



# *Constitution & Rules*

*Australasian Neuroscience Nurses' Association*



## **Australasian Neuroscience Nurses' Association**

**ANNA**

## **Constitution and Rules**

ABN: 45502070837



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## **Australasian Neuroscience Nurses' Association (ANNA)**

The rules of the Australasian Neuroscience Nurses' Association (ANNA) contained herein are in accordance with Section 11 of the Associations Incorporation Act 1984 and contain those matters specified in Schedule 1 of the Act.

This revision of the Australasian Neuroscience Nurses' Association (ANNA) Constitution was conducted in May 2016 by the ANNA Executive Committee and confirmed by resolution of the members at the Annual General Meeting September 2016.

Acknowledgements

Australasian Rehabilitation Nurses' Association (Inc) Constitution and Rules January 2008



# *Constitution & Rules*

Australasian Neuroscience Nurses' Association



## Contents

### **PART 1 - Preliminary**

	<b>Page</b>
1 Purpose of the Association and Definitions	4
2 Title	4

### **PART 2 - Membership**

3 Membership	5
4 Membership Rights	5
5 Register of Members	5
6 Resignation of Members	5
7 Life Membership	5
8 Fees	6
9 Voting Rights	6
10 Disciplining of Members	6
11 Right of Appeal of Disciplined Member	7

### **PART 3- The Committee**

12 Powers of the Executive Committee	8
13 Executive Committee Constitution and Membership	8
14 Executive Committee Functions	8
15 Elections of Executive Committee	9
16 Executive Committee Roles	9
17 Casual Vacancies on Executive Committee	11
18 Removal of a Member of the Executive Committee	12
19 Delegation by Executive Committee to sub-committee	12

### **PART 4 – General Meetings**

20 Meetings of the Executive Committee	13
21 Annual General Meetings	13
22 Extraordinary Meetings	14
23 Making Decisions at Meetings	14
24 Notification and Management of Proxy Votes	15
25 Voting	15

### **PART 5 - Miscellaneous**

26 Insurance	15
27 Financial Policy	15
28 Source of Funds	15
29 Application of Funds	16
30 Reimbursement Policy- Executive Committee	16
31 Payment of Office Bearers and Members	16
32 Change of name, objects and Constitution	16
33 Financial Year	17
34 Common Seal	17
35 By-laws	17
36 Branch	17
37 Functions of Branch/Branch Delegate	17
38 Branch Delegate meetings and Organisation	18
39 The World Federation of Neuroscience Nurses	18
40 Affiliation	19



# *Constitution & Rules*

Australasian Neuroscience Nurses' Association



## **PART 1 – PRELIMINARY**

### **1. Purpose of the Association and Definitions**

#### **1.1 Mission-**

The Australasian Neuroscience Nurses Association (ANNA), as the peak body for neuroscience nurses, facilitates and fosters the advancement of neuroscience nursing thus enabling optimal person centred care.

ANNA achieves this through the provision of opportunities to network, to access resources, and via the promotion and support of the neuroscience speciality.

#### **1.2 Objectives**

- a) To support the ongoing development of the Neuroscience Nursing specialty to enable optimal health care delivery and outcomes for patients and their families.
- b) To ensure systems and processes are utilised to ensure compliance with all relevant legal, professional and business regulations.
- c) To implement and maintain accountable member centred services that support the functions of the Association and maintain financial responsibility and sustainability of the Association.
- d) To enhance and maintain services and activities that promote networking of members and broader health care systems.

#### **1.3 Definitions**

In these rules, except when context or subject matter otherwise indicates or requires:

- a) **Australasia** refers to Australia, New Zealand and their territories and dominions, the other countries of South-East Asia and Pacific Oceania, and their territories and dominions.
- b) **Association** refers to the Australasian Neuroscience Nurses' Association (ANNA).
- c) **Executive Committee** means the elected representatives of the Association, responsible for its administration including the President, Vice-President, Secretary, Treasurer and Conference Convenor/s.
- d) **Branch** means an organised group of elected representatives responsible for the administration of regional activities. Comprised of the Branch Delegate, Secretary and Treasurer who are accountable to the Executive Committee. It incorporates states, territories and islands.
- e) **Sub-Branch** means a group within a branch. A sub branch need not be defined by geographical or national borders.
- f) **Branch Delegate** means the elected leader for each branch within the Australasian group.
- g) **Member** means current financial member who has paid all dues, fees or payments owed to the Association and life members.
- h) **The Act** means the Associations Incorporation Act 2009.
- i) **The regulation** means the Associations Incorporation Regulation 2010.
- j) **AGM** means the Annual General Meeting.

## **2 Title**

This Association shall be known as the **Australasian Neuroscience Nurses' Association (ANNA)**.



