

The Constitution of Council Watch Victoria Inc.



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Who are we?

Council Watch Victoria Incorporated is an organisation that is dedicated to the sharing of information for the purpose of protecting, promoting and upholding the rights and interests of Victorian Council Watch and Residents across Victoria. Council Watch Victoria is non-partisan, subscribes to no particular religious or political code, and welcomes all people regardless of their personal beliefs who support Council Watch Victoria and this Constitution.

Statement of Purpose

1. To be an effective voice for the Rate Payers and Residents of Victoria,
2. To promote a fair, equitable and transparent rating system throughout Victoria,
3. To drastically reduce Municipal Council rates and charges for all Victorian Council Watch and Residents by focusing on, but not limited to, core essential council services,
4. To work for accountability, good governance and less waste in local government,
5. To provide advocacy and information for Council Watch and Residents when issues arise,
6. To be the premier body which Local and State Governments consult with regarding matters of interest that influence and affect all Victorian Council Watch and Residents,
7. To lobby the State Government to include specific roles and functions for Municipal Councils in the Local Government Act in order to prevent Municipal Councils from becoming involved in the issues that are the responsibility of the Federal and State Governments and that have nothing to do with Local Government,
8. To lobby the State Government to include in the Local Government Act the power for the Council Watch and Residents to vote on controversial issues in the same manner as shareholders are able to do under the Corporations Act,

Section 1 Name

The name of the Incorporated Association is “Council Watch Victoria Inc.” and may also as “Council Watch Victoria”, “COUNCIL WATCH”, “Organisation”, “the Organisation “Association”, “the Association” and CWV.

Section 2 Definitions

- (1) In this Constitution, unless the contrary intention appears; —

Act means the Associations Incorporation Reform Act 2012 and this Constitution is subject to that Act;

address means the address, which can be either an email or if the member so desires a postal address, that the member provided on the application for membership form and then transferred to the register of members;

appendix means an appendix to this Constitution, which shall be read as and which shall be included and considered as part of this Constitution;

branch means a branch of Council Watch Victoria, which shall not be confused with the parent body, Council Watch Victoria, and shall consist of a collection of ratepayers and residents; all of which shall be members, of any category except Group members of Council Watch Victoria, that have formed together in an area for mutual benefit of the Ratepayers and Residents in that area;

by-laws mean the by-laws or rules as determined, in accordance with section 34 of this Constitution and shall at all times be subject to this constitution, the Act and the Regulations to the Act;

code of conduct means the code of conduct, as is in Appendix 8 to this Constitution which shall be applicable to all members of Council Watch Victoria;

Committee means the Committee of Management of the Association which may be referred to as “Committee” and “the Committee”;

Concession card membership means a person that holds a concession card provided by the Federal Government or a person that holds a senior’s card provided by the Victorian State Government;

financial year means the year, starting on the 1st of July of any year and ending on the 30th of June of the following year; **general meeting** means a general meeting of members convened;

Group membership means a group of Council Watch other than Council Watch Victoria that have formed together in an area for the mutual benefit of the Council Watch and Residents in that area and have at least three (3) members or 10% of the Group membership, whichever is the higher as Full, Concession Card, Life or Probationary member of Council Watch Victoria; **in writing** means either by email, sent from or sent to the email address as per
the register of members, or in paper form or in document form, sent from or sent to the address as per the register of members;

member means a person that was an original member at the time of Incorporation or a person that has been accepted by the Committee

that was in place at the time such member applied to be a member and is financial;

Membership means any one of the seven categories of membership of the

(a) full member, who shall have full rights and privileges; and

(b) concession Card Membership who shall have full rights and privileges; and

(c) group membership, who shall have voting rights; and

(d) life membership who shall have full rights and privileges;

(e) subscriber member means; a member who has full rights and privileges, and may pay their annual subscriptions monthly, or annually if they so choose. Annual subscriptions shall equal the monthly, which is set at the Annual General Meeting, amount multiplied by 12; and

(f) probationary member; means a member, which is consistent with section 3 (1) (f) of this Constitution.

(g) Complimentary member; means a member, consistent with section 3 (1) (g) of this Constitution.

Note means a legal instrument of explanation to this Constitution and shall be considered as part of this Constitution, shall be read, as part of this Constitution and applies to all members; **notice** means a notice sent

by email, or if the member does not have email, to

the postal address, as provided by the member on the application for membership form and then transferred to the register of members;

notice sent means a notice that has been sent by email, or if the member does

not have email, by registered mail, paid for by the Association, confirmation of delivery enabled, to the member's address provided by the member on the application for membership form and then transferred to the register of members and such notice shall be considered to have been received by the member in question and if by email, to the email address provided by the member on the application for membership form and then transferred to the register of members which shall be considered delivered by the Association;

officers of the Association shall be as described in section 20; **ordinary member of the Committee** means a member of the committee who is not an Officer of the Association and shall be as described in section 21; **person** means for the purposes of this Constitution; can be either a natural person or an artificial person;

Public Officer means the person that at the Annual General Meetings is appointed as the Public Officer. The Public Officer may also hold any other position on the Committee; **poll** means for the purposes of this Constitution, a decision taken at a meeting, shall be by secret ballot; **postal vote** means a vote from a member, sent by email or by post which must be signed by the person wishing to vote and such postal vote must be in the form as on Appendix 5 to this Constitution and delivered to and received by the Secretary of the Association not less than 5 days before the date fixed for the holding of the annual general or special general meeting; **proxy votes**; means a vote given by a member eligible to vote, who shall be referred as the proxy giver, to another member eligible to vote, who shall be referred as the proxy holder who shall be eligible to vote on behalf of the proxy giver in addition to his or her vote at the annual general meeting and or a special general meeting of Council Watch Victoria Inc., provided that no proxy vote holder shall hold more than one proxy vote and such proxy vote shall be made on the form as on Appendix 6 to this Constitution;

Rate Payers; means the people who pay rates either directly or indirectly;

regulations mean; regulations made under the Associations Incorporation

Reform Act 2012 and this Constitution is subject to such Regulations;

relevant documents have the same meaning as in the Act; **signed** means,

either by email, sent from the email address as noted in the

register of members, or an electronic signature applied to an email or a document, or a handwritten signature applied to an email or a document on paper or in document form, that is received by the Secretary of the Association by post or scanned and sent by email, where in each case the authenticity of the person providing the email address, signature, autograph, moniker or mark in any form, must be verifiable as to the person's name;

Sub Committee means a Sub Committee that is established by the Committee, which is answerable and accountable to the Committee, must have at least 1(one) of the Committee Members on any sub-Committee at all times and such sub-Committee can be dissolved by the Committee at any time for any reason;

(2) In this Constitution a reference to the Secretary of the Association is a reference to

—

(a) a person holds office under this Constitution as Secretary of the Association—to that person; and

(b) in any other case, to the Public Officer of the Association.

