prior notice that they wish to do so. The State Branch Tribunal shall make its decision based on the information presented at the hearing and may dismiss the appeal, allow the appeal or substitute its own findings. The decision is final.
- (f) The written notices submitted and other correspondence relating to the meeting shall be attached and form part of the minutes and the minutes of the appeal hearing shall be certified by the Chairman within 7 days after the meeting. The decision shall be notified in writing to both the Sub-Branch and the member within 14 days of certification by its Chairman, after conferring with other members of the State Branch Tribunal.
- (g) A resolution passed whereby a member of a Sub Branch is suspended from membership of that Sub-Branch shall not operate to otherwise affect the membership of that member, save and except as provided in Clause 8.3 (b).(v).

## Branch Bylaw 19

### Sub-Branch Disciplinary Procedures

#### Introduction

1. There has been a succession of cases in recent years where the State Branch Tribunal (was Ethics Committee) has been obliged to uphold appeals because the correct procedures were not applied by Sub-Branches. In some of these cases there is little doubt that the appeal would have failed if judged solely on its intrinsic merits.
2. National Rule 19 has been revised recently and is now very clear about the necessary procedures; it is against the interests of the League and the morale of its members if persons escape deserved sanctions through failure of Sub-Branch Committees to follow very carefully the laid down system.
3. The purpose of this Bylaw is to distil regulatory procedures taken from the Branch Rules and the National Rules, for the guidance of all concerned.

#### Sub-Branch Committee Responsibilities

4. National Rule 19.1 gives the disciplinary powers of a Sub-Branch to the Sub-Branch Committee [as defined in Branch Rule 13.6(b)]. It does not provide for a Sub-Branch to delegate that power to a Sub Committee or some such sub group, nor does it provide for a Sub-Branch "Ethics Committee".
5. The Committee of a Sub-Branch is responsible to the members of that Sub-Branch for the proper conduct of Sub-Branch affairs. In appeals and disciplinary matters there are no short cuts. It is necessary for all Committee members to have a full and clear understanding of the key documents:
  - 5.1 the National Rules, Bylaws and Standing policy;
  - 5.2 the State Branch Rules and Bylaws;
  - 5.3 the Sub-Branch Rules and Bylaws; and
  - 5.4 if appropriate, any relevant State Acts
6. If a Committee and Committee members conscientiously observe the above provisions the chances of appellants being successful on technical grounds will be minimised, if not eliminated.

#### Check List — Disciplinary Powers of a Sub-Branch.

7. National Rule 19 and Branch Rules 5.22, 13.20 and Branch Bylaw 10A clauses 15, 15A and 15B refers.
  - 7.1 If you have reason to consider that a member may be guilty of *conduct unbecoming a member* you must define clearly the nature of the conduct and the way in which it is unbecoming;
  - 7.2 you must then give the member not less than 14 days notice in writing of the date, time and place of your meeting at which you will consider whether he has been guilty of such conduct;
  - 7.3 you must tell him in writing the nature of the conduct under question;

- 7.4 you must comply in writing with any request for elaboration of any of the material;
- 7.5 you must permit the member to put to the Committee any matters he considers relevant, and give him every opportunity to address you;
- 7.6 if you decide that he has been guilty of *conduct unbecoming a member* you may resolve that he be placed on a warning, be reprimanded or be suspended from membership of the Sub-Branch for a period not exceeding twelve months or expulsion from the Sub-Branch;
- 7.7 if you decide that his offence deserves punishment beyond your authority, you must refer the matter to the State Branch Tribunal for its consideration pursuant to National Rule 21;
- 7.8 whatever your decision, you must record it fully in your minutes, and must inform the member in writing within 14 days of the meeting, of your decision and the full reasons for it;
- 7.9 you must inform him of his right of appeal, and that the decision of the State Branch Tribunal on an appeal is final; and
- 7.10 you must be meticulous in your observance of all the time limits, minuting, and document provision of the National Rules.

## 8. FRAMING CHARGES AND RELATED EVIDENCE

### Introduction

- 8.1 It is essential that charges to be heard by the Sub-Branch Committee be properly framed. It is important that the Committee insist on their proper framing. If charges are not properly specified and proved an appeal against the finding may well succeed. One of the preliminaries to any hearing should be a check on the framing of the charges and their referral back to those responsible if they are not properly framed.
- 8.2 Further, the Committee should assure itself, from the documentation provided, that there is a good chance that there is evidence to support and/or defend the particulars of each charge. If there is serious doubt that that is so, the Committee should not proceed with the matter.

### Framing Charges

- 8.3 The steps for framing a charge are:
  - 8.3.1 **Identify the Alleged Offence.** In the case of the Sub Branch Committee this will be conduct *unbecoming a members of the Sub Branch* – National Rule 19.1. The question to ask is simple: Does the charge clearly arise from the circumstances of the alleged offence?
  - 8.3.2 Of course, in this case, the provision alleged not to have been complied with must also be quoted and the evidence must relate to that specific provision.