# Constitution & Rules

Australasian Neuroscience Nurses' Association



## PART 2 – MEMBERSHIP

### 3 Membership

Open to professionals who have an interest in any aspect of the specialty of neuroscience.

#### 3.1 Application for Membership

- a) Application for membership shall be submitted to the Executive Committee on the recognised Association application form.
- b) Membership will be a 12 month membership.
- c) Applicants must pay the prescribed membership fee.
- d) On payment of the membership fee, the new member shall be entered into the register of current financial members and qualifies as a voting member.

### 4 Membership rights

A right, privilege or obligation which a person has by reason of being a member of the Association:

- a) is not transferable to any other person or organisation.
- b) terminates upon cessation of the persons' membership.

### 5 Register of Members

- 5.1 The Executive Committee will keep a register of members of the Association. The register specifies the date of admission to the Association, type of membership, name, address, workplace and cessation of membership of each member of the Association.
- 5.2 The register is kept at the principal place of administration of the Association.
- 5.3 The Secretary in collaboration with Association administrators will ensure maintenance of the register and is responsible for all matters pertaining to membership.
- 5.4 On giving written notice to the Secretary, a member may have their address withheld from any mailing list.

### 6 Resignation of Members

- 6.1 A financial member of the Association may resign their membership by giving onemonth written notification to the Secretary of the member's intention to resign.
- 6.2 Membership shall cease immediately upon receipt of the notice by the Secretary.
- 6.3 Fees paid in advance are non-refundable and non-transferable.
- 6.4 A person ceases to be a member of the Association if the person
  - a) dies, or
  - b) resigns membership, or,
  - c) is expelled from the Association, or
  - d) fails to pay the annual membership
- 6.5 Membership of unfinancial members ceases three months after the due payment.

### 7 Life Membership

Life membership is awarded by the Association to a member in recognition of significant contribution to and eminence in the field of Neuroscience Nursing.

#### 7.1 A life member is entitled to:

- a) be regarded as a financial member but not required to pay membership fees (see Rule 8).
- b) receive all information and publications of the Association.
- c) attend all education forums and conferences at the member rate.
- d) speak to a motion and vote at their designated Branch meeting and AGM
- e) be eligible to hold a position of office.
- f) have access to scholarship funds.

#### 7.2 Characteristics and nomination of Life Members are:

- a) an Association member for at least 10 years.



# Constitution & Rules

Australasian Neuroscience Nurses' Association



- b) significantly contributed to the development of Neuroscience nursing through leadership and/or research.
- c) has held positions/roles at State or National executive committee levels within the association.
- d) has published in the Australasian Journal of Neuroscience (AJoN).
- e) nominated by any member of the Association in writing to the Executive Committee.
- f) a nomination with the details of the nominee including curriculum vitae and contribution to Neuroscience nursing must be forwarded to the Executive Committee, together with the names of the proposer and seconder of nomination at least 60 days prior to the AGM at which the nomination will be voted on.
- g) the Executive Committee will distribute information on the nomination amongst members with notice of the AGM.
- h) is voted on by the membership through a secret ballot at an AGM with a two thirds majority.
- i) is presented by the Australasian President or delegate at an AGM

## 8 Fees

- 8.1 The Executive Committee shall review the membership fees annually.
- 8.2 Any proposed increase in membership fees will be tabled at the next AGM and must be ratified by the members.
- 8.3 Members shall pay the annual membership fee on the 15<sup>th</sup> June annually.
- 8.4
- 8.4 Following notification of outstanding membership dues, a member's name will be retained on the membership roll for a period of three months. If the member remains unfinancial after that period they will be deemed to have ceased being a member of the Association.

## 9 Voting Rights

- 9.1 Held only by current financial members and life members.
- 9.2 A voting member is entitled to:
  - a) speak to a motion and vote at their designated Branch meeting.
  - b) speak to a motion and vote at any AGM or extraordinary meeting of the Association.

## 10 Disciplining of Members

- 10.1 Where the Executive Committee is of the opinion that a member of the Association:
  - a) has persistently refused or neglected to comply with a provision or provisions of this constitution, OR
  - b) has persistently and wilfully acted in a manner which discredits the character or is prejudicial to the interests of the Association.

The Executive Committee, by special resolution:

- a) may remove a Member from the Association, OR
- b) suspend the member from membership of the Association for a specified period.
- 10.2 Where the Executive Committee passes a resolution under clause (1), the Secretary shall, as soon as practicable, notify the disciplined member in writing:
  - a) setting out the resolution of the Executive Committee and the reasons for action.
  - b) stating that the member may address the Executive Committee at a meeting to be held within twenty eight days after written notification was sent to the disciplined member.
  - c) stating the date, time and place of meeting, and
  - d) informing the member that they may do either or both of the following:
    - i) attend and speak at the meeting,





# *Constitution & Rules*

Australasian Neuroscience Nurses' Association



- ii) submit to the Executive Committee at or prior to the date of the meeting written representations relating to the resolution and discipline.
- e) stating the process should the member choose to not act on the notification (set out in 10.4 below).