(3) Alteration of this Constitution,

The Constitution and the Rules of the Association must not be altered except as determined by the members of the Association at a special or annual general meeting and such determination must have a majority of 75% of the members eligible to attend and entitled to vote and voting.

Section 3 Membership and Membership fees

- (1) There shall be seven categories of membership for the association: —
 - (a) full membership; and
 - (b) concession Card Membership; and
 - (c) group membership; and
 - (d) life membership; and
 - (e) subscriber membership; and
 - (f) Probationary membership is a member that has been accepted as a probationary member, is financial but does not yet have voting rights or the right to take any position on the committee; and
 - (g) Complimentary member is a member but shall not have voting rights or the right to take any position on the committee. A Complimentary member is not required to go through a Probationary period, but if by a resolution of

the Committee, the Complimentary member's membership is revoked, their membership shall lapse; and

(h) All those categories of membership listed in this section; sub-section (1) (a), (b), (c), (d), and (e), all of which shall be considered to be and have the same rights and privileges as a full member of the Association.

(2) At the commencement of this Constitution, all new applications for membership, except Group, Life and Complimentary membership must be as a Probationary member.

Probationary membership shall be for a minimum of 45 days; after which time the Probationary member shall be either a Full member, Subscriber member or a Concession Card member, as the case may be and in accordance with this subsection and be made on the form as on Appendix 1 to this Constitution. The membership fee for a Probationary member shall be the same as a Full member, Subscriber member or Concession Card member as the case may be.

(3) Any person who is not a member of the Association must not be admitted to membership unless —

(a) he or she applies for membership in accordance with section 3 sub-section 2 of this Constitution; or

(b) if a Group applies for membership as described in section 3 sub-section (1) (c) and must be on the form as on Appendix 2 to this Constitution, but shall not be required to be a probationary member; but such membership must still be approved by the Committee; or

(c) if a Subscriber applies for membership as described in section 3 sub-section (1) (e), and must be on the form as on Appendix 1 to this Constitution, and shall be required to be a probationary member; after such membership has been approved by the Committee; or

(d) any person, except a Group or a Complimentary member who was a member, but has ceased to be a member must not be admitted to membership unless he or she applies for membership; in accordance with the form as on Appendix 1 to this Constitution, but such membership must still be approved by the Committee.

(4) An application of a person for membership of the Association must —

(a) be made in writing in the form as provided by the committee on the web page of the Association; and

(b) he or she has paid the annual subscription.

- (5) As soon as practicable after the receipt of an application, the Secretary or the Membership Officer of the Association must refer the application to the committee.
- (6) The Committee at its discretion must determine whether to approve or reject the application.
- (7) The Secretary or Membership Officer as the case may be, must, within 28 days after the Committee has approved the application, enter the applicant's name in the register of members and advise such member of their membership.
- (8) An applicant for membership becomes a member and is entitled to exercise the rights and privileges of membership as described in this Constitution when his or her name is entered in the register of members.
- (9) If the Committee rejects an application, the Committee must, as soon as practicable, notify the applicant that the application has been rejected and return all monies collected as described in section 3 (11).
- (10) A right, privilege, or obligation of a person by reason of membership of Council Watch Victoria.
 - (a) is not capable of being transferred or transmitted to another person; and
 - (b) terminates upon the cessation of membership whether by death or resignation or otherwise.
- (11) The annual membership fee, is the relevant amount determined by the members of the Association at the annual general meeting of the Association and is payable in advance on or before the 30th of June in each year.
- (12) A Group once attaining Group membership shall nominate a delegate, consistent with and in accordance with the form as on Appendix 3 to this Constitution to represent such group in all Association business and at both annual general and special general meetings. The delegate so nominated shall be a member of Council Watch Victoria consistent with section 3 (1) (a), (b) and (d) of this Constitution.
- (13) Upon a determination of the Committee, deciding to bestow upon any member, "Life Membership", at which time such member shall be deemed to be a member for life and shall no longer be required to pay the annual renewal of membership, but is still subject to section 6 & 7 of this Constitution.
- (14) Voting at a Committee meeting shall be in person or via video conference.

- (15) The Committee shall enable all members (new and existing) to be able to pay their membership fees via a credit or debit card (VISA or MASTERCARD) via our website and invoicing system. (Bank Fees May Apply).
- (16) A Branch of Council Watch Victoria is a part of the association and as such is not required to be a member of Council Watch Victoria. All branch members shall be a member of Council Watch Victoria in one of the following categories: -
Full, Concession Card, Life, Subscriber, Complimentary and Probationary member.

Section 4 Register of Members

- (1) The secretary or if the Committee so decides, the membership officer, must keep and maintain a register of members containing— (a) the name of each member and the email address; and

(a) the name, of each member and if the member has an email address; the email address; and
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(b) the date on which each member's name was entered in the register; and

(c) If the member ceases to be a member; the date on which such member ceases to be a member.

- (2) The secretary or if the Committee so decides, the membership officer, must have and maintain a register of members for each financial year and put into archive the name and details of any member that ceased to be a member.
- (3) Group members shall also be listed on the register of members, but kept separate from the other categories of membership.
- (4) Probationary members shall also be listed on the register of members but kept separate from the other categories of membership.
- (5) Any member other than a Complimentary or a probationary member may, at a reasonable time, and free of charge, for the purpose of Association business, inspect the register of members, but at all times such inspection must be in accordance with section 32 of this Constitution.

Section 5 Ceasing Membership

- (1) If a member of the association who has paid all monies due and payable by such member to the association may resign from the Association by giving one month's notice in writing to the secretary of his or her intention to resign. After the expiry of

the period referred to in this subsection, the member ceases to be a member; and at which time the Secretary, or if the committee so decides, the membership officer, must record in the register of members the date on which the member ceased to be a member.

- (2) If a member of any category other than a life member, fails to renew their membership, on or before the 30th day of June in any year, for the next financial year, such member shall cease to be a member; and the Secretary, or if the Committee so decides, the membership officer, must record in the register of members the date on which the member ceased to be a member.
- (3) If a member of the association is expelled from the association, consistent with sections 6 & 7 of this Constitution; such member shall cease to be a member of the association permanently; and the secretary, or if the Committee so decides, the membership officer, must record in the register of members the date on which the member ceased to be a member.

