

# **THE STATISTICAL SOCIETY OF AUSTRALIA**

## **New South Wales Branch Inc.**

Registered number Y1920037

### **RULES**

**November 1997**

(Incorporates changes to the rules dated November 1996 approved at Special Meeting of 22 October 1997)

#### **NAME**

- 1 The name of the association shall be 'Statistical Society of Australia, New South Wales Branch Incorporated' (in these rules called 'the Association').

#### **INTERPRETATION**

- 2 In these rules 'the Society' means the Statistical Society of Australia Incorporated (incorporated in the ACT).

#### **OBJECT**

- 3 The object of the Association shall be to further the study and application of statistical theory and methods in all branches of learning and enterprise.

#### **FINANCIAL YEAR**

- 4 The financial year of the Association shall be from 1st January to 31st December.

#### **MEMBERSHIP QUALIFICATIONS**

- 5 Membership of the Association shall be open to all persons interested in the objects of the Association and shall not be deemed to imply any professional qualification.

#### **MEMBERSHIP APPLICATION**

- 6 (1) Application for membership of the Association
  - (a) shall be made in writing in the form as required by the Association Council;
  - (b) shall be lodged with the Secretary of the Association.(2) As soon as practicable the application shall be referred to the Council which shall determine whether to approve or reject the application.

#### **SUBSCRIPTIONS**

- 7 (1) The Council of the Association shall determine the annual subscription for membership, provided that notice of change in subscription rates shall be given to members at least two months prior to the due date of payment.
  - (2) In the case of members deemed by Council to be (either) full-time students or persons of equivalent status or to have overseas status, the Council shall have the power to grant a reduction in subscription from year to year.
  - (3) In the case of members being retired from full-time employment and who have been members of the Association or of the Society for such period as determined by Council, the Council shall have the power to grant a reduction in subscription from year to year.
  - (4) A member of the Association who is an Honorary Life Member of the Society shall not be required to pay an annual subscription to the Association, but shall have all privileges of membership of the

- (5) Annual subscriptions shall be due in advance on 1st January of each year.
- (6) A member whose annual subscription is not paid by the end of February in the year it is due shall at Council discretion either
  - (a) cease to be a member of the Association and shall not be re-eligible for membership until all arrears have been paid, or
  - (b) be suspended for a specified period from such rights and privileges of the Association as the Council may determine. However the Council shall have the power to cancel all or part of such arrears.

## **RESIGNATION**

- 8 A member may resign from membership of the Association by giving notice in writing to the Secretary.

## **MEMBERS' LIABILITIES**

- 9 The liability of a member of the Association to contribute towards the payment of the debts and liabilities of the Association or the cost, charges and expenses of the winding up of the Association is limited to the amount, if any, unpaid by the member in respect of membership as required by rule 7.

## **COUNCIL — POWERS AND DUTIES**

- 10 The Council shall be the committee of management of the Association and, subject to the Act, the Regulation and these rules shall have the power to perform all acts and do all things necessary or desirable for promoting the objects of the Association or the proper management of the affairs of the Association.

The powers of the Council shall include

- (a) expenditure and investment for the purposes of the Association;
- (b) the preparation and issue of publications of the Association;
- (c) the making, amending, suspending or repealing of regulations which are not inconsistent with these rules.

## **SUBCOMMITTEES**

- 11 (1) The Council may by instrument in writing, delegate to one or more sub-committees (consisting of such members of the Association as the Council thinks fit) the exercise of such functions of the Council as are specified in the instrument, other than
  - (a) this power of delegation; and
  - (b) a function which is a duty imposed on the Council by the Act or by any other law.
- (2) A function the exercise of which has been delegated to a sub-committee under this rule may, while the delegation remains unrevoked, be exercised from time to time by the sub-committee in accordance with the terms of delegation.
- (3) A delegation under this section may be made subject to such conditions and limitations as to the exercise of any function the subject thereof, or as to time or circumstances, as may be specified in the instrument of delegation.
- (4) Notwithstanding any delegation under this rule, the Council may continue to exercise any function delegated.
- (5) Any act or thing done or suffered by a sub-committee acting in the exercise of a delegation under this rule has the same force and effect as it would have had it been done or suffered by the Council.
- (6) The Council may, by instrument in writing, revoke wholly or in part any delegation under this rule.