- 10.3 At a meeting of the Executive Committee held as referred to in clause (2), the Executive Committee shall;
- a) Give to the member an opportunity to make oral representations.
  - b) Give due considerations to any written representations submitted by the member at or prior to the meeting, and
  - c) By resolution determine whether to confirm or revoke the resolution.
- 10.4 Should the member fail to address the Executive Committee, the Executive Committee may proceed in absence of the member's response and resolve by a majority of those entitled to vote at the meeting.
- 10.5 Where the Executive Committee confirms a resolution under Clause (4) and (5), the Secretary shall, within seven days after confirmation, inform the member in writing of the fact and of the members right of appeal (See rule 11 and 18)
- 10.6 A resolution confirmed by the Executive Committee under Clause (4) and (5) does not take effect until the expiration of the period within which the member is entitled to appeal against the resolution and the Association confirms the resolution as described under Rule 11 (4).
- 10.7 The committee may refuse to deal with a complaint if it considers the complaint to be trivial or vexatious in nature.

## **11 Right of Appeal of Disciplined Member**

- 11.1 A member may appeal against a resolution of the Executive Committee which is confirmed under Rule 10 (4) and Rule 10 (5), by appeal to a Special Executive Committee meeting of the Association. Such intention of the member to appeal is notified in writing to the Secretary within seven days of receipt of the reconfirmed resolution of the Executive Committee to discipline the member (See Rule 10).
- 11.2 Upon receipt of a notice from a member under Clause (1), the Secretary shall notify the Executive Committee, which shall convene a Special Executive Committee meeting of the Association to be held within twenty-one days after the date on which the Secretary received the notice.
- 11.3 At a Special Executive Committee Meeting of the Association convened under clause (2):
- a) no business other than the question of appeal shall be transacted.
  - b) the Executive Committee and the member shall be given the opportunity to state their respective cases orally or in writing, or both, and
  - c) the Executive Committee members present shall vote by secret ballot on the question of whether the resolution of the Executive Committee should be confirmed or revoked.
- 11.4 If at the Special Executive Committee Meeting of the Association a resolution in favour of the confirmation of the resolution of the Executive Committee is carried, that resolution is confirmed.



# *Constitution & Rules*

Australasian Neuroscience Nurses' Association



## **PART 3 – THE COMMITTEE**

### **12 Powers of the Executive Committee**

#### **12.1 Executive Committee**

- a) Is the committee of management of the Association.
- b) Is subject to the Act, the Regulation and this constitution and to any resolution passed by the Association at an AGM.
- c) Shall control and manage the affairs of the Association.
- d) Has the power to perform such acts and do all such things necessary for the proper management of the affairs of the Association.
- e) May exercise all such functions as may be required on behalf of the Association other than those functions that are required by these rules to be exercised by a General meeting of members of the Association.
- f) Endorses and maintains Positions descriptions for each office of the Executive Committee (see rule 13 (1)).
- g) Determines (after due consultation) the future directions of Association activities.
- h) Represents the Association, and the interest of neuroscience nurses, at regional and International levels.

### **13 Executive Committee Constitution and Membership**

#### **13.1 The Executive Committee of the Association consists of:**

- a) President
- b) Vice-President
- c) Secretary
- d) Treasurer

#### **13.2 The Executive Committee shall be described as "Office Bearers".**

#### **13.3 Conference convenor/s, Journal Editor, Archivist and Webmaster positions shall be known as Executive Support Committee. Support Roles and do not have voting rights at Executive Committee meetings.**

#### **13.4 A committee member may hold up to two offices (other than both the president and vice-president offices)**

#### **13.5 Each member of the committee is, subject to this constitution, to hold office until the conclusion of the annual general meeting following the date of the member's election, but is eligible for re-election.**

### **14 Executive Committee Functions**

The matters which the Executive Committee may undertake, or oversee, include:

- a) organisation of the Annual Scientific Meeting and AGM of the Association.
- b) to carry out the directives of the AGM.
- c) approving and processing applications for membership to the Association, and maintaining a register of members of the Association.
- d) maintaining such records as are appropriate to the administration of the Association, e.g. financial records, minutes of meetings, etc.
- e) ensuring Branch Delegates and members are informed of Association activities on a regular basis, usually through the publication of Brainstem (the newsletter of the Association).
- f) liaison with other professional groups, health and educational organisations on behalf of the Association.
- g) appoint committees to investigate, and make recommendations on matters of particular interest to neuroscience nurses, e.g. "The Standards of Neuroscience Nursing Practice Committee" and "The Neuroscience Nursing Education Committee".
- h) Maintain the Archives of the Association.