Section 6 Disciplinary Action

- (1) Subject to this Constitution, its By-Laws, the Act and its Regulations, if the Committee is of the opinion that a member has refused or neglected to comply with this Constitution, its by-laws, the code of conduct, the Act and its Regulations, or has been found guilty of conduct unbecoming a member or harmful to the interests of the Association, the committee may take disciplinary action. If the Committee so decides to take disciplinary action, such action must be in an unbiased manner and the Committee may by resolution-
 - (a) suspend that member from membership of the Association for a specified period; or
 - (b) expel that member from the Association,provided that any such action shall also include the grievance procedure as outlined in section 7 of this Constitution.

Note the above shall be known as a disciplinary procedure.

- (2) At which time such member shall be given a notice in accordance with section 2 subsection (1) of this Constitution, setting out the resolution of the Committee and the grounds on which it is based and that such member shall be suspended or expelled as the case may be, until the Committee, in accordance with subsection (4) decide to revoke the resolution.
- (3) For the purposes of a resolution, determined in accordance with subsection (1), the Secretary must, as soon as practicable, cause to be given to the member, a notice in accordance with section 2 subsection (1) of this Constitution—
 - (a) setting out the resolution of the Committee and the grounds on which it is based; and

- (b) stating that the member, or his or her representative, may address the committee at a meeting in accordance with subsection (4) after the notice has been given to that member; and such notice must state the date, place and time of that meeting; and
 - (c) Inform the member that he or she may do one or both of the following—
 - (i) attend that meeting;
 - (ii) give to the Committee before the date of that meeting a written statement seeking the revocation of the resolution.
- (4) A meeting of the Committee to confirm or revoke a resolution passed under subsection (1) must be held not earlier than 28 days, and not later than 60 days, after notice has been given to the member and if the Committee decides to revoke the resolution passed under subsection (1), the secretary must, as soon as practicable, cause to be given to the member a notice, stating that the resolution of the Committee was revoked and that such member is no longer suspended or expelled as the case may be, or if at the meeting of the Committee, the committee confirms the resolution passed under sub-section (1), the secretary must, as soon as practicable, cause to be given to the member a notice, stating that the resolution of the Committee was confirmed and such member shall be suspended or expelled as the case may be.
- (5) A member of an incorporated association who is the subject of a disciplinary procedure must not initiate a grievance procedure in relation to the matter which is the subject of the disciplinary procedure until the disciplinary procedure has been completed.

Section 7 Grievance Procedure

- (1) The grievance procedure set out in this section applies to disputes under this Constitution between—
 - (a) a member and another member; or (b) a member and the Association.
- (2) The parties to the dispute must meet and discuss the matter in dispute, and, if possible, resolve the dispute within 28 days after the dispute comes to the attention of all of the parties.
- (3) If the parties are unable to resolve the dispute at the meeting, or if a party fails to attend that meeting, then the parties must, within 28 days, hold a meeting in the presence of a Conciliator.
- (4) The Conciliator must be—
 - (a) an unbiased decision-maker;
 - (b) a person is chosen by agreement between the parties; or (c) In the absence of agreement —

- (i) In the case of a dispute between a member and another member, a person appointed by the Committee of the Association; or
 - (ii) In the case of a dispute between a member and the Association, a person who is a Conciliator appointed or employed by the Dispute Settlement Centre of Victoria (Department of Justice).
- (5) A member of the Association can be a Conciliator.
 - (6) The Conciliator cannot be a member who is a party to the dispute.
 - (7) The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.
 - (8) The Conciliator in conducting the Conciliation must—
 - (a) give the parties to the mediation process every opportunity to be heard, and
 - (b) allow due consideration by all parties of any written statement submitted by any party; and
 - (9) The Conciliator must not determine the dispute unless the parties to the dispute agree.
 - (10) If a member has initiated a grievance procedure in respect of a dispute between the member and the association, the association must not take disciplinary action against such person in relation to the matter which is the subject of the grievance procedure until the grievance procedure has been completed.
 - (11) If the Conciliation process does not result in the dispute being resolved, the parties may seek to resolve the dispute in accordance with the Act otherwise at law.

Section 8 Annual General Meetings

- (1) The Committee shall determine the date, time and place of the annual general meeting of the Association.
- (2) The notice convening the annual general meeting must specify that the meeting is an annual general meeting.
- (3) The ordinary business of the annual general meeting shall be—
 - (a) to confirm the minutes of the previous annual general meeting and of any general meeting held since that meeting; and
 - (b) to receive from the Committee reports upon the transactions of the Association during the last preceding financial year and the suitability of the code of conduct and disputes managing protocol; and
 - (c) to elect officers of the Association and the ordinary members of the committee plus any positions that the Committee filled by means of section 17 (3) (I), (ii), (iii) and (iv) of this Constitution; and.

- (d) set all membership fees for the financial year that follows the financial year in which the annual general meeting is held; and
 - (e) appoint a public officer of the Association, who shall not be a Committee member, unless elected consistent with Sub Sub-section (c) of this section; and
 - (f) appoint a returning officer of the Association, who shall not be a Committee member, unless elected consistent with Sub Sub-section (c) of this section.
- (4) The annual general meeting may conduct any special business of which notice has been given in accordance with this Constitution and which shall not commence until the ordinary business in accordance with subsection 3 of this section, is completed.
- (5) Only members, consistent with section 3. (1) (a), (b), (d) and (e) shall attend, vote or comment at the annual or special general meeting and each member so voting has one vote only unless such member is a proxy vote holder, in which case he or she shall have the extra vote.
- (6) A Group Member consistent with section 3 (1) (c) shall have the power to nominate a delegate, consistent with and in accordance with the form as on Appendix 3 to this Constitution to represent such group in Association business and at both annual general and special general meetings. Such delegate shall have the power to attend, vote or comment at the next annual general or Special General meeting only and each member so voting has one vote only, provided such Group Member has complied with section 3 (12) of this Constitution.
- (7) All votes must be given personally, or by postal vote or by a proxy vote, as described in section 2 subsection 1 of this Constitution and any vote so given shall be in favour, against and to abstain from voting and if the Committee thinks fit and infrastructure is in place, video conferencing may be permitted. The Committee must in the notice convening the annual general meeting, specify that video conferencing will be available. Recording is not allowed at any annual general meeting of Council Watch Victoria.