- 8.3.3. **Provide the Particulars of the Alleged Offence.** Simply, this means identifying the time, date and location of the alleged offence and the action(s) purporting to constitute the offence. It is these particulars that must be supported by the evidence if a finding of guilty is to be brought down.
- 8.4 A typical offence might read: *Under National Rule 19.1: Conduct unbecoming a member of the Sub Branch in that he, at Oodnagalabi, at about 11.45pm on Sunday, 22 February 20 13, made obscene gestures to the ladies in the poker machine room of the Oodnagalabi RSL Sub-Branch.*

### The Evidence

- 8.5. For the charge to be proved the evidence must support every particular - that the alleged actions occurred, that they support a charge under the rule quoted and that they occurred at the time, date and location specified in the charge.

### 9. The "Letter" of the Law

- 9.1 There is no intention to change the informal nature of Sub Branch Committee hearings, or to try to establish rigid court-of-law like rules of procedure or evidence. Members of the Sub Branch Committee should continue to use their judgment and knowledge of the RSL in considering the information before them and reaching their decision(s).
- 9.2. The RSL is a company subject to the Corporations law. Its Constitution and Bylaws need therefore to be followed and interpreted more literally than one might the constitution of, say, a small social club. Thus, for example:
- 9.2.1. if there is any defect in the rule under which a charge was laid, or if it is invalid, the charge cannot succeed. It is not good enough that its content was well known and accepted as the will of, say, the Sub Branch and therefore to be obeyed.
- 9.2.2. if procedures leading up to a hearing are not followed to the letter the finding(s) of the hearing may well be quashed.
- 9.2.3. if an administrative action by an officer/executive of the RSL is appealed against and the action can be shown not to have been strictly in accordance with the rules the appeal should succeed.
- 9.2.4. there is always the need to act in every way in fairness to the accused/appellant. We all have an obligation to further the objects of the League and to properly deal with people who act against those objects. But officers of the RSL and Sub Branch Committees must resist the (often strong) temptation to make sure that the "guilty" are "properly" dealt with without regard for due process.

## **Branch Bylaw 20**

### **“Friends of the RSL”**

#### Introduction

1. It is recognised by the Returned & Services League of Australia (Victorian Branch) (“Victorian Branch”) that with the ageing of the RSL membership, a number of Sub-Branched in non metropolitan areas are likely to cease operation. As a result of the Sub-Branched ceasing operation, certain activities that were previously carried out in country towns, including the conduct of commemorative services and the care of war memorials and like matters, are less likely to be attended to. It is desired to preserve certain RSL activities and traditions such as the commemoration of ANZAC Day and to maintain war memorials and other memorial relating to those who suffered or died as a result of service in the Australian Defence Force or its predecessors.
2. To give effect to this intention there shall be established groups to be known as “Friends of the RSL” (Friends’ Group”) and this by-law sets out the policy of the RSL in relation to such Friends’ Groups”.

#### Objects

1. The Victorian Branch shall allow to be established groups of persons who are interested in the commemorative objects of the RSL. Such groups to be known as “Friends of the RSL”.  
That the objects of such groups shall be as follows:
  - (a) To facilitate the commemoration of ANZAC Day and other commemorative events;
  - (b) To support community interest in the preservation of memorials and the conduct of memorial services;
  - (c) To care for local war memorials, other local monuments relating to those who suffered or died as a result of service in the Australian Defence Force or its predecessors;
  - (d) Where appropriate, and with the consent of the Victorian Branch, attend to the management and care of halls, clubrooms and other facilities formerly used as RSL Sub-Branch meeting venues on the basis that they be used for the benefit of local community groups and their activities.
2.
  - (a) Any group of persons who desires to become a Friends’ Group shall apply to the Victorian Branch for consent to form such a group and upon the consent being granted shall be entitled to use the name “Friends of the RSL” for the purpose of fulfilling the objects set out in this by-law. The use of the words “Friends of the RSL” should not be used for any other purpose.