## **COUNCIL MEMBERSHIP**

- 12 (1) The Council of the Association shall consist of the office-bearers of the Association and seven further members.
- (2) The office-bearers of the Association shall consist of the President, the Past-President, the Treasurer, the Secretary, and the Assistant Secretary.
- (3) The President and the other members of Council (other than the Past-President) shall be elected annually, and shall hold office from the conclusion of the Annual General Meeting next following their election to the conclusion of the next Annual General Meeting.
- (4) The Past President shall be the immediately preceding President of the Association, or if that person is no longer a member of the Association the member most recently having held the office of

- (5) In the event of a casual vacancy occurring in the membership of the Council, the Council may appoint a member of the Association to fill the vacancy and the member so appointed shall hold office, subject to these rules, until the conclusion of the Annual General Meeting next following the date of appointment.
- (6) In the event of a casual vacancy occurring in the office of President of the Association, the Council shall appoint a member of Council to fill the vacancy and the member so appointed shall hold office, subject to these rules, until the conclusion of the Annual General Meeting next following the date of appointment.

## **ELECTION TO COUNCIL**

- 13 (1) Nominations of candidates for election as President or as a member of Council (other than Past-President) shall be received in writing by the Secretary on or before 31st October. Such nominations shall be signed by at least two members of the Association, and shall be accompanied by the written consent of the candidate.
- (2) If insufficient nominations are received to fill all vacancies, the candidates nominated shall be deemed to be elected and any further vacant positions remaining shall be deemed to be casual vacancies.
- (3) If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated shall be deemed to be elected.
- (4) If the number of nominations received exceeds the number of vacancies to be filled, a postal ballot of all members of the Association shall be conducted, within six weeks from the date on which nominations closed, by a returning officer appointed by the Council and acting under the direction of the Council. Members of the Association may vote for as many candidates as there are vacancies. Those elected will be those receiving the highest total number of votes. The returning officer shall report the result of the ballot to the President.

## **TERMS OF OFFICE**

- 14 (1) No member shall hold the office of President for more than two consecutive years.
- (2) No member of Council shall serve for more than four consecutive years. Years spent as an office-bearer shall be excluded in determining this period of four consecutive years, but shall not be considered as breaking the sequence. Membership for part of a year shall count as membership for the year in application of this rule.

## **PUBLIC OFFICER**

- 15 The Public Officer of the Association shall be the Secretary, or if the Secretary is not eligible, Council shall appoint a member of the Association as Public Officer.

## **ELECTION OF OFFICE-BEARERS**

- 16 (1) As soon as possible after its term of office commences, the Council shall elect the Treasurer, the Secretary, and the Assistant Secretary from among its members.
- (2) In the event of a casual vacancy occurring in the office of Treasurer, Secretary or Assistant Secretary, the Council shall appoint a member of the Council to fill the vacancy and the member so appointed shall hold office, subject to these rules, until the conclusion of the Annual General Meeting next following the date of appointment.

## **CASUAL VACANCIES**

- 17 For the purposes of these rules, a casual vacancy in the office of a member of the Council occurs if the member
  - (a) dies;
  - (b) becomes an insolvent under administration within the meaning of the Companies (New South Wales) Code;
  - (c) becomes of unsound mind;
  - (d) resigns office in writing given to the Council
  - (e) ceases to be a member of the Association
  - (f) fails to pay all arrears of subscription within fourteen days after receipt of a notice in writing signed by the Treasurer stating that the subscription is in arrears;
  - (g) is absent without consent of the Council from two or more consecutive meetings of the Council.

## **PRESIDING MEMBER**

- 18 (1) The President, or in the President's absence, the Past President, shall preside as chairperson at each meeting of the Council and each general meeting of the Association. If the President and Past President are absent, a member of Council elected by the members present shall preside as chairperson at the meeting.
- (2) In the case of an equality of votes on a question at a meeting of Council or at a general meeting of the Association, the chairperson is entitled to have a second or casting vote.

## **SECRETARY**

- 19 The Secretary shall, under the direction of the Council and with the assistance of the Assistant Secretary, conduct the correspondence of the Association, keep a record of the proceedings at all meetings of the Association and Council, and issue and receive all requisite notices. The Secretary shall be responsible for maintaining the register of members of the Association.

## **TREASURER**

- 20 The Treasurer shall
- (a) receive all moneys due to the Association and deposit them in a financial institution or institutions approved by the Council;
  - (b) under the direction of the Council, pay all moneys owing by the Association; such payments shall be made by cheque, which must be signed by any two of the President, Treasurer, Secretary and one other member of the Council appointed by the Council;
  - (c) invest moneys of the Association not required to meet current expenditure in such manner as the Council shall direct; and
  - (d) keep proper books of accounts of receipts and payments and prepare a summary of accounts for each financial year for inclusion in the Council's annual report.

## **MEETINGS OF COUNCIL**

- 21 (1) The Secretary shall give oral or written notice of a meeting of the Council to each member at least 48 hours (or such other period as may be unanimously agreed by the members of the Council) before the time appointed for the meeting.
- (2) Notice of a meeting shall specify the general nature of the business to be transacted at the meeting and no business other than that business shall be transacted at the meeting, except business which the Council members present unanimously agree to treat as urgent business.
- (3) Any six members of the Council constitute a quorum for the transaction of the business of a meeting of the Council.