Section 9 Special General Meetings

- (1) In addition to the annual general meeting, the Committee may hold other special general meetings in the same year.
- (2) All general meetings other than the annual general meeting are special general meetings.
- (3) The Committee may convene a special general meeting of the Association.
- (4) If more than 15 months would elapse between annual general meetings, the Committee must convene a special general meeting before the expiration of that period

- (5) The Committee must, on the request in writing of members representing not less than 10 per cent of the total number of members, convene a special general meeting of the Association.
- (6) Only members, consistent with section 3. (1) (a), (b), (c), (d) and (e), shall attend, vote or comment at the special general meeting and each member so voting has one vote only.
- 7) Only Group Members consistent with section 3 (1) (c) shall attend, vote or comment at the annual general meeting and each member voting has one vote only, provided such Group Member has complied with section 3 (13) of this Constitution.
- (8) The request for a special general meeting must—
 - (a) state the purpose of the meeting; and
 - (b) be signed by the members requesting the meeting; and(c) be sent to the postal or email address of the Secretary.
- (9) All votes can be given personally, by postal vote or by a proxy vote, as described in section 2 subsection 1 of this Constitution and any vote so given shall be in favour, against and to abstain from voting. Recording is not allowed at any special general meeting of Council Watch Victoria.
- (10) If the committee does not cause a special general meeting to be held within one month after the date on which the request is sent to the address of the Secretary, the members making the request, or any of them may convene a special general meeting to be held not later than 3 months after that date.

Section 10 Special Business

All business at a special general meeting and the annual general meeting, except for business conducted under the rules as ordinary business, is deemed to be special business.

Section 11 Notice of Special General Meetings

- (1) The Secretary of the Association, at least 14 days, or if a special resolution has been proposed at least 21 days, before the date fixed for holding a general meeting of the Association, must cause to be sent to each member of the Association, a notice stating the place, date and time of the meeting and the nature of the business to be conducted at the meeting.
- (2) Notice sent must be in accordance with section 2 subsection1 of this Constitution
- (3) No business other than that set out in the notice convening the meeting may be conducted at the meeting.

Section 12 Quorum at Special General Meetings

- (1) No item of business may be conducted at a special general meeting unless a quorum of members entitled under this constitution to vote is present at the time when the meeting is considering that item.
- (2) 20% of the members entitled under this Constitution to attend a special general meeting constitute a quorum for the conduct of the business of a special general meeting.
- (3) If within ½ an hour (half an hour) after the appointed time for the commencement of a special general meeting, a quorum is not present—
 - (a) In the case of a meeting convened upon the request of members, the meeting must be dissolved and, the business that was to have been considered at the meeting is taken to have been dealt with.

If members wish to have the business reconsidered at another special meeting, the members must make a new request under section 9; and
 - (b) In any other case—
 - (i) The meeting must be adjourned to a date not more than 21 days after the adjournment; and
 - (ii) notice of the date, time and place to which the meeting is adjourned must be given at the meeting and confirmed by written notice given to all members as soon as practicable after the meeting.
- (4) If a quorum is not present within 30 minutes after the time to which a general meeting has been adjourned under subsection (3)(b), the members present at the meeting (if not fewer than 3) may proceed with the business of the meeting as if a quorum were present.

Section 13 Presiding at Special General Meetings

- (1) The President, or in the President's absence, the Vice-President, shall preside as Chairperson at each special general meeting of the Association.
- (2) If the President and the Vice-President are absent from a general meeting, or are unable to preside, the members present must select one of their number to preside as Chairperson.

Section 14 Voting at Special General Meetings

- (1) Upon any question arising at a special general meeting of the Association, a member has one vote only.

- (2) All votes must be given personally, by postal vote or by a proxy vote, as described in section 2 subsection 1 of this Constitution and any vote so given shall be in favour of the motion, against the motion and to abstain from voting. If the Committee thinks fit and infrastructure is in place, video conferencing may be permitted. The Committee must in the notice convening the annual general meeting, specify that video conferencing will be available.
- (3) In the case of an equality of voting on a question, the Chairperson of the meeting is entitled to exercise a second or casting vote.
- (4) A member is not entitled to vote at a general meeting unless all monies due and payable by the member to the Association have been paid.
- (5) Only members, consistent with section 3. (1) (a), (b), (c), (d) and (e), shall vote or comment at a special general meeting and each member so voting has one vote only.

Section 15 Poll at Special General Meetings

- (1) If at any of the Association meetings, a poll on any question is demanded by not less than 3 full members, it must be taken at that meeting in such manner as the Chairperson may direct and the resolution of the poll shall be deemed to be a resolution of the meeting on that question.
- (2) A poll that is demanded on the election of a chairperson or a question of an adjournment must be taken immediately and a poll that is demanded on any other question must be taken at such time before the close of the meeting as the Chairperson may direct.

Section 16 Manner of Determining Whether Resolution Carried

If a question arising at a special general meeting of the Association is determined on a show of hands—

- (1) A declaration by the Chairperson that a resolution has been—
 - (a) carried; or
 - (b) carried unanimously; or
 - (c) carried by a particular majority; or
 - (d) lost; and
- (2) An entry to that effect in the minute book of the Association— is evidence of the fact, without proof of the number or proportion of the votes recorded in favour of, or against, that resolution.
- (3) If at an annual general or a special general meeting, any member shall be considered to have voted, if such member: - (a) votes in favour of the motion, or

- (b) votes against the motion, or
- (c) abstains from voting.

Section 17 Committee of Management

- (1) The affairs of the Association shall be managed by the Committee of Management (the Committee).
- (2) The Committee—
 - (a) shall control and manage the business and affairs of the Association; and
 - (b) may, subject to this Constitution, the By-Laws, the Act and its Regulations, exercise all such powers and functions as may be exercised by the Association other than those powers and functions that are required by this Constitution and the Rules to be exercised by special general meetings of the members of the Association; and
 - (c) may, if it thinks fit, call an urgent Committee meeting; and
 - (d) subject to this constitution, the By-Laws the Act and its Regulations have the power to perform all such acts and things as appear to the committee to be essential for the proper management of the business and affairs of the Association; and
 - (e) shall, at the first Committee meeting following the annual general meeting, appoint an Auditor, if required a Conciliator and return to all sub-branches of Council Watch Victoria if requested, 25% of membership money that Council Watch Victoria receives in terms of membership from a member that is also a member of a sub-branch; and
 - (f) subject to this Constitution, the Rules, the Act and its Regulations, administer and manage the business and affairs of the Association at all times—
 - (I) in the best interest of Council Watch Victoria; and
 - (II) in the best interest of the members of the Council Watch Victoria; and
 - (g) may if it thinks fit, remove a member of the Committee from Committee meetings, if such Committee is satisfied that the member so referred to, has and or is causing continued and unnecessary disruption, becoming aggressive and or abusive towards any other member or members of the Committee or is, or has, distributed personal information of both the association members and Committee members, without their knowledge and or consent. The removal of any Committee member shall be by a vote of at least two-thirds of those entitled to vote and voting, vote to remove such member of the Committee

from Committee meetings. Any Committee member so removed shall retain their position on the Committee of Management, but shall no longer attend Committee meetings until the next Annual or Special General Meeting;

(h) The committee must at all times adopt modern and good governance practices.