# Constitution & Rules

Australasian Neuroscience Nurses' Association



## 15 Election of Executive Committee

- 15.1 All Office Bearers of the Association are elected at an AGM for a three (3) year term. At the end of their term of office, all Office Bearers shall step down at the AGM and become eligible for reselection at the AGM.  
The President and Vice President roles may serve a maximum of two (2) x three (3) year terms. At the end of the second term of office these Office Bearers shall step down at the AGM and are illegible for re-selection.
- 15.2 Nominations for election shall be called for 60 days prior to the AGM and shall be submitted in writing to the Secretary prior to the AGM.
- 15.3 Nominations duly received by the Secretary will be presented at the AGM and put to the members for a vote.
- 15.4 Proxy voting forms should be distributed to members 30 days before the AGM and be returned to the Executive Committee before the commencement of the AGM.
- 15.5 No member may hold more than five (5) proxies.
- 15.6 If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated will be deemed to have been elected.
- 15.7 If the number of nominations exceeds vacancies those members present shall have a secret vote, according to their preference.
- 15.8 Two (2) scrutineers shall be appointed by members to count the vote.
- 15.9 If insufficient nominations are received to fill all vacancies on the Executive Committee, the candidates nominated are deemed to have been elected and further nominations shall be called for and accepted from the floor at the relevant AGM.
- 15.10 If insufficient further nominations are received any vacant positions remaining on the Executive Committee shall be deemed to be casual vacancies.
- 15.11 Any vacancy occurring in the Executive Committee may be filled by nomination at the Executive Committee meeting.
- 15.12 The person filling the vacancy will also be required to resign at the AGM.
- 15.13 A member may nominate for a number of positions on the Executive Committee, though they will be elected to one position only. When a candidate is nominated for more than one position, the election for each position shall be conducted in order of the hierarchy of positions indicated under clause 15, the highest office being President. Once a member is determined elected to a particular office, all other nominations held by that member are deemed void.
- 15.14 Branch Delegates may nominate for a position on the Executive Committee whilst maintaining their Branch Delegate role.

## 16 Executive Committee Roles

### 16.1 President

The President is the Public Officer of the Association and is the primary contact of the organisation. The President shall delegate Executive Committee activities as required.

Responsibilities:

- a) In conjunction with the Executive Committee members, the development of, performance and review of the strategic plan for the Association;
- b) Association representative/liason to Branch delegates, other associations, groups, education facilities;
- c) Conduct Executive Committee meetings in conjunction with other members of the committee;
- d) Conduct the AGM of the Association;
- e) Participate in the Association Scholarship process, including scholarship review;
- f) Review of publications prior to circulation;



# *Constitution & Rules*

Australasian Neuroscience Nurses' Association



- g) A required cheque signatory and one of the nominated online banking persons to authorise payment transfers;
- h) Assist the Conference Convenor in the administrative proceedings for the Annual Scientific Meeting;
- i) Attend Coalition of Nursing Organisations (CoNNO) or delegate meeting or nominate a representative to attend;
- j) Liaison for the World Federation of Neuroscience Nurses.

## 16.2 Vice-President

The Vice-president shall ensure that the affairs pertaining to the Association are maintained in the absence of the President.

### Responsibilities:

- a) Carry out the responsibilities and functions of a member of the Executive Committee;
- b) Oversee the Association Scholarship process, including scholarship review, update of scholarship documents, communicating with scholarship applicants;
- c) Participate with the Executive in the development of a strategic and financial plan;
- d) Review of publications prior to circulation;
- e) Liaison for the World Federation of Neuroscience Nurses;
- f) Assist the Conference Convenor in the administrative proceedings for the Annual Scientific Meeting.

## 16.3 Treasurer

The Treasurer shall oversee the financial management of the Association and ensure all legal, statutory and professional requirements are met in relation to financial matters.

### Responsibilities:

- a) Carry out the responsibilities and functions of a member of the Executive Committee;
- b) Oversee all financial transactions through the regular review of account statements and via the use of online banking;
- c) A required cheque signatory and one of the nominated online banking persons to authorise payment transfers;
- d) Is one of the nominated contact persons for Australian Taxation Office (ATO) in relation to Association affairs;
- e) Act as the liaison with the Associations Manager for all matters related to financial management of the Association;
- f) Review monthly profit and loss and balance sheet statements as provided by the Associations Manager
- g) Provide monthly reports to Executive Committee on financial matters of the Association;
- h) Ensure the Executive Financial Policy is adhered to;
- i) Participate with the Executive Committee in the development of a budget plan;
- j) Monitor developed cash flow budget;
- k) Prepare any required financial reporting forms and obtain advice as required from appropriate personnel in relation to financial matters;
- l) Arrange audit of financial records annually;
- m) Following auditors' report, prepare financial summary report and provide presentation to the members;
- n) Develop and monitor Annual Scientific Meeting budget;
- o) Report at monthly Executive Committee meeting;
- p) Oversee reimbursement policy for Executive Committee members;



# Constitution & Rules

Australasian Neuroscience Nurses' Association



- q) Provide financial presentation annually to the members at the AGM.
- r) Assist the Conference Convenor in the administrative proceedings for the Annual Scientific Meeting.

