



WESTERN AUSTRALIAN NATIVE ORCHID STUDY & CONSERVATION GROUP (INC)

By-Laws

Dated 01 February 2019

1. These shall be the by-laws of **Western Australian Native Orchid Study & Conservation Group (Inc) (WANOSCG)** dated 1 Feb 2019 pursuant to the WANOSCG constitution.
2. **MEMBERSHIP**
 - 2.1 **Membership Classes**

The membership classes are as follows:

 - (a) Ordinary membership as defined in Part 3 of the constitution.
 - (b) Associate membership as defined in Part 3 of the constitution with the following additional eligibility requirements.
 - i. Have reached the age of 11 years old or older; and
 - ii. Either:
 1. normally reside outside of Western Australia; or
 2. are a full-time student.
 - (c) The following membership classes bestowed by the committee from time to time:
 - i. Life membership.
 1. In recognition of long-term meritorious services rendered to WANOSCG.
 2. Having the rights of an ordinary member for life.
 - ii. Honorary membership.
 1. In recognition of services rendered to WANOSCG.
 2. Having the rights of an associate member for the remainder of WANOSCG's financial year that is current at the time.
 - 2.2 **Family Memberships**

The ordinary and associate membership classes may be applied for individually, or as part of the following family memberships.

 - (a) Family membership, consisting of up to 2 ordinary memberships plus 3 associate memberships.
 - (b) Associate family memberships, consisting of up to 5 associate memberships.
 - (c) The above family memberships must reside at the one respective registered membership address and shall only be entitled to receive the one copy of all WANOSCG communications, notices and Bulletins sent to that one address.
 - 2.3 **Membership Application Process**

The membership application process will be set by the committee as a committee resolution from time to time.
 - 2.4 **Membership Fees**

Membership fees will be set by the committee as a committee resolution from time to time.

3. VOTING PROCEDURE FOR COMMITTEE POSITIONS

(a) Electing Office Holders

Procedures at Rule 33(4)

- i) If there is only one valid nomination the Chairperson shall declare that person elected as per rule 33(3).
- ii) If there are two nominations for a position the current chairperson of the annual general meeting shall appoint two scrutineers. A show of hands, of the eligible voters, will decide who is elected. The nominee with most hands will be declared elected. The current chairperson shall have an additional deciding vote in the case of a tied vote.
- iii) If more than two members nominate for a position, the current chairperson of the annual general meeting shall appoint a returning officer and two scrutineers. A secret ballot will be conducted where members will be asked to place numbers, in sequence, against the names of each nominee in the order of their preferences on a ballot paper (starting with 1 for their most preferred candidate, 2 for their second preference etc until all the nominees have a number next to their name). The nominee with the lowest aggregate score from all ballot papers will be declared elected. The current chairperson shall have an additional deciding vote in the case of tied aggregate votes.
- iv) Ballots that fail to number all nominees from 1 up to the number of candidates will be declared invalid and rejected.
- v) The chairperson, nominees, returning officer and scrutineers retain their right to vote in all ballots.

(b) Electing Ordinary Committee Members

Procedures at Rule 34(3) (a)

- i) If more members nominate than there are available ordinary committee positions, the current chairperson of the annual general meeting shall appoint a returning officer and two scrutineers. A secret ballot will be conducted where members will be asked to place numbers, in sequence, against the names of each nominee in the order of their preference on a ballot paper (starting with 1 for their most preferred candidate, 2 for their second preference etc). The nominees with the lowest aggregate scores, from all ballot papers, will be declared elected until all the available ordinary committee positions are filled. The current chairperson shall have an additional deciding vote in the case of tied aggregate votes.
- ii) Ballots that fail to number all nominees from 1 up to the number of candidates will be declared invalid and rejected.
- iii) The chairperson, nominees, returning officer and scrutineers retain their right to vote in all ballots.

Procedures at Rule 34(3) (b)

- iv) If there are two nominations for a single remaining Ordinary Committee position the current chairperson of the annual general meeting shall appoint two scrutineers. A show of hands, of the eligible voters and their proxies, will decide who is elected. The nominee with most hands will be declared elected. The current chairperson shall have an additional deciding vote in the case of a tied vote.
- v) If more members nominate than there are available ordinary committee positions, the current chairperson of the AGM shall appoint a returning officer and two scrutineers. A secret ballot will be conducted where members will be asked to place numbers, in

sequence, against the names of each nominee in order of their preference on a ballot paper (starting with 1 for their most preferred candidate, 2 for their second preference etc). The nominees with the lowest aggregate scores, from all ballot papers, will be declared elected until all the available ordinary committee positions are filled. The current chairperson shall have an additional deciding vote in the case of tied aggregate votes.

