

By-Law 5

5. DIVISIONS

5.1 Determination of Divisions

There shall be two Divisions in the State of Queensland, to be known as the Far North Queensland Division and the South-East Queensland Division. In all other States, the Australian Capital Territory, the Northern Territory and New Zealand there shall be one Division.

5.2 Membership of Divisions

- (1) Subject to these by-laws, a member who is resident within or adjacent to a Division may be a member of that Division.
- (2) The Council may assign a member to a Division:
 - (a) At the request of the member; or
 - (b) Which, in the opinion of the Council is the Division in which the member resides.
- (3) Subject to the opinion of the Council to the contrary, the place of residence of a member is determined by the address given by the member to the Secretary.
- (4) The transfer of a member from one Division to another occurs when the Secretary is notified of the change of address of that member.

5.3 Divisional Committees

- (1) The affairs of the Institute within a Division are managed by a Divisional Committee elected in accordance with these by-laws, with the exception that the affairs of the New Zealand Division shall be managed by the Committee of the New Zealand Chapter in accordance with By-law 5.8.
- (2) A Divisional Committee is authorised to manage the affairs of the Institute within the Division subject to:
 - (a) The Rules of Association of the Institute and any by-laws made from time to time; and
 - (b) General directions given by the Council from time to time.

- (3) A person who is nominated in writing to the Divisional Secretary prior to the Divisional annual general meeting, or who is nominated at the annual general meeting, who is a member of the Division and who consents to the nomination is eligible to be elected to the Divisional Committee.
- (4) At the annual general meeting, an election of members of the Divisional Committee from the persons eligible for election must be held.
- (5) A Divisional Committee must comprise not less than 5 persons, plus additional persons as determined at the Annual General Meeting of the Division. For the purposes of this clause, the Councillor representing the Division is not to be counted, unless he or she is an elected member of the Divisional Committee in another capacity.
- (6) Unless otherwise approved by the Council, the Divisional Committee shall be comprised of:
 - (a) A President;
 - (b) A Vice-President;
 - (c) A Treasurer;
 - (d) A Secretary; and
 - (e) Other members as determined at the Annual General Meeting of the Division.
- (7) Each election at an annual general meeting must be conducted on the basis of optional preferential voting. Each member of the Division who is present in person or by proxy may cast one vote.
- (8) If a Division fails to hold an election or less than 5 persons are elected, the Council may resolve to take control of the affairs of the Division in accordance with By-law 5.6.
- (9) The Councillor representing the Division on the Institute's Council may be elected at the Annual General Meeting of the Division or shall otherwise be appointed by the Division, as it so determines. The Councillor shall be a member of the Divisional Committee *ex officio*, and will be expected to attend meetings of the Divisional Committee. The Councillor may also be an elected member of the Divisional Committee in accordance with By-law 5.5(6).

5.4 Finance and Accounts

- (1) Each Division must open one or more bank accounts in the name of the Institute, subtitled with the name of the Division.

- (2) A Divisional Committee is authorised to operate the Division's accounts on behalf of the Institute for purposes of the Institute within the Division.
- (3) A Division must notify the Council of the location and identifying number of each account maintained by the Division, and the authorised signatories for those accounts.
- (4) There must be at least 2 authorised signatories for each account, each of whom must be a member of the Divisional Committee.
- (5) All money received and expended on behalf of the Institute within a Division must be paid into or out of an account operated by the Divisional Committee, except where the Council directs otherwise.
- (6) The Council may, if the Divisional Committee has previously agreed, direct that money received on behalf of the Institute within a Division be paid into an account operated by the Council.
- (7) A Divisional Committee must, as soon as practicable after the annual general meeting at which it is elected and in any event within 60 days, prepare a budget relating to activities in that Division for the following year and give a copy to the Council.
- (8) A Divisional Committee must, as soon as possible after the annual general meeting at which it is elected and in any event within 60 days give a copy of the audited accounts of the Division to the Treasurer of the Council.

5.5 Divisional Meetings

- (1) The Division shall in each calendar year convene an annual general meeting of its members.
- (2) A Division must hold its annual general meeting between the first day of June and the 31st day of August. An annual general Meeting may be held at another time only with the approval of the Council.
- (3) General meetings, subject to notice requirements applicable to general meetings of the Institute, may be held at any time if convened:
 - (a) By the Divisional Committee; or
 - (b) On the requisition of 10 members or 20% of members of the Division, whichever is the smaller number; or
 - (c) By the Council.

As adopted by Council on 22nd October 2004
(with amendments as resolved by Council on 27th October 2005)

The quorum at a general meeting shall be 10 members or 20% of members of the Division, whichever is the smaller number.

A general meeting of Division must be conducted in accordance with the requirements and procedures set out in the Rules of Association for the conduct of an Institute general meeting to the extent that they are capable of being applied.

A brief account of the minutes including any resolutions passed, or Divisional general meetings must be made available to members of the Division and to the Secretary of the Council within two months of the meeting. For the purposes of this clause, it will be sufficient if a brief account of the minutes is published in any Divisional newsletter distributed to members of the Division provided that the newsletter is published within two months of the meeting.

A meeting of a Divisional Committee must be conducted in accordance with the requirements and procedures set out in the Rules of Association for conduct of a meeting of the Council to the extent that they are capable of being applied.

5.6 Council Control

If the Council resolves to take control of the affairs of a Division under by-law 5.3(8) it:

- (a) May conduct the affairs as if it were the Divisional Committee, as it sees fit; and
- (b) Must, if requested to do so in writing by at least five (5) members of the Division, convene a general meeting of the Division and hold an election for members of the Divisional Committee.

5.7 Name of Divisions

Divisions will be known as 'Environment Institute of Australia and New Zealand ([State, Territory, part of State or Territory, New Zealand, region of New Zealand] Division)', subject to approval by the Council.

5.8 Exemptions for New Zealand Division

The New Zealand Division shall be exempt from certain provisions of this By-law in situations where the New Zealand Chapter complies with equivalent provisions under By-law 14.