## 16.4 Secretary

The Secretary shall manage the administrative objectives of the Association.

### Responsibilities:

- a) Carry out the responsibilities of a member of the Executive Committee.
- b) Ensure all correspondence related to the Association is dealt with promptly;
- c) Ensure accurate records of membership are maintained and are available for inspection and member details are kept in a safe location;
- d) Prepare and present membership reports for Executive Committee meetings and Branch Delegates as required;
- e) Together with the President, prepare agendas for Executive Committee meetings;
- f) Maintain minutes of Executive Committee meetings;
- g) Maintain records of all correspondence pertaining to the Association;
- h) Disseminate minutes of the Executive Committee meetings to members of the Executive Committee and Branch Delegates;
- i) Produce and publish Brainstem;
- j) Circulate relevant documents and receive feedback on any matters concerning the Association;
- k) Participate with the Executive Committee in the development of strategic direction for the Association;
- l) Assist the Conference Convenor in the administrative proceedings for the Annual Scientific Meeting.

## 16.5 Conference Convenor/s

The Conference Convenor/s shall oversee the organisation of the Annual Scientific Meeting (ASM) and ensure that this meeting / conference is planned to meet the needs of the Association members.

### Responsibilities:

- a) Carry out the responsibilities of a member of the Executive Committee;
- b) Oversee all preparations for the conference;
- c) Maintain a realistic budget and time plan;
- d) Continually liaise with the Executive Committee regarding conference matters;
- e) Be available to handle conference matters in a timely basis;
- f) Acts on behalf of the Association when securing sponsorship / trade exhibits for the conference;
- g) Act on behalf of the Association when securing goods and services for the conference;
- h) Maintain a record of all service providers and sponsors of the conference;
- i) Prepare a conference evaluation for the Executive Committee at the completion of the conference;
- j) Prepare conference reports for mail outs and advertising.

## 17 Casual Vacancies on Executive Committee

In the event of a casual vacancy occurring in the membership of the committee, the committee may appoint a member of the association to fill the vacancy and the member so appointed is to hold office, subject to this constitution, until the conclusion of the annual general meeting next following the date of the appointment.



# *Constitution & Rules*

Australasian Neuroscience Nurses' Association



A casual vacancy on the Executive Committee occurs if a committee member:

- a) dies;
- b) ceases to be a member of the Association;
- c) becomes an insolvent under administration within the meaning of the Corporations Act 2001 of the Commonwealth resigns office by notice in writing to the Secretary;
- d) e) is removed from office is absent without giving apology to the Executive Committee from three consecutive meetings of the Executive Committee;
- e) the member holds an office of profit in the Association;
- f) the member is directly or indirectly able to profit by a contract or proposed contract with the Association.
- g) becomes a mentally incapacitated person, or
- h) Is convicted of an offence involving fraud or dishonestly

## **18 Removal of a Member of the Executive Committee**

- 18.1 The Executive Committee in accordance with rule 10 and 11 may by resolution remove any member of the Executive Committee from office and appoint another member to that office, to serve until the expiration of the term of office the member so removed.
- 18.2 Such a Committee member may make representations in writing to the Secretary or President and request that such representations be notified to the Association's members. If the representations are not so sent, the member is entitled to request that the representation be read out at the meeting at which the special resolution is considered.
- 18.3 The committee member shall receive two written warnings with an opportunity for written response to show cause as to why they should not be removed from office.

If no response is submitted within two (2) weeks, a disciplinary meeting shall be convened.

## **19. Delegation by Executive Committee to sub-committee**

- 19.1 The Executive Committee may (by the way of its minutes) delegate to subcommittees or working parties functions of the Executive Committee as specified, other than:
  - a) this power of delegation, and
  - b) a function, which is a duty, imposed on the Executive Committee by the Act or by any other law.
- 19.2 A sub-committee will remain active until the Executive Committee revokes its delegation or the function is achieved.
- 19.3 A sub-committee is required to confine itself within the delegation authorised by the Executive Committee.
- 19.4 Sub-committee meetings are conducted in a manner that is consistent with that of the Executive Committee (See Rule 19).
- 19.5 A sub-committee will meet as it determines necessary.



