

Naval Association of Australia – Draft Regulations

THE NAVAL ASSOCIATION OF AUSTRALIA

Inaugurated 1920

Incorporated in the ACT 1995

REGULATIONS FOR THE SECTION

Adopted in

October 2005

DRAFT REGULATIONS

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INTRODUCTION

1. These Regulations are one part of the Rules for the Naval Association of Australia and they apply to the Section. The other parts of the Rules are the Constitution, By-laws and Guidelines for each Section.
2. The purpose of these Regulations is to expand on the Constitution and By-laws in relation to the Section.
3. Each Full Member of the Section is entitled to have access to the Constitution, By-laws, these Regulations and Guidelines for the member's Sub Section. Amendments to the Rules must be promulgated so that holders may amend their own copies.

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DEFINITIONS

The following meanings apply throughout this document.

Article. Refers to a part of the Constitution

By-law. Refers to part of the By-laws

Regulation Refers to part of the Regulations

Guideline Refers to part of the Guidelines.

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ORGANISATION

- 1.1 Name.** The Section of the Naval Association of Australia.
- 1.2**
- 1.3**
- 1.4 Structure**
- 1.4.4 **Affiliates.** The