- vi) Ballots that fail to number all nominees from 1 up to the number of candidates will be declared invalid and rejected.
- vii) The chairperson, nominees, returning officer and scrutineers retain their right to vote in all ballots.

4. BRANCHES

- (a) Subject to the approval of the WANOSCG committee, Branches may be formed by likeminded Members who reside in a common geographic area or region.
- (b) A Branch so formed, shall be subject to the constitution, by-laws and resolutions of WANOSCG.
- (c) The existence and activities of the Branch shall not in any way exclude other members of WANOSCG from being active in that region and the activities of the Branch shall at all times be subject to and for the benefit of WANOSCG and all its members.
- (d) Subject to the relevant WANOSCG procedures and rules, participation in the Branch activities shall be open to any member of WANOSCG.
- (e) There shall be no additional membership fees payable for membership of the Branch.
- (f) The proceedings of the Branch shall be administered by a Branch Committee made up of
 - i. A Branch Convenor;
 - ii. An Assistant Branch Convenor;
 - iii. A Branch Field Trip Co-ordinator; and
 - iv. Such other Branch Committee members as are elected by the Branch from time to time.
- (g) The inaugural Branch Convenor, Assistant Branch Convenor, Branch Field Trip Co-ordinator and other Branch Committee members shall be elected by the Branch at the first meeting of the Branch to be convened following the authorised formation of the Branch and thereafter the Branch Convenor, Assistant Branch Convenor, Branch Field Trip Co-ordinator and other Branch Committee members shall be elected by the Branch at a Branch Annual General Meeting to be convened within 90 days of the WANOSCG Annual General Meeting in each year.
- (h) Branch meetings shall:
 - i. Be chaired by the Branch Convenor or in the absence of the Branch Convenor by the Assistant Branch Convenor and in the absence of them both by such member as the members present may decide.
 - ii. Be held at such places within the region and at such times as are decided by the Branch members from time to time;
 - iii. Be held as often as the Branch members determine;
 - iv. Not be held on the same day as any other meeting of WANOSCG; and
 - v. A Branch meeting shall have a quorum of three members.
- (i) The Branch will have the right to raise funds after approval by the WANOSCG committee for the purposes of the Branch and WANOSCG as a whole but shall do so in such a manner as not to conflict with the activities and interests of WANOSCG as a whole.
- (j) All funds raised and held by the Branch shall be controlled by the Branch Convenor and Assistant Branch Convenor.

- (k) The Branch Convenor shall ensure that accurate financial records are maintained by the Branch and shall make those records available to a member of the WANOSCG committee as required by that committee from time to time, but in any case, a Branch financial report shall be submitted to the WANOSCG Treasurer before the end of each WANOSCG Financial Year.
- (l) When undertaking any WANOSCG activity, the Branch shall provide written notice to the following WANOSCG committee members, prior to the activity whenever practical:
 - i. Field trips: Field Trip Co-ordinator and Branch Liaison Officer
 - ii. All other activities: Branch Liaison Officer
- (m) The WANOSCG committee shall have the right to approve or refuse any proposed field trip, function or other activity of the Branch.
- (n) For the avoidance of doubt, no Branch member, including any Branch Committee members shall have the right to make public statements or representations on behalf of the Branch or WANOSCG without the prior approval of the WANOSCG committee.
- (o) All property of the Branch is at all times the property of WANOSCG.
- (p) The WANOSCG committee has the power to disband a Branch by making a resolution to do so.
- (q) In the event that a Branch ceases to be active or is disbanded by the WANOSCG committee, all property and funds of WANOSCG held by the Branch or its members shall be delivered to the WANOSCG committee in a timely manner.

5. ANNUAL FINANCIAL STATEMENT

Prior to each Annual General Meeting the Treasurer will prepare a statement of WANOSCG's financial records for the previous financial year and arrange for the financial statement reviewer to oversee the WANOSCG's financial records. The financial statement reviewer shall draw up a report as to, in their opinion, the veracity of the statement of WANOSCG's financial records. The Treasurer shall make this report and a summary of the previous year's financial records available to members at the Annual General Meeting.

6. INDEMNITY

Every committee member and every holder of a subsidiary office shall be indemnified by WANOSCG against any loss, expense or liability incurred by reason of any act or deed done by him/her in good faith as such member, and the committee shall use funds of WANOSCG for such purpose when required.