# *Constitution & Rules*

Australasian Neuroscience Nurses' Association



## **PART 4 MEETINGS**

### **20 Meetings of the Executive Committee**

- 20.1 Executive Committee meetings shall be held at the discretion of the Executive Committee, but no less than 6 meetings per year.
- 20.2 A quorum of the Executive Committee is a majority of the current membership. This may include teleconference mode. Where casual vacancies exist they are not counted in the calculation of the quorum.
- 20.3 The Executive Committee shall not transact any business unless the quorum is present.
- 20.4 Notice of Executive Committee meetings shall be sent to Executive Committee members by the secretary at least five (5) days prior to the time of the meeting.
- 20.5 Executive Committee members must seek permission to be absent for more than two meetings in succession.
- 20.6 The President, or in her/his absence the Vice-President or nominated representative shall preside at all meetings.
- 20.7 All motions shall be decided by a majority of votes, the Chairperson in the case of a tied vote have a second casting vote.
- 20.8 Minutes of a meeting are confirmed at the next Executive Committee meeting

### **21 Annual General Meetings**

- 21.1 The association must hold its first annual general meeting within 18 months after its registration under the Act.
- 21.2 The association must hold its annual general meetings:
  - (a) within 6 months after the close of the association's financial year, or
  - (b) within such later time as may be allowed by the Director-General or prescribed by the Regulation.
- 21.3 The Australasian AGM will be held, during the proceedings of the Annual Scientific Meeting.
- 21.4 The AGM of the Association shall, subject to the Act, be convened on such a date, time & place as the Executive Committee determines.
- 21.5 The business of the AGM shall be:
  - a) to confirm the minutes of the last preceding AGM and of any special general meeting held since that meeting during the last preceding financial year
  - b) to receive annual reports of the Executive Committee and the audited accounts;
  - c) to elect Executive Committee to Office Bearer positions (in relevant years);
  - d) to receive and consider the statement that is required to be submitted to members
  - e) to transact any other business as determined by the Executive Committee or members.
- 21.6 Notice of the AGM is given at least 30 days in writing to members of the Association.
- 21.7 A quorum of not less than thirty (30) members being present and proxies held by members present must be recorded for an AGM to be held.

### **22 Extraordinary Meetings**

The committee may, whenever it thinks fit, convene a special general meeting of the association.

- 22.1 Extraordinary meetings may be called on written request from one third of members, or by the Executive Committee for transaction of extraordinary business giving fourteen (14) days notice of intention.





# Constitution & Rules

Australasian Neuroscience Nurses' Association



- 22.2 A requisition of members for a special general meeting:
- (a) must state the purpose or purposes of the meeting, and
  - (b) must be signed by the members making the requisition, and
  - (c) must be lodged with the secretary, and
  - (d) may consist of several documents in a similar form, each signed by one or more of the members making the requisition.
- 22.3 If the committee fails to convene a special general meeting to be held within 1 month after that date on which a requisition of members for the meeting is lodged with the secretary, any one or more of the members who made the requisition may convene a special general meeting to be held not later than 3 months after that date.
- 22.4 A special general meeting convened by a member or members as referred to in subclause (4) must be convened as nearly as is practicable in the same manner as general meetings are convened by the committee.

## 23 Making Decisions at Meetings

- 23.1 Decisions at AGM and extraordinary meetings can be determined or organised in two ways. Generally decisions are made by a show of hands, however:
- a) the Chairperson can rule that a secret ballot will be taken;
  - b) the members at the meeting may determine by resolution that a secret ballot will be taken.
- In either case the decision or procedural motion to hold a secret ballot is determined before the question (primary motion) is put.
- 23.2 When a secret ballot is taken, the Secretary records the number of those voting in the positive, the negative and abstaining.
- 23.3 Demands for a Poll (Secret Postal Vote).
- a) There may be a requirement when a question may be of such seriousness or consequence that it is referred to the entire voting and life membership for a decision. A poll (used hereafter) is always a secret postal ballot.
  - b) A secret postal vote card is drafted by the Secretary for the purpose of the poll.
  - c) Polls can be ordered by any of the:
    - i) Executive Committee
    - ii) AGM
    - iii) Extraordinary Meeting
- 23.4 Following direction by any of those listed in Rule 23 Clause 3 (c) the Secretary within fourteen days will send a ballot to the registered address of every member of the Association. Such ballot will contain information for and against the resolution as determined by the Executive Committee.
- 23.5 The Secretary will close the ballot and voting fourteen days after the last secret ballot is dispatched to members of the Association.
- 23.6 The Secretary or delegate will count secret postal votes and declare the vote.
- 23.7 The Executive Committee will determine scrutinisers (if any) for the secret postal ballot.
- 23.8 The Secretary will notify the result of the secret postal ballot in writing to members of the Association as soon as practicable.

## 24 Notification and Management of Proxy Votes

Members of the Association are entitled to vote by proxy at the AGM.

- 24.1 Every voting member is entitled to appoint another voting member as proxy by written notice given or lodged with the President or Secretary.
- 24.2 Each voting member may hold up to five proxy votes.
- 24.3 The proxy form is available on the Association's website.