- (b) No such Friends' Group shall be in a town or local district where there is established a RSL Sub-Branch without consultation between the Victorian Branch and the Sub-Branch and without the written consent of the Sub-Branch.
3. At the time of the application for the formation of the Friends Group and annually in the month of November the group shall advise the Victorian Branch as to the name and address of its members and the name of its office bearers, if any. The Victorian Branch shall be entitled to request the Friends Group to remove from its membership a particular person as being a person not suitable to be a member of such Friends' Group and the Friends Group shall agree to the removal of such person from its membership.
  4. The Victorian Branch shall be entitled to remove its approval for a Friends' Group to be known as "Friends of the RSL" at any time upon giving one month's notice of its intention to do so. The Friends' Group shall thereafter cease to be known as "Friends of the RSL" and shall not assert any connection with the RSL.
  5. The Friends' Group shall not be entitled to use the RSL badge in any way without the written consent of the Victorian Branch, which consent may be withheld by the Victorian Branch without giving a reason for such withholding of consent. Any consent given by the Victorian Branch to use the RSL badge may be revoked by the Victorian Branch at any time.
  6. The Friends' Group shall not pledge the credit of the Victorian Branch nor make statements to the effect that it represents the Victorian Branch or the RSL generally.
  7. The Friends Group shall not make statement, nor act in a manner that is inconsistent with the Victorian Branch objects, nor make statements that are offensive or derogatory to the Victorian Branch or to the RSL.
  8. The Friends' Group shall obey the reasonable direction of the Victorian Branch as to the conduct of its activities.
  9. That the Victorian Branch, at its expense, shall procure the appropriate insurance cover for the activities of the Friends' Group. The particulars of that insurance cover shall be negotiated between Friends' Groups and the Victorian Branch from time to time.

Annexure:

- A. Form of Authority and Consent

## **AUTHORITY AND CONSENT**

### **"FRIENDS OF THE RSL" GROUP**

The **Returned & Services League of Australia (Victorian Branch) Incorporated** hereby authorises the establishment of the "Friends of the RSL" Group ( \_\_\_\_\_ Branch).

The establishment and operation of "Friends of the RSL" Group is governed by By-Law No. 20 of the Victorian Branch Rules and a copy of the By-law is attached to this authority.

This authority is granted subject to the compliance by the "Friends of the RSL" Group with By-Law No. 20.

**Signed:** \_\_\_\_\_

(Chief Executive Officer)

**Date:** \_\_\_\_\_

## **Branch Bylaw 21**

### **Sub-Branch Sporting Sections**

#### **1. Formation and Objects**

- (a) A Sub-Branch may form a Sporting Sub-committee for the purposes of supporting the Sub-Branch, or the Branch in the carrying out of the objects of the League, and in particular, the social, sporting, and member welfare aspects of the Sub-Branch or Branch.
- (b) The Sporting Sub-committee shall be comprised of the conveners of the various Sporting Sections established in the Sub-Branch. The Sporting Sections comprise, but are not limited to; Angling/Fishing, Billiards, Snooker, Bowls, Cricket, Darts, Golf and Indoor Bowls.
- (c) The Sporting Sub-committee shall be chaired by a Committee person nominated by the Sub-Branch President.
- (d) The Sporting Sub-committee shall meet as directed by the Sub-Branch committee at least twice per year.

#### **Individual Sporting Sections**

#### **2. Membership**

Membership of a Sporting Section shall consist of those Life members, and financial Service, Affiliate, and Social members of the Sub-Branch wishing to participate in particular sporting and recreational activities provided by the Sub-Branch.

#### **3. Control by Sub-Branch**

- (a) The Sub-Branch Sporting Sub-committee shall assist, guide and encourage the Sporting Sections in their activities and shall be responsible to the Sub-Branch Committee for its Sporting Sections operations. Liaison between the Sub-Branch and a Sporting Section shall be through the Sporting Sub-Committee, unless otherwise determined, in writing, by the Sub-Branch Committee.
- (b) Should a difference or dispute arise between the Sub-Branch Sporting Sub-Branch committee and a Sporting section on any aspect relating to the operations or activities of the Sporting Section or the Sub-Branch Sporting Sub-Committee, control of the Sporting Section, the Sporting Sub-committee shall refer the matter to the Sub-Branch Committee for its determination of the matter, and the decision of the Sub-Branch Committee shall be final.

#### **4. Finance**

- (a) The money and property of a Sporting Section shall be under the control of the Sub-Branch.
- (b) The Sub-Branch Committee shall determine the method by which a Sporting Section shall maintain its finances.



- (c) In determining the method by which a Sporting Section maintains its finances an Incorporated Sub-Branch shall be mindful of the requirements of the relevant sections (Sections 30A & 30B) of the Associations Incorporations Act regarding accounting and audit requirements.

#### **5. Approval to Collect Funds**

A Sporting Section shall not collect funds in its own right, nor shall any officer or member of the Sporting Section use the name of the Sporting Section or of the Sub-Branch to obtain money, except with the expressed written approval of the Sub-Branch committee.

#### **6. Meetings and Proceedings**

The Sporting Sub-committee shall meet at least twice a year and report in writing upon their proceedings as provided for in Sub-Branch Rule 10A – 19(cc)(3). The quorum for meetings shall be as determined, from time to time, by the Sporting Sub-committee.