(3) The Committee shall consist of—

(a) the officers of the Association; and

(b) The ordinary members shall be six who shall be elected consistent with section 19 (1) of this Constitution unless the Committee thinks fit, there may be in addition to those ordinary members of the Committee,

(i) a Publicity Officer; and

(ii) a Membership Officer; and

(iii) a Property Officer; and

(iv) an Information and Technology Officer.

Note All of those additional members of the Committee as described in subsections (i), (ii) (iii) and (iv) of this section, shall also be ordinary members of the Committee and each of whom shall from that time on, be elected at the next annual general meeting of the Association and each year from then on.

(4) No other member of the Association shall attend a Committee meeting of the Association unless such member seeks leave to attend a Committee meeting by means of a written notice to the email or postal address of the Association or by personal representation to a Committee member of the Association. A non-member shall not attend a Committee meeting of the Association, unless by resolution of the Committee meeting of the Association or by the agreement of at least 2 of the Officers of the Association.

(5) A committee member 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.

(6) The member—

(a) must not be present while the matter is being considered at the meeting; and

(b) must not vote on the matter; and

(c) If there are insufficient committee members to form a quorum because a member who has a material personal interest is disqualified from voting on a matter, a general meeting may be called to deal with the matter.

(7) This rule does not apply to a material personal interest—

(a) that exists only because the member belongs to a class of persons for whose benefit the Association is established; or

- (b) that the member has in common with all, or a substantial proportion of, the members of the Association.

Section 18 Office Holders

- (1) The Officers of the Association shall be—
 - (a) a President;
 - (b) a Vice-President;
 - (c) a secretary; and
 - (d) a Treasurer.
- (2) The provisions of section 20, so far as they are to the election of persons to any of the Offices referred to in subsection (1).
- (3) Each Officer of the Association shall hold office until the annual general meeting after the date of his or her election but is eligible for re-election.
- (4) In the event of a casual vacancy in any office referred to in subsection (1), the Committee may appoint one of the ordinary members of the committee or one of the members of Council Watch Victoria to the vacant office and the member so appointed may continue in office up to and including the conclusion of the annual general meeting next following the date of the appointment. If the Committee appoint one of the ordinary members of the Committee to the vacant office; the vacant position as an ordinary member of the Committee shall be filled consistent with section 19 sub-section 3 of this Constitution.

Section 19 Ordinary Members of the Committee

- (1) The ordinary members of the committee of the Association shall be six unless the Committee thinks fit, there may be in addition to those ordinary members of the committee, as set out in section 17 subsection 3 of this Constitution.
- (2) Subject to this Constitution and the Rules, each ordinary member of the Committee shall hold office until the annual general meeting after the date of election but is eligible for re-election.
- (3) In the event of a casual vacancy occurring in the position of an ordinary member of the Committee, the Committee may appoint a member of the Association to fill the vacancy and the member appointed shall hold office, subject to this Constitution and the Rules, until the conclusion of the annual general meeting next following the date of the appointment.

Section 20 Election of Officers and Ordinary Committee Members

- (1) Nominations of candidates for election as officers of the Association or as ordinary members of the Committee must first be a member in their right and be —

- (a) in the form as on Appendix 3 to this Constitution, signed by two members of the Association and signed by the candidate who shall be a member of Council Watch Victoria consenting to the nomination; and
 - (b) the same form sent to the Secretary, or the returning officer if one is appointed, consistent with notice sent as per section 2 subsection 1 of this Constitution, of the Association not less than 7 days before the date fixed for the holding of the annual general meeting.
- (2) A candidate may only be nominated for one office, or if the candidate so desires may also nominate as an ordinary member of the Committee consistent with section 20 (1) (a)&(b) of this Constitution, prior to the annual general meeting.
 - (3) A candidate may only be nominated for one position as an ordinary member of the Committee consistent with section 20 (1) (a)&(b) of this Constitution, prior to the annual general meeting.
 - (4) If there are no other nominations consistent with section 20 (1) (a) and(b) such nominations shall be deemed to be elected at the annual general meeting.
 - (5) If insufficient nominations are received to fill any vacancies consistent with section 20 (1) (a) & (b), nominations shall be called at the annual general meeting with the view of filling any vacancy or vacancies not filled.
 - (6) If the number of nominations exceeds the number of vacancies to be filled, a ballot must be held.
 - (7) The ballot for the election of officers and ordinary members of the Committee must be conducted at the annual general meeting in such manner as the committee may direct.

Section 21 Vacancies

The Office of an Officer of the Association, or an ordinary member of the Committee, becomes vacant if the Officer or member of the Committee—

- (1) Ceases to be a member of the Association; or
- (2) Holds the position of Treasurer, and becomes insolvent under administration within the meaning of the Corporations Act; or
- (3) Resigns from Office by notice in writing given to the Secretary; or
- (4) Is absent from Committee meetings without permission or without good cause for three months or more or 3 consecutive meetings, whichever is the shorter. Good cause and permission shall be decided and given by a resolution of the Committee.

Section 22 Meetings of the Committee

- (1) The Committee must meet at least 6 times in each year at such place and such times as the Committee may determine.

- (2) Special meetings of the Committee may be convened by the President or by any 4 members of the Committee.
- (3) In the event Committee members are unable to meet physically, a meeting may be conducted via electronic media.
- (3) In the event Committee members are unable to meet physically, a meeting may be conducted via electronic media.

Section 23 Notice of Committee Meetings

- (1) Notice of each regular Committee meeting must be given to each member of the Committee at least 7 business days before the date of the meeting.
- (2) Notice must be given to members of the Committee, at least 2 business days before the date of the special Committee meeting specifying the general nature of the business to be conducted and no other business may be conducted at such a meeting.