# Constitution & Rules

Australasian Neuroscience Nurses' Association



24.3 The member and delegated proxy must sign the proxy form as having accepted the proxy.

24.4 The delegated proxy must be present with the proxy form at the relevant meeting for the proxy to count.

## 25 Voting

25.1 Upon any motion arising at AGM or extraordinary meeting of the Association a member has one vote per member (whether present or through delegated proxy.)

25.2 Where the votes at an AGM are tied on a motion, the Chairperson of the meeting is entitled to exercise a second or casting vote.25.3 A member is not entitled to vote at any general meeting of the association unless all money due and payable by the member to the association has been paid.

## PART 5 – MISCELLANEOUS

### 26 Insurance

26.1 The Association shall effect and maintain insurance pursuant to section 44 of the Act.

26.2 In addition the Executive Committee is required to comply with all laws regarding or requiring insurance take reasonable steps to protect the property, viability and reputation of the Association.

### 27 Financial Policy

27.1 The Financial Policy shall establish the financial independence and continuing fiscal viability of Association services and activities.

27.2 The Australasian Executive Committee shall each year present a financial overview of the Association at the AGM.

27.3 Through the application of available funds, the Association shall through its Executive Committee:

- a) increase the Association's membership base;
- b) promote the services and activities of the Association;
- c) subsidise the cost to members of services and facilities provided;
- d) award an annual Scholarship Fund;
- e) develop Association resources.

### 28 Sources of Funds

28.1 The funds of the Association are subject to any resolution of the Executive Committee of the Association.

28.2 The Association currently receives funds from the following sources:

- a) Membership subscriptions;
- b) Interest on bank accounts;
- c) Receipts from activities, such as: conferences, seminars

28.3 All money received shall be deposited as soon as practicable and without deduction to the credit of the Associations' bank account.

28.4 The Association shall, as soon as practicable issue a receipt for all monies received.

28.5 All cheques, bank drafts, bills of exchange, online banking transfers shall be signed by the two nominated members of the Executive Committee who have been authorised to manage the monies of the Association.

### 29 Application of Funds

29.1 The Association may apply funds to the following activities and services:

- a) Scholarships
- b) Administrative costs;



# *Constitution & Rules*

Australasian Neuroscience Nurses' Association



c) Association meeting costs, for e.g:

- annual dinner;
- room hire and equipment;
- refreshments;
- gifts or fees for speakers;
- publications for ANNA.

29.2 The Financial Development Plan shall review Association expenditure and propose new services and activities that support the promotion and development of the Association.

29.3 The Budget shall identify the appropriate and reasonable application of Association funds.

## **30 Reimbursement Policy- Executive Committee**

30.1 Reimbursement of out-of-pocket expenses incurred by Executive Committee members in the course of completing affairs directly related to the Association will occur timely.

30.2 Approval for the payment of reimbursement will occur following submission of the claim form and receipts to the President/Treasurer for final approval and authorisation of payment.

30.3 Executive Committee members should not incur expenses prior to discussion and approval with the Executive Committee to ensure appropriateness of expenditure.

30.4 Executive Committee members wishing to claim reimbursement for individual travel (including toll payments) internet usage and use of home office equipment are required to discuss with the President prior to submitting the claim form.

## **31 Payment of office Bearers and Members**

31.1 A member of the Association shall not be appointed to any office of the Association paid by salary or fees, except by resolution of the Executive Committee.

31.2 The Association gives no monies or services to voting members except for repayment of out-of-pocket expenses incurred in representation or volunteer for the Association and/or except by resolution of the Executive Committee.

31.3 Executive Committee members are not to sign off reimbursement to themselves.

## **32 Change of name, objects and Constitution**

An application to the Director-General for registration of a change in the association's name, objects or constitution in accordance with section 10 of the Act is to be made by the public officer or a committee member.

The constitution of the Australasian Neuroscience Nurses Association shall not be altered, added to or amended, nor any new rules be made except by the vote of a majority of members present at the AGM and notice of such proposed alteration, and/or additions, to the existing rule shall be posted to all members thirty (30) days prior to said meeting.

## **33 Financial Year**

The financial year of the association is:

- (a) the period of time commencing on the date of incorporation of the association and ending on the following 30 June, and
- (b) each period of 12 months after the expiration of the previous financial year of the association, commencing on 1 July and ending on the following 30 June.



# *Constitution & Rules*

Australasian Neuroscience Nurses' Association



## **34 Common Seal**

The Common Seal of the Association shall be kept in the possession of the Public Officer and shall only be affixed to a document with approval of the Executive Committee. The signatures of two members of the Executive Committee shall witness the stamping of the Common Seal.