## **ANNUAL GENERAL MEETING**

- 22 The Annual General Meeting of the Association shall be held on a day in March to be determined each year by the Council. The business of this meeting shall be
- (a) to confirm the minutes of the last preceding Annual General Meeting and of any Special General Meeting held since that meeting;
  - (b) to receive and discuss a report from Council on the activities of the Association during the last preceding financial year and the summary of the Treasurer's accounts for the last preceding year, together with the Auditors' report thereon;
  - (c) to appoint auditors to hold office until the next Annual General Meeting;
  - (d) to discuss questions relating to the structure and management of the Association and of the Society; and
  - (e) at the discretion of the Council, to hear reports in subjects of interest to the Association.
- Guests may be admitted to all Annual General Meetings.

## **ORDINARY GENERAL MEETINGS**

- 23 Ordinary General Meetings of the Association shall be held at such times as the Council shall direct. The business at such meetings may include the reading and discussion of papers, letters, and reports on subjects of interest to the Association. Guests may be admitted to all Ordinary General Meetings.

## **SPECIAL GENERAL MEETINGS — CALLING OF**

- 24 (1) The Council may, whenever it thinks fit, convene a Special General Meeting of the Association;
- (2) The Council shall within sixty days after the receipt by the Secretary of a written request by at least twenty members specifying the purpose or purposes of the meeting and resolutions to be moved, convene a Special General Meeting of the Association.

## **SPECIAL RESOLUTION**

- 25 A resolution of the Association is a special resolution if it is passed by a majority of not less than two-thirds of the members of the Association as, being entitled under these rules so to do, vote in person at a Special or Annual General Meeting of which not less than 28 days written notice specifying the intention to propose the resolution as a special resolution was given in accordance with these rules.

## **NOTICE**

- 26 (1) Where the nature of the business proposed to be dealt with at a General Meeting requires a special resolution, the Secretary shall, at least 28 days before the date fixed for the meeting, cause notice to be sent in writing to each member specifying the place, date and time of the meeting, the nature of the proposed business to be transacted at the meeting and the special resolutions to be moved.
- (2) For the Annual General Meetings at which no special resolution is proposed, the Secretary shall give members at least 14 days written notice of the meeting.
- (3) For general meetings other than those in clauses (1) or (2) the Secretary shall give members at least 7 days written notice of the meeting, or such other notice as shall be directed by the Council.

## **PROCEDURE**

- 27 Twelve members present in person (being members entitled under these rules to vote at a general meeting) constitute a quorum for the transaction of business at a general meeting.

## **NOTICES**

- 28 (1) For the purposes of these rules, a notice may be served by or on behalf of the Association upon any member either personally, or by sending it by post, electronic mail, or facsimile to the member at the postal address, electronic mail address or facsimile number as recorded for the member in the register of members.
- (2) Where a document is sent to a person by properly addressing, prepaying and posting to the person a letter containing the document, the document shall, unless the contrary is proved, be deemed for the purposes of these rules to have been served on the person at the time at which the letter would have been delivered in the ordinary course of post.

## **INCOME AND PROPERTY**

- 29 (1) The funds of the Association shall be derived from annual subscriptions of members, donations and, subject to any resolution passed by the Association in general meeting, such other sources as the Council determines.
- (2) All money received by the Association shall be deposited as soon as practicable and without deduction to the credit of an account of the Association in a financial institution.
- (3) The assets and income of the Association shall be applied solely in furtherance of its above mentioned objectives, and no portion shall be distributed directly or indirectly to the members of the Association except as bona fide compensation for services rendered or expenses incurred on behalf of the association.
- (4) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments shall be signed by any two of the President, Treasurer, Secretary and one other member of the Council appointed by the Council.

## **AUDITORS**

- 30 (1) At the Annual General Meeting, the members of the Association shall elect two Auditors, at least one of whom shall not be a member of the Council. Such Auditors shall hold office until the next Annual General Meeting and shall be eligible for re-election.
- (2) The Auditors shall audit the Treasurer's accounts, and shall make a report thereon to the Council.

## **ALTERATION OF OBJECTS AND RULES**

31 The statement of objects and these rules may be altered, rescinded or added to only by a special resolution of the Association.

## **DISSOLUTION**

- 32 (1) The Association shall be dissolved at any meeting of the Association provided that notice of the proposed resolution has been sent to each member of the Association at least twelve weeks before the date of the meeting, and provided that at least two-thirds of the members of the Association voting in person or by proxy in favour of such dissolution.
- (2) If the Association should be wound up or dissolved, any assets remaining after the satisfaction of all its debts and liabilities shall be given or transferred to some society (or societies) which is a (are) non-profit organisation(s) and has (have) objects similar or in part similar to the objects of the Association.