Section 24 Quorum for Committee Meetings

- (1) Any 6 members of the Committee constitute a quorum for the conduct of the business of a meeting of the Committee.
- (2) No business may be conducted unless a quorum is present.
- (3) If within half an hour of the time appointed for the meeting a quorum is not present—
 - (a) In the case of a special meeting; the meeting lapses;
 - (b) In any other case; the meeting shall stand adjourned to a time and a date as determined by the Committee.
- (4) The Committee may act despite any vacancy on the Committee.

Section 25 Presiding at Committee Meetings

- (1) At meetings of the Committee-
 - (a) the President; or
 - (b) in the President's absence, the Vice-President presides; or
 - (c) If the President and the Vice-President are absent or are unable to preside, the members present must choose one of their number to preside.

Section 26 Voting at Committee Meetings

- (1) Questions arising at a meeting of the Committee, or a meeting of any subcommittee 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.
- (2) Each member present at a meeting of the Committee, or a meeting of any subcommittee 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.
- (3) A member shall be considered to have voted if such member: -
 - (a) votes in favour of the motion, or
 - (b) votes against the motion, or (c) abstains from voting.

Section 27 Removal of Committee Member

- (1) The Association in a special general meeting may, by resolution, remove any member of the Committee before the expiration of the member's term of office and appoint another member in his or her place to hold office until the expiration of the term of the first-mentioned member.
- (2) member who is the subject of a proposed resolution referred to in sub-rule (1) may make representations in writing to the Admin Secretary or President of the Association (not exceeding a reasonable length) and may request that the representations be provided to the members of the Association.
- (3) The Admin Secretary or the President may give a copy of the representations to each member of the Association or, if they are not so given, the member may require that they be read out at the meeting.

Section 28 Minutes of Meetings

The Secretary of the Association must keep minutes, which must be available for inspection free of charge by any member upon request, of the resolutions and proceedings of each general meeting, and each Committee meeting, together with a record of the names of persons present at Committee meetings.

Section 29 Funds

- (1) The Treasurer of the Association must—
 - (a) collect and receive all monies due to the Association and make all payments authorised by the Association; and
 - (b) Keep correct accounts and books showing the financial affairs of the

Association with full details of all receipts and expenditures connected with the activities of the Association.

- (2) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by two members of the Committee.
- (3) The funds of the Association shall be derived from annual subscriptions, donations and such other sources as the Committee determines.
- (4) The Treasure shall make available for inspection, subject to section 32 subsection (3) of this Constitution, all accounts and books free of charge by any member upon request to the Committee, but not so as to provide for the use of, the distribution of, any other member's personal or private information for any reason.
- (5) The Treasure shall keep and maintain a register that states clearly the time, date and who carried out the inspection.
- (6) Any member that takes up their right to inspect the accounts and books that the Treasure has shall be required to complete the form as provided by the committee.

Section 30 Notice to Members

Any notice that is required to be given to a member, by or on behalf of the Association, under this Constitution shall be given in accordance with section 2 subsection 1 of this Constitution.

Section 31 Winding up of Council Watch Victoria Incorporated

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

Section 32 Custody and Inspection of Books and Records

- (1) Except as otherwise provided in this constitution, the Secretary must keep in his or her custody or under his or her control all books, documents and securities of the Association.
- (2) Subject to subsection (3) all accounts, books, securities and any other relevant documents of the Association must be available for inspection free of charge by any member upon request to the Committee, but not so as to provide for the use off, or the distribution of, any other member's personal or private information for any reason.

- (3) The committee may refuse to permit a member to inspect records of the Association that relate to confidential, employment, commercial or legal matters or where to do so may be prejudicial to the Association.
- (4) The Secretary shall keep and maintain a register that states clearly the time, date and who carried out the inspection.
- (5) Any member that takes up their right to inspect the accounts and books that the Secretary has shall be required to apply to the Committee in writing setting out the purpose for such inspection and complete the form with the form as on Appendix 7 to this Constitution
- (6) Consistent with section 58 of the Act, no member shall use the information recorded on the register of members in an improper manner—
 - (a) a member or members must not use information about another member or members obtained from the register of members of CWV to contact or send any correspondence to the other person;
 - (b) any member or members must not disclose information about another member or members obtained from the register of members of CWV knowing that the information is likely to be used to contact or send materials to the other person;
 - (c) subsections (a) and (b) do not apply if the use or disclosure of the information by the Committee or a member appointed by the Committee: -
 - (i) is directly related to the management of, or for the purposes of CWV; and (ii) is not prohibited by this Constitution.

Section 33 Common Seal

- (1) The Common Seal of the Association must be kept in the custody of the Secretary.
- (2) The Common Seal must not be affixed to any instrument except by the authority of the committee and the affixing of the common seal must be attested by the signatures either of two members of the committee or, of one member of the committee and the public officer of the Association.
- (3) All natural persons in any private capacity and all courts and people acting judicially must take judicial notice of the Common Seal affixed to any Council Watch Victoria Incorporated papers, instruments and correspondence and all persons must presume that any papers, instruments and correspondence that is properly signed and authorised with the Common Seal affixed until the contrary is proven.
- (4) The Common Seal of the association bears the authority of Council Watch Victoria Incorporated and that any papers, instruments and correspondence bearing the Common Seal is proof of authenticity until the contrary is proven

Section 34 Branch of Council Watch Victoria

This Constitution, from section 1 to and including section 35 shall be applicable to any Branch of CWV. Any Branch of CWV so formed will adopt this Constitution to be such Branch's Constitution and it will have no other Constitution. In any matter relating to any Branch and if there is an inconsistency between this section; section 34 and any other section of this Constitution, this section shall prevail, but only to the extent of the inconsistency. A Branch of CWV, which shall not be confused with the parent body, CWV Victoria, and shall consist of a collection of ratepayers and residents; all of which shall be members, except Group members, of any category of such chapter and CWV.