#### **7. Annual Fees**

The annual Fee and any other charges against a member, applicable to a Sporting Section, and payable by the members of that Sporting Section, shall be such amount as is determined, from time to time, by the Sub-Branch Committee.

#### **8. Right to Address Meetings**

The Sub-Branch President or Secretary or other authorised representative of the Sub-Branch shall be entitled to address any meeting of a Sporting Section, or of any associated Sporting Association general meeting.

#### **9. Sub-Branch May Suspend a Sporting Section**

- (a) A Sub-Branch Committee may recommend to a general meeting of the Sub-Branch the suspension or disbandment of a Sporting Section where, in its opinion, a continuance of its activities would not be in the best interests of the Sub-Branch, the Branch or the League.
- (b) The said Sporting Section will be advised of any such recommendation and offered the opportunity for its representatives to attend such meeting and speak in its defence.
- (c) Where the general meeting resolves to suspend or disband the said Sporting Section, the decision of the general meeting shall be final.

#### **10. Discipline of Sporting Section Members**

Sporting Section members shall be subject to the same disciplinary rules of suspension or expulsion from the Sporting Section as are members of a Sub-Branch, and may only be exercised by the Sub-Branch Committee, and as provided for in the Sub-Branch Rules. Disciplinary action may be commenced by the Sub-Branch or on the recommendation of the Sporting Section Convener.

**11. Inspection of Books and Minutes**

The Sub-Branch President or Secretary, or their authorised representatives, shall have power to inspect the books, papers, minutes, and correspondence of a Sporting Section, and to take such action upon any matter that, in the opinion of the Sub-Branch committee, is necessary in the interests of the Sub-Branch, Branch or League.

**12. Annual General Meeting of Sporting Section**

Subject to Sub-Branch Rule 10A-22A, each Sporting Section must hold an Annual General at such time and date as is determined by the Sporting Section.

**13. Election of Sporting Section Office Bearers**

- (a) The election of Sporting Section office bearers shall be in accordance with the provisions of Sub-Branch Rule 10a – 20. However, the Sub-Branch Committee may approve modifications to the said provisions to satisfy a particular sport. Any modifications approved by the Sub-Branch Committee must be in writing.
- (b) There shall be no canvassing for any elected position in the Sporting Section.

**14. Casual Vacancies - Officers and Committee**

- (a) A casual vacancy for an office bearer shall be filled from within the Sporting Section committee and such appointment shall be subject to ratification at the next meeting of the Sub-Branch Sporting Sub-Committee.
- (b) A casual vacancy of a member of the committee of a Sporting Section shall be filled as required by the Sporting Section and such appointment shall be subject to ratification at the next meeting of the Sub-Branch Sporting Sub-Committee.



**Returned & Services League  
Of  
Australia**

**(Victorian Branch) Inc.**

**A.C.N. A 0028777L**

**“Serving Still”**

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**Branch Bylaw 22**

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**Branch Corporate & Business Services Committee**

**Volume 1.3**

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ANZAC House 4 Collins Street, Melbourne, Victoria, 3000

## **Branch Bylaw 22**

### **Corporate & Business Services Committee (CBSC)**

#### **1. Formation**

- a) This Bylaw establishes the Branch Corporate & Business Services Committee (CBSC) with the objects, purposes and rules, as set out below.
- b) The CBSC will act as the primary advisory body to the State Executive and will encompass all associated RSL Sub Branch operations matters including commercial business operations, membership services and marketing & communications. It will be a body comprised of suitably qualified people from the RSL Sub Branch network, State Executive Members and State Branch Officers.

#### **2. Purposes of the Committee**

- a) The Corporate & Business Services Committee (CBSC) will be responsible for providing the State Executive with advice and support on all matters affecting the operations of the RSL Sub-Branch network. The CBSC will meet in line with all other State Branch appointed Committees and will report to the State Executive.
- b) The CBSC will review and provide advice as requested to the State Executive on all aspects of the RSL Sub Branch network operations including but not limited to;

##### **i.) Commercial Business Operations**

- Business strategy development, Industry knowledge & information management
- Benchmarking, Business Intelligence and Financial Performance data
- Human & Industrial Relations support & advice
- Government liaison and industry representation
- Sub Branch development consultation and advice on property matters affecting the Licensed Sub Branch network
- TGS contract and service delivery
- RSL network contractual negotiations affecting commercial business operations

##### **(iv) Membership Marketing & Communications**

- Research & development around RSL brand management strategies & implementation
- Review and develop RSL network internal & external communication strategies & maintain provision of information support services
- Review and report on RSL network marketing & promotional activities
- Review and report on RSL Membership data and network performance
- Provide strategic support & advice on RSL Membership activity, plans & initiatives