## **RESOLUTION OF INTERNAL DISPUTES**

33 Disputes between members (in their capacity as members) of the Association, and disputes between members and the Association, are to be referred to a community justice centre for mediation in accordance with the Community Justice Centres Act 1983.

## **DISCIPLINING OF MEMBERS**

- 34 (1) A complaint may be made by any member of the Association that some other member of the Association:
- (a) has persistently refused or neglected to comply with a provision or provisions of these rules; or
  - (b) has persistently and wilfully acted in a manner prejudicial to the interests of the Association.
- (2) On receiving such a complaint, the Council
- (a) must cause notice of the complaint to be served on the member concerned; and
  - (b) must give the member at least 14 days from the time the notice is served within which to make submissions to the Council in connection with the complaint; and
  - (c) must take into consideration any submissions made by the member in connection with the complaint.
- (3) The Council may, by resolution, expel the member from the Association or suspend the member from such rights and privileges of membership of the Association as the Council may determine for a specified period if, after considering the complaint and any submissions made in connection with the complaint, it is satisfied that the facts alleged in the complaint have been proved.
- (4) If the Council expels or suspends a member, the Secretary must, within 7 days after the action is taken, cause written notice to be given to the member of the action taken, of the reasons given by the Council for having taken that action and of the member's right of appeal under rule 35.
- (5) The expulsion or suspension does not take effect:
- (a) until the expiration of the period within which the member is entitled to appeal against the resolution concerned; or
  - (b) if within that period the member exercises the right of appeal, unless and until the Association confirms the resolution under rule 35 (4), whichever is the later.

## **RIGHT OF APPEAL OF DISCIPLINED MEMBER**

- 35 (1) A member may appeal to the Association against a resolution of the Council under rule 34, within 7 days of notice of the resolution being served on the member, by lodging with the Secretary a notice to that effect.
- (2) The notice may, but need not, be accompanied by a statement of the grounds on which the member intends to rely for the purposes of the appeal.
- (3) On receipt of a notice from a member under clause (1), the Secretary must notify the Council, which is to convene a general meeting of the Association to be held within 28 days after the date on which the Secretary received the notice.
- (4) At a general meeting of the Association convened under clause (3):
- (a) no business other than the question of the appeal is to be transacted; and
  - (b) the Council and the member must be given the opportunity to state their respective cases orally or in writing, or both; and

- (c) the members present are to vote by secret ballot on the question of whether the resolution should be confirmed or revoked.
- (5) If at the general meeting the Association passes a special resolution in favour of confirmation of the resolution, the resolution is confirmed.

## **REMOVAL OF MEMBER OF COUNCIL**

- 36 (1) The Association may by special resolution remove any member of the Council from the office of member of Council before the expiration of the member's term of office and may by special resolution appoint another person to hold office until the expiration of the term of office of the member so removed.
- (2) If a member of the Council to whom a proposed resolution referred to in clause (1) relates makes representations in writing to the Secretary or President (not exceeding a reasonable length) and requests that the representations be notified to the members of the Association, the Secretary or the President may send a copy of the representations to each member of the Association or if the representations are not so sent, the member is entitled to require that the representations be read out at the meeting at which the resolution is considered.

## **VOTING**

- 37 (1) On any question arising at a general meeting of the Association a member has one vote only.
- (2) All votes must be given personally or by proxy but no member may hold more than 5 proxies.
- (3) In the case of an equality of votes on a question at a general meeting, the chairperson of the meeting is entitled to exercise a second or casting vote.
- (4) A member or proxy is not entitled to vote at any general meeting of the Association unless all money due and payable by the member or proxy to the Association has been paid, other than the amount of the annual subscription payable in respect of the then current year.

## **APPOINTMENT OF PROXIES**

- 38 (1) Each member is to be entitled to appoint another member as proxy by notice given to the Secretary no later than 24 hours before the time of the meeting in respect of which the proxy is appointed.
- (2) The notice appointing the proxy is to be in the form set out in Appendix 1 to these rules.

**APPENDIX 1**

**FORM OF APPOINTMENT OF PROXY**

I .....  
(full name)

of .....  
(address)

being a member of the Statistical Society of Australia New South Wales Branch Inc hereby appoint

.....  
(full name of proxy)

of .....  
(address)

being a member of the Statistical Society of Australia New South Wales Branch Inc, as my proxy to vote for me on my behalf at the general meeting of the Statistical Society of Australia New South Wales Branch Inc (annual general meeting or special general meeting, as the case may be) to be held on the

..... day of ..... 20..... and at any adjournment of that meeting.

\*My proxy is authorised to vote in favour of/against (delete as appropriate) the resolution (insert details if desired)

.....  
.....  
.....  
.....  
.....

\* To be inserted if desired.

.....  
Signature of member appointing proxy

.....  
Date

NOTE: A proxy vote may not be given to a person who is not a member of the association.