(1) Committee of Management

Every Branch of Council Watch Victoria shall form a Committee of Management, which —

- (a) shall control and manage the business and affairs of the Branch; and
- (b) may, subject to the Committee of CWV, this Constitution, its By-Laws, the Act and its Regulations, exercise all such powers and functions as may be exercised by the Association other than those powers and functions that are required by this Constitution and the Rules to be exercised by special general meetings of the members of the Association; and
- (c) may, if it thinks fit, call an urgent Committee meeting; and
- (d) Subject to the Committee of CWV, this Constitution, its By-Laws the Act and its Regulations have the power to perform all such acts and things as appear to the committee to be essential for the proper management of the business and affairs of the Branch; and
- (e) subject to the Committee of CWV, this Constitution, its By-Laws, the Act and its Regulations, administer and manage the business and affairs of the Chapter of CWV at all times —
 - (I) in the best interest of the Branch Council Watch Victoria; and
 - (II) in the best interest of the members of the Branch of Council Watch Victoria; and
- (f) may if it thinks fit, remove a member of the Committee from Committee meetings, if such Committee is satisfied that the member so referred to, has and or is causing continued unnecessary disruption, becoming aggressive and or abusive towards any other member or members of the Committee or is, or has, distributed personal information of both the association members and Committee members, without their knowledge and or consent; and the removal of any Committee member shall be by a vote of at least two-thirds of those entitled to vote and voting, vote to remove such member of the

Committee from Committee meetings. Any Committee member so removed shall retain their position on the Chapter Committee, but shall no longer attend Committee meetings until the Committee of Management of CWV has resolved the matter; and

- (g) a Committee of any Branch of CWV shall have at least a President, a secretary and a treasurer, but may if it thinks fit adopt and adapt sections 18, 19, 20, 21, 22, 23, 24, 25, 26, 27 and 28 of this Constitution; and
- (h) No other member of the Branch shall attend a Committee meeting of the Branch unless such member seeks leave to attend a Committee meeting by means of a written notice to the email or postal address of the Branch or by personal representation to a Committee member of the Branch. A nonmember shall not attend a Committee meeting of the Branch, unless by resolution of the Committee meeting of the Branch or by the agreement of at least 2 of the Officers of the Branch; and
- (i) A committee member 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. (j) the member —
 - (a) must not be present while the matter is being considered at the meeting; and
 - (b) must not vote on the matter.
- (k) This rule does not apply to a material personal interest —
 - (a) that exists only because the member belongs to a class of persons for whose benefit the Association is established; or
 - (b) that the member has in common with all, or a substantial proportion of, the members of the Branch.

(2) **Membership**

All members of a Branch of CWV Victoria must also be members of Council Watch Victoria. There shall be no cost to be a member of a Branch of Council Watch Victoria. Members of a Branch of Council Watch Victoria must be in accordance with section 3 subsection 1 of this Constitution, except Group **and Complimentary** membership.

(3) **Disciplinary action.**

A Branch of Council Watch of Council Watch Victoria must not take any disciplinary action against any of its members but may refer any proposed disciplinary action to the Committee of Management of CWV for the resolution of the matter.

(4) **Annual general meeting**

The Committee of a Branch of CWV shall determine the date, time and place of the annual general meeting of such Branch and shall —

- (a) send to all members of such Branch a notice convening the annual general meeting, which must specify that the meeting is an annual general meeting; and
- (b) that the ordinary business of the annual general meeting shall be
 - (i) to confirm the minutes of the previous annual general meeting; and
 - (ii) to elect officers of a Branch of the Association and the ordinary members of the committee;
- (b) the annual general meeting of a Branch of CWV may conduct any special business of which notice has been given in accordance with this Constitution.
- (c) Only members, consistent with section 3. (1) (a), (b) and (d) of this Constitution, shall attend, vote or comment at the annual general meeting and each member so voting has one vote only unless such member is a proxy vote holder, in which case he or she shall have the extra vote.
- (e) All votes must be given personally, or by postal vote or by a proxy vote, as described in section 2 subsection 1 of this Constitution and any vote so given shall be in favour, against and to abstain from voting and if the Committee thinks fit and infrastructure is in place, video conferencing may be permitted.

(5) Meetings of the Committee

The Secretary of a Branch of CWV must keep minutes of the resolutions and proceedings of each Committee meeting, together with a record of the names of persons present at Committee meetings.

(6) Common Seal

There shall not be a Common Seal for any Branch of CWV.

(7) Winding up of a Branch of Council Watch Victoria

In the event of the winding up of any Branch of CWV, the assets of any Branch must be handed to the Committee of Management of CWV.

(8) Custody and inspection of books and records.

The Secretary and/or the Treasure of any Branch of CWV must keep in his or her custody or under his or her control all books, documents and accounts of the Branch of CWV and must make available to the Committee of Management of CWV and to a member of such Branch of CWV, subject to —

- (a) All accounts, books and any other relevant documents of the Branch of CWV must be available for inspection free of charge by any member of such Branch upon request to the Branch of CWV Committee, but not so as to provide for the use off, or the distribution of, any other member's personal or private information for any reason;

- (b) The Secretary shall keep and maintain a register that states clearly the time, date and who carried out the inspection;
- (d) any member that takes up their right to inspect the accounts and books that the Secretary has shall be required to complete the form as provided by the committee;
- (c) consistent with section 58 of the Act, no member shall use the information recorded on the register of members in an improper manner —
 - (i) a member or members must not use information about another member or members obtained from the register of members of any Branch to contact or send materials to the other person;
 - (ii) any member or members must not disclose information about another member or members obtained from the register of members of any Branch of CWV knowing that the information is likely to be used to contact or send materials to the other person;
 - (iii) subsections (i) and (ii) do not apply if the use or disclosure of the information by the Committee or a member appointed by the Committee is directly related to the management of, or for the purposes of any Chapter of CWPV and is not prohibited by this Constitution.

(9) Funds

The Treasurer of any Branch of CWV must—

- (a) collect and receive all monies except member annual subscriptions due to a Branch of CWV and make all payments authorised by the Chapter; and
- (b) Keep correct accounts and books showing the financial affairs of the Chapter of CWV with full details of all receipts and expenditures connected with the activities of the Branch of CWV;
- (c) All cheques must be signed by two members of the Committee of a Branch of CWV;
- (d) The funds of a Branch of CWV shall be derived from annual subscriptions returned from the Committee of Management of CWV, consistent with section 17 (e) of this Constitution;
- (e) The Treasure shall make available for inspection, all accounts and books of a Branch of CWV free of charge by any member upon request to the Committee, but not so as to provide for the use off, the distribution of, any other member's personal or private information for any reason;
- (f) The Treasure shall keep and maintain a register that states clearly the time, date and who carried out the inspection;

(10) Notice to members

Any notice that is required to be given to a member of any Branch of CWV by or on behalf of the Branch of CWV, under this Constitution shall be given in accordance with section 2 subsection 1 of this Constitution.

Section 35 By-Laws

- (1) The Committee may formulate, amend or delete by resolution of the Committee, by-laws as are necessary to ensure the efficient management and conduct of the affairs of the Association and come into force immediately and remain in force until the next annual general or special general meeting of the Association as the case may be, at which time such laws so formulated shall be included in the report from the Committee given to and ratified by the annual general or special general meeting of the Association as the case may be.
- (2) Any by-law so formulated, amended or deleted by the Committee shall be subject to this constitution, the act and its regulations.
- (3) Any interference of renewing members shall not be acceptable and shall be considered conduct unbecoming, at Council Watch Victoria. The Committee may take action under section 6 of this Constitution if such action is detected.