**(v) Corporate Partnerships & Sponsorships**

- Network contracts, group purchasing & preferred supplier opportunities
- Sponsorship & partnership opportunities for RSL key events and working with organisations who support the RSL ethos

**(vi) IT & Systems**

- Research, plan & develop effective IT & Systems management strategies for the RSL network
- Review, maintain and monitor RSL network communications capability & performance
- Maintain effective service & delivery of appropriate IT & Systems to the network
- Develop & implement new IT & Systems capability across the RSL network

**3. Structure**

The structure of the CBSC shall cover the diversity within our RSL network and management components within State Branch whilst not becoming a body too large to be able to operate effectively. The CBSC shall consist of the following members;

- Seven (7) RSL Sub Branch Managers – (See Note 1)
- Chairperson – State Executive Member (See Note 1)
- Ex Officio Committee Members
  - Chief Financial Officer
  - Chief Operating Officer
  - State Secretary
  - Manager Membership, Marketing & Communications
  - Manager IT & Systems

**Note 1**

- a) All Committee Members shall be appointed to the CBSC following consideration of expressions of interest from the RSL Licensed Sub Branch network. Managers appointed to the Committee must have a minimum of three (3) years' experience as a General Manager in an RSL Licensed Sub Branch. Every effort should be made to ensure that, where possible, the CBSC has a representation of both Country and Metropolitan Committee members. All positions are for an initial three (3) year period with two (2) Committee members being rotated from the Committee on an annual basis.
- b) The Chairperson of the CBSC will be a current State Executive Member appointed by the State President who must have experience in the operations and management of an RSL Licensed Sub Branch and shall present all business proposed and a bi-monthly CBSC report to the State Executive.
- c) Additional State Branch staff and/or external consultants and other co-opted appointees may be utilised as and when required to provide information, advice or support to the CSBC in an ex officio capacity.

- d) The CBSC will act as an advisory body to the State Executive and will encompass all associated RSL Sub Branch operations matters.
- e) The CBSC will assist in the oversight of the commercial operations of the RSL Licensed Sub Branch network in accordance with established RSL Corporate Governance guidelines and report directly to the State Executive.

#### **4. Voting at Committee meetings**

- a) Questions arising at a meeting of the Committee, or at a meeting of any Sub Committee appointed by the Committee, shall be determined on a show of hands or, if a member requests, by a poll taken in such manner as the person presiding at that meeting may determine.
- b) Each member present at a meeting of the Committee, or at a meeting of any Sub Committee appointed by the Committee (including the person presiding at the meeting), is entitled to one vote and, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.
- c) The CBSC will meet on a bi-monthly basis or as and when required.

#### **5. Sub-Committees**

- a) The CBSC shall have power to establish Sub Committees as and when required providing support to the operations and deliberations of the CBSC. (Appointed Sub Committees will meet as and when directed).
  - Product & Loyalty (Convenor)
  - Information Technology and Systems (Convenor)
  - RSL Membership Services (Convenor)

*\*\* The appointment of the Sub Committees are not there to replace any existing State Branch Officer role, responsibilities or any existing State Branch appointed Committees.*

- b) All Sub-Committees shall report in writing upon their proceedings at the next meeting of the CBSC. All such Sub-Committees shall be subordinate to the CBSC, which may allot, vary or amend the duties of such Sub-Committees. Each Sub-Committee shall appoint a Convenor, who shall convene meetings as may be directed by the CBSC or the Chairperson of the CBSC. Each Sub-Committee shall keep minutes containing a true record of all proceedings.

#### **6. Forums and Events**

- a) The RSL Licensed Sub Branch network will meet at quarterly Combined RSL Forums in February, May, August & November each year with the CBSC Chairperson Chairing those meetings as scheduled.
- b) The CBSC can and may schedule other RSL Licensed Sub Branch network events and forums as and when required.

**7. Vacancies**

- a) The Office of member of the Committee, becomes vacant if the member:
  - becomes an insolvent under administration within the meaning of the Corporations Act; or
  - resigns from office by notice in writing given to the COO; or
  - is removed by the State Executive.
- b) If a casual vacancy in an office of a member of the CBSC arises, the CBSC may, subject to the provisions of Clause 3, appoint an appropriate person to the vacant office in consultation with the State President.

**8. Quorum for Committee Meetings**

- a) Any 4 members voting of the Committee constitute a quorum for the conduct of the business of a meeting of the committee.
- b) No business may be conducted unless a quorum is present.
- c) The Committee may act notwithstanding any vacancy on the Committee.