## **35 By-laws**

- 35.1 The Association is a non-profit organisation dedicated to the development and advancement of Neuroscience Nursing. All monies collected by the Association through membership subscription, donations and any other means will be utilised in the achievement of those aims.
- 35.2 The Australasian Journal of Neuroscience (AJON) is the official journal of the Association. The Editor of the Journal is appointed by the Executive Committee, and is accountable to the members through the Executive Committee for the administration and publication of the Journal.

## **36 Branches**

- 36.1 The Association is organised into Branches for administration of regional activities. Branches may exist in States or Territories in Australia or the North and South Islands of New Zealand.
- 36.2 Each Branch is bound by the Associations Constitution but otherwise may act autonomously.
- 36.3 Membership of a specific Branch is determined solely on the place of residence and employment being within that Branch's area/region. The Association also has members who do not fall within a Branch, but remain under the jurisdiction of the Executive Committee.
- 36.4 Each Branch is administered by a Branch Delegate, with the addition of a Branch Secretary and Treasurer depending upon the size and requirements of each particular Branch.
- 36.5 Each Branch Delegate (or representative) presents a Branch Annual Report at the AGM of the Association. The Executive Committee may from time to time determine or specify some of the content contained in the Branch Annual Report.
- 36.6 The Executive Committee may at any time give 30 days written notice directing a Branch Committee to make available all books, financial records and minutes of the meetings of the Branch.
- 36.7 On dissolution of a Branch all funds and assets of the Branch become the property of the Association.

## **37 Functions of Branch/Branch Delegate**

The functions of a Branch Delegate / Branch Committee include:

- a) Organisation of educational activities, such as seminars, work-shops and study days for the Branch;
- b) Organisation of fund raising activities for the Branch;
- c) Liaising with the Executive Committee and members of that Branch on matters pertaining to the Branch;
- d) Maintaining records that are appropriate to the administration of the Branch;
- e) Organising a General Meeting of the Branch on an annual basis in accordance with the rules set down in the Constitution;
- f) Circulating relevant documents and receiving feedback on any matters concerning the Branch;
- g) Implementing the actions of the Australasian and Branch Annual General Meetings;



# *Constitution & Rules*

Australasian Neuroscience Nurses' Association



- h) Being responsible for acting on the member's behalf on matters pertaining to the Association in a timely manner.
- i) Responding in a timely fashion to the communication or directive of the Executive Committee.

## **38 Branch Delegate Meetings and Organisation**

- 38.1 The AGM of the Branch is to be held at least two (2) months prior to the AGM of the Association.
- 38.2 Notice of Executive Committee meetings shall be sent to Executive Committee members by the secretary at least five (5) days prior to the time of the meeting.
- 38.3 Branch Committee Delegates are elected at an AGM for a three (3) year term. At the end of their term of office, all Office Bearers shall step down at the AGM and become eligible for reselection at the AGM.
- 38.4 Nominations for election shall be called for 60 days prior to the Branch AGM and shall be submitted to the Secretary prior to the Branch AGM.
- 38.5 Nominations duly received by the Secretary will be presented at the Branch AGM and put to the members for a vote.
- 38.6 Proxy voting forms should be distributed to members 30 days before the Branch AGM and returned to the Branch Committee before the commencement of the Branch AGM.
- 38.7 No member may hold more than five (5) proxies.
- 38.8 If the number of nominations exceeds vacancies those members present shall have a secret vote, according to their preference.
- 38.9 Two (2) scrutineers shall be appointed by members to count the vote.
- 38.10 If there is only one nominee for a vacant position, the person so nominated shall be declared duly elected.
- 38.11 Any vacancy occurring in the Branch may be filled by nomination at the Branch monthly meeting.
- 38.12 The person filling the vacancy will also be required to resign at the Branch AGM.

## **39 The World Federation of Neuroscience Nurses**

The World Federation of Neuroscience Nurses (WFNN) was founded in 1968 by Agnes Marshall Walker of the United States of America. The purpose of the WFNN is the advancement of neuroscience nursing worldwide.

- 39.1 Membership in the WFNN is available to neuroscience nurses throughout the world on fulfilment of certain requirements. Members of ANNA are automatically members of the WFNN.
- 39.2 Each WFNN member Association nominates one person to serve on the WFNN Board of Directors.
- 39.3 The Association nominates two members of the Executive Committee to serve as contact persons.
- 39.4 The WFNN Board of Directors meets every two years, the meeting being held in conjunction with the WFNN Congress and the European Association of Neuroscience Nurses (EANN). Members of the Association attending those conferences are asked to represent the Association at the WFNN Board of Directors meeting. The Association does not provide reimbursement or pay any expenses to members attending the WFNN Board of Directors meeting.

## **40 Affiliation**

- 40.1 The Association is supportive of affiliation with relevant other professional bodies.
- 40.2 No legal or financial bind will occur with those professional groups affiliated with the Association.