APPENDIX 1.

Application Form for Probationary Membership of Council Watch Victoria.

I,
(Name required)

Occupation.....
(Optional)

of.....
(Optional)

Email Address is.....
(Email address required)

Home Phone..... Mobile

Phone.....
(Either home or mobile phone number required)

I desire to become a probationary member of Council Watch Victoria and as such I agree to be bound by this Constitution and the Rules of the Association the Act and its Regulations for the time being in force.

Signature of Applicant.....

Date

Office use only.

Date on which this membership application was approved by the committee of the association

/ / 20 .

Date on which this membership application was entered into the register of members

/ / 20 .

Membership No.....
(If applicable)

APPENDIX 2.

Application Form for Group Membership of Council Watch Victoria.

Group Membership.

Please mark in the box above, your choice of membership category.

I.....

(Name required)

Occupation..... (Optional)

of.....

(Optional)

Email Address is.....

(Email address required)

Home Phone.....

Mobile Phone.....

(Either home or mobile phone number required)

I desire to become a member of Council Watch Victoria and as such I agree to be bound by this Constitution and Rules of the Association the Act and its Regulations for the time being in force.

Signature of Applicant..... Date

.....

Office use only.

Date on which this membership application was approved by the committee of the association

/ / 20 .

Date on which this membership application was entered into the register of members

/ / 20 . **Membership No.**.....

(If applicable)

APPENDIX 3.

Form for the Nomination of a Delegate of a Group of Council Watch Victoria.

We,.....
(Name of Group)

Being a Group member of Council Watch Victoria, wish to
nominate.....
(Name of person nominated)

to be our delegate and represent our Group at Council Watch Victoria Annual General or
Special General Meetings. This nomination form shall be valid for 1 meeting only.

Signed.....
(Signature of President of Group)

and

Signed.....
(Signature of Secretary of Group)

APPENDIX 4.

Form for the Nomination of Officers and Ordinary Committee Members of Council Watch Victoria.

I,.....
(Name of nominator)

Being a member of Council Watch Victoria,
wish to nominate.....
(Name of person nominated)

for the position of..... of
Council Watch Victoria.

Signed.....
(Signature of the nominator.)

Secunder.

I,.....
(Name of seconder)

Being a member of Council Watch Victoria, wish
to second.....
(Name of the person you wish to second)

for the position of..... of
Council Watch Victoria.

Signed.....
(Signature of a seconder.)

Nominee.

I,.....
(Name of the nominee)

being a member of Council Watch Victoria, except the nomination for the position
of..... of Council Watch Victoria.

Signed.....
(Signature of the nominee)

APPENDIX 5.

Form for a Postal Vote for Council Watch Victoria.

I.....

(Name required)

of.....

(Email address required)

Being a member of Council Watch Victoria and eligible to vote at an annual general or special general meeting

Wish to vote.....

.....

APPENDIX 6.

Form for a Proxy Vote for Council Watch Victoria.

I.....

(Name required)

of.....

(Email address required)

being a member of Council Watch Victoria and eligible to vote at an annual general or special
general meeting

Give my proxy to.....

.....

being a member of Council Watch Victoria and eligible to vote at an annual general or
special general meeting, to vote on my behalf.

APPENDIX 7.

Statutory Declaration for the Inspection of the Records of the Association.

I.....

(Name required).

of.....

(Email address required)

Being a member of Council Watch Victoria,

declare that I, nor anybody on my behalf, will not under any circumstances distribute, circulate, disperse or disseminate any other member's private or personal information, without such member's written agreement.

Signed.....

(Signature.)

APPENDIX 8.

Code Of Conduct for All Members of Council Watch Victoria Inc.

This code of Conduct, hereafter referred to as CoC, is applicable to all members of Council Watch Victoria Inc. hereafter referred to as CWV, simply outlines the way we expect any member or members to interact with any other member or members. This requires both a shared dedication to protecting the rights and interests of Victorian ratepayers and residents and a shared understanding of and commitment to an inclusive culture. In addition, this document recognises that a well-functioning Committee of Management is vital to the effective governance and operations of CWV and as such is also applicable to the Committee.

While we all strive to uphold and support the best interests of CWV and its objectives, equally we as members must recognise that there will be differences of opinion about where the interests and objects of CWV lie and a vigorous and respectful debate about this in relation to matters for decision at meetings is encouraged.

This document sets out a code of conduct that clarifies how CWV member/s **shall** conduct themselves:

- in their interactions with each other; both in meetings and in communications between meetings; and
- in the public sphere; and
- in written communication (email, online, Facebook and any online platform); and ● In their interactions with the general public.

1. General principles

Members are expected to conduct themselves with:

Respect: Act with respect for each other and for staff and for each person's contribution and points of view.

Courtesy: Ensure that they give no other member reason to feel disrespected, belittled, or intimidated.

Fairness: Help to ensure that each member has a proper opportunity to voice their opinion and contribute and that no member is unfairly subjected to criticism.

Honesty and integrity: Be trustworthy and honest in all dealings and communications, protect CWV's confidential information, and ensure that they disclose all relevant personal interests.

Recognition of equality and diversity: Recognition of equality and diversity creates a safe, inclusive space free from discrimination, bullying, harassment and undermines any member/s.

2. Conduct at meetings

Members should conduct themselves consistent with the above at CWV meetings, including:

- a) Disclosing all personal interests, they may have in matters the subject of discussion or decision-making.
- b) Respecting and following the directions of the person chairing the meeting.
- c) Speaking in turn and not over the top of other people.
- d) Listening to what other people are saying and being prepared to learn from and be persuaded by them; and
- e) Addressing other people and their points of view politely.

3. Communication between meetings

All communications between meetings – including email communications should conform to the above principles. This means that communication should be respectful, honest, and responsible.

4. In the public sphere

CWV's public image and standing is an important asset. Members may not make a public statement in any media (including social media) that may be interpreted as an official view of CWV unless specifically authorised.

If any member has the cause to speak to the media or make statements in the media in some other capacity, he or she must not claim these statements are made on behalf of CWV.

5. Review

The code of conduct shall be included in the Committee report to the members at the Annual General Meeting for their consideration.

This code of conduct will be reviewed by the Committee no later than the second Committee meeting following the Annual General Meeting of the Association for its approval.