## Sub-Branch Committee – Voting for Office Bearers

- A. The purpose of this Bylaw is to set out and, where appropriate, regularise, the procedure for the voting for Sub-Branch Committee Office Bearers.
- B. At a general meeting of a Sub-Branch, members are entitled to speak and vote as follows:
- (a) **A Life member or financial Service member** is entitled to speak and vote on any question, matter, ballot or resolution;
  - (b) **An Affiliate of the Sub-Branch** is entitled to speak and vote on any Sub-Branch matter except that an Affiliate may not speak or vote on any matter relating to the alteration or amendment to the National Constitution, the State Branch Constitution or cast votes for the election for State Branch Officer positions.
  - (c) **A Social member of the Sub-Branch** is not entitled to speak or vote on any matter other than in respect of the election of a social member to the Committee of the Sub-Branch; and then only if the Sub-Branch Committee has made such a position available.
  - (d) **An Associate member of the Sub-Branch** is not entitled to speak or vote on any matter unless the member has elected to transfer, in writing, their entitlement to speak and vote from their parent Sub-Branch and the transfer is registered with the State Secretary. If this is the case then the entitlement to speak and vote, applicable to the class of membership above applies.
  - (e) **A Community member** is not entitled to speak or vote on any matter.
- C. The Sub-Branch Committee must, at least six weeks for a licensed Sub-Branch [Bylaw 10A Rule 20 (c) and 10B Rule 20 (c)] or, one month for a traditional Sub-Branch [Branch Rule 13.7 (b)], prior to the Annual General Meeting, at which the term of office for an elected Committee position or positions fall due, determine the manner in which an election, and if necessary, the conduct of a ballot, is to be held. The above timings should be considered as the absolute minimum and in practice, consideration needs to be given to the usual Christmas/New Year holiday period. For example; if the AGM/Elections are to be held in February or March having the above Committee meeting in November or December of the previous year gives plenty of time in which to conduct the forthcoming electoral procedures in an orderly and timely way.
- D. The matters that need to be determined by the Committee include:
- (a) The date, time and location of the AGM
  - (b) The elected positions that become vacant at the AGM, are as follows:
    - (i) Sub-Branch officers
    - (ii) Designated positions [Refer to Bylaws 10A 20 (b) and 10B 20 (b)]



- (iii) Number of committee positions in addition to Sub-Branch officers and designated positions, if applicable. [Rule 13.7 (b), Branch By-Law 10A 20 (b) and Branch By-Law 10B 20 (b)]
- (iv) Social member on committee. If the Committee has decided to have such a position on the Committee (a limit of one only), the position is to be included in the number of Committee positions referred to in (iii) above. [Branch Bylaws 10A 10.4 (b) and 10B 10.4 (b)]
- (c) The opening and closing date for nominations for office
- (d) The eligibility requirements attached to certain positions [Rules 13.6, 13.7 and Bylaws 10A 20 (e) and 10B 20 (e)]
- (e) The manner in which an election and, if necessary, a ballot, is to be held including notification that proxy voting is not permitted (Rule 4.19).
- (f) The appointment of a Returning Officer and, if necessary, at least two scrutineers
- (g) The method to be used in marking ballot papers
- E. When determining the date, time and location of the AGM consideration is to be given to the extra time necessary to accommodate the Christmas and New Year holiday period together with the time required to conduct the selected method of electoral process.
- F. When determining the positions that become vacant, consideration is to be given as to what designated positions, if any, the Committee resolves to fill by selecting persons to fill those positions and for which there will be no other election for that designated position [see Bylaws 10A Rule 20(b) and 10B 20 (b)].
- G. The opening date for nominations from eligible members, less designated positions, needs to give plenty of time for the membership to respond, should they so wish. The closing date is to be at least 14 days prior to the AGM, and nominations are to be delivered to the Returning Officer.
- H. The Committee is to include in the notice to members, the criteria for each position together with requirements of the Branch Corporate Governance Charter and the duties and responsibilities of Committee members.
- I. If the number of valid nominations does not exceed the number of positions available then the Returning Officer will declare those persons elected at the AGM. Except that if a successful candidate currently holds an elected committee position which has not expired at this AGM then that person must resign that position prior to the Returning Officer declaring the new position. He/she may do so at the AGM.
- J. If the number of valid nominations exceed the number to be elected then there is to be an election by secret ballot or by show of hands. Show of hands is only relevant to small traditional Sub-Branches.

- K. The SECRET ballot may be in several forms:
1. Attendance by members, entitled to vote, at the Sub-Branch either at the AGM or presenting at a booth, sometime prior, say the previous Saturday. The Returning Officer is to, with appropriate security and in sequence:
    - (a) Draw-up the ballot papers and arrange with the scrutineers for the placement of candidates names by lot;
    - (b) Announce the method to be used in marking the ballot papers;
    - (c) Identify those people present, who are entitled to vote;
    - (d) Arrange for ballot papers to be distributed to those present, who are entitled to vote;
    - (e) Check that all persons entitled to ballot papers have in fact received them (where voting is at the AGM);
    - (f) Invite those holding ballot papers to mark them;
    - (g) Arrange for the collection of the ballot papers;
    - (h) Check that all ballot papers have in fact been collected;
    - (i) Formally declare the ballot closed;
    - (j) Arrange for the count of formal ballot papers;
    - (k) Present the results to the AGM.
  2. Absentee voting (Postal); the Committee may decide at their AGM planning meeting to offer absentee voting, in conjunction with attendance voting for eligible members who are, or will be, away on holidays or such like absence.
    - (a) The eligible member will need to apply in writing to the Returning Officer for a ballot paper or papers or by some other arrangement determined by the Returning Officer. The process will be as for general postal voting.
  3. General Postal Voting; This form of secret voting can either be conducted entirely by the Returning Officer and the scrutineers or, if applicable, with assistance provided by the Sub-Branch Staff or by the Returning Officer assisted by the employment of a professional or other qualified person to conduct the electoral process. In this case the contracted body will report directly to the Returning Officer. Such a format may ensure a larger representation of Sub-Branch voters, but will be more expensive.
- L. Whichever method is used, the Sub-Branch Committee, at the above meeting, must determine the opening and closing date of the ballot. Ballot papers received after this date will not be included in the count.
- M. In the case of the Sub-Branch dealing with the ballot, the Secretary shall provide the following information to the Returning Officer:
1. A list of Sub-Branch members entitled to vote who were financial as of the date of the opening of the ballot, prior to the distribution of any ballot material, as determined by the Sub-Branch Committee.

2. Such a list shall form the basis for recording, against each member's name, the following:
  - (a) the date of the forwarding, or delivery, of the postal ballot paper package, and
  - (b) the receipt of the member's completed ballot papers sealed in the appropriate envelope contained within the package that was forwarded to the member.
- N. The Sub-Branch is required to provide administrative support to the Returning Officer in the exercise of his office. The cost of the ballot is to be borne by the Sub-Branch.
- O. The Returning Officer is to, with appropriate security and in sequence:
  1. Draw-up the ballot papers and arrange, with the scrutineers, for the placement of candidate's names, determined by lot, on the ballot paper. The ballot paper is not to carry any marks which could lead to the identity of the voter being revealed, nor show any asterisks or similar devices against names of retiring office-bearers. However, the class of membership of candidates may be added to their names. There shall be a separate ballot paper for each office being contested.
  2. The ballot paper package to be posted to eligible voters is to include:
    - (a) an outer envelope addressed to the member's registered postal address, and containing;
    - (b) a stamped envelope, addressed to the Returning Officer, on the back of which is an instruction for the voter to place his name and membership number (shown on his RSL membership card) thereon.
    - (c) an envelope, clearly marked "Voting Papers",
    - (d) the voting Paper(s) and,
    - (e) clear instructions to the Voter on the method of marking the ballot paper(s) and how to assemble the package for return to the Returning Officer. This is to include an instruction NOT to mark or otherwise identify themselves on the envelope marked "Voting Papers".
  3. The member is to exercise his vote in accordance with his/her wishes and place the completed ballot papers in the envelope marked "Voting Papers" and seal the envelope. Place this sealed envelope in the stamped envelope addressed to the Returning Officer, seal it and write his/her name, together with his/her RSL membership number, on the back of the envelope and post it or hand deliver it to the Returning Officer.
  4. On receipt of the envelope, The Returning Officer must make sure that the envelope has not been tampered with and record the return against the name of the member as mentioned above. Together with the scrutineers, the envelope is to be opened and the inner sealed envelope bearing the words "Ballot papers" then deposited, unopened, in the locked ballot box. Save and except, if the member has failed to place his name and member number on the outer envelope the Returning Officer must clearly mark the envelope marked "Ballot papers" INFORMAL and consequently that paper will not be counted.
  5. At the appropriate time, after the closing of the ballot, the Returning Officer, together with the scrutineers, will open the ballot box, remove and count the ballot papers. No other person or persons shall take part in the count.

6. The Returning Officer will deliver and declare the result of the ballot to the AGM.

- P. The Returning Officer must not be a candidate for office or a Sub-Branch employee and together with the scrutineers must be, and be seen to be; impartial, and should desist from nominating or seconding candidates. The Returning Officer should have a sound understanding of the relative rules and processes, especially with the method of counting of votes.
- Q. The Sub-Branch Committee, when determining the method to be used in marking ballot papers shall decide whether the 'first past the post' system or the 'priority' (preferential) system shall be used, as follows:
1. (a) **FIRST PAST THE POST.** Under this system, the voter in effect has as many votes as there are candidates to be elected. Each vote is of equal value and must be used for a different candidate; voting for either more or less than the correct number of candidates invalidates the voting paper. Thus, if there are eight candidates, of whom three are to be elected, voters will place crosses against three (and only three) names.  
  
(b) If there is only one candidate to be elected (such as a Sub-Branch Officer), the Returning Officer sorts the ballot papers into piles, one pile for each candidate voted for and one further pile for informal. The Returning Officer then counts the number in each pile and makes sure that the totals add up to the number of votes cast. The candidate with the largest number of formal votes, is then declared elected.
  2. (a) **PRIORITY (PREFERENTIAL).** Under this system the voters indicate their preference for the various candidates by placing "1" against the name of their first choice "2" against the name of their next choice, and so on.  
  
(b) A vote is informal unless a number is placed against every name. It is also informal if a number is duplicated or missed out.  
  
(c) When counting votes, the Returning Officer sorts the ballot papers into piles, one pile for each candidate given a first choice and one further pile for informal. The Returning Officer then counts the number in each pile and makes sure that the totals add up to the number of votes cast.  
  
(d) If there is only one candidate to be elected, the procedure is as follows: if any candidate has received more than half the formal first preferences cast, that person is declared elected. If no candidate is in that position, the candidate with the lowest number of first preferences is eliminated, and his or her votes are distributed (that is added to the remaining piles) according to the second preferences shown. If any candidate has more than half the votes cast in that candidate's piles at that stage, then that person is declared elected. If no candidate is in that position then the candidates with the smallest number of votes at that stage is eliminated, and his or her votes are distributed to the remaining candidates according to the next preference shown. This process is repeated until some candidate has more than half the total formal votes cast. At each stage the totals of all the piles should add up to the number of votes cast.  
  
(e) If there are two or more candidates to be elected, the procedure is to some extent similar: If any candidate has more than half the total formal votes cast, that person is declared elected, and is called the "first-elected candidate". If no candidate is in that position elimination from the bottom is carried out, as described above, until one

candidate reaches the required majority of votes (that is, more than half) and becomes the “first elected candidate”. Fresh piles are then made using all the ballot papers including those cast for candidates eliminated during the previous count. Votes for the first elected candidate are then allocated according to their second preference, and the process is repeated to ascertain the “second elected candidate”. A “third elected candidate”, a “fourth elected candidate” etc are then determined in a similar manner, the process stopping when the required number of candidates has been elected.

- R. Notwithstanding the above, the State Executive may, either of their own volition or at the request of the Sub-Branch Committee or of a General Meeting of members, appoint a person to be the Returning Officer and/or, if considered to be in the best interests of the Sub-Branch and of the State Branch, conduct the election including any resultant ballot, and deliver the outcome to the Annual General Meeting or to an Extraordinary General Meeting of the members; called for the purpose, by the State Executive. Any arrangement made under this clause shall be at the cost of the Sub-Branch.
- S. All members are reminded that canvassing is not permitted for any elected position in the Sub-Branch [Branch Rule 4.9; Bylaws 10A Rule 20(m) & 10B Rule 20 (m) refers].
- T. Typical ballot papers are shown below:

[A typical ballot paper for one (Sub-Branch Officer) position – “First past the post”:]

QUIBERON RSL SUB-BRANCH INC.

VOTING PAPER

ELECTION OF PRESIDENT OF THE SUB-BRANCH 2022

*Instruction:* A cross or tick should be inserted in the square box (*and only in the one square box*) opposite the name of the candidate of your choice.

J W Smith (Service Member)

A W Brown (Life Member)

J F White (Service Member)

[A typical ballot paper for one or more members of the Committee – “First past the post”:]

QUIBERON RSL SUB-BRANCH INC

VOTING PAPER

ELECTION OF THREE MEMBERS OF THE COMMITTEE 2022

*Instruction:* A cross or tick should be inserted in the three square boxes (*and only in the three square boxes*) opposite the names of the candidates of your choice.

- J W Smith (Service Member)
  
- A W Brown (Affiliate)
  
- J F White (Service Member)
  
- A B Jones (Affiliate)
  
- Z Y Granger (Service Member)
  
- T B Green (Affiliate)

[A typical ballot paper for members of the Committee – Priority (Preferential)

Note: In this example there are four positions but no mention is made on the ballot paper of the number of positions as this may lead the voter to only number 4 boxes; thus rendering the paper informal.]

QUIBERON RSL SUB-BRANCH INC

VOTING PAPER

ELECTION OF MEMBERS OF THE COMMITTEE 2022

*Instruction:* The number 1 should be inserted in the square box opposite the name of the candidate most favoured and the numbers 2 to 6 inclusive should be inserted in the square box opposite the other names in order of preference. All Boxes must be numbered.

- J W Smith (Service Member)
  
- A W Brown (Affiliate)
  
- J F White (Service Member)
  
- A B Jones (Affiliate)
  
- Z Y Granger (Service Member)
  
- T B Green (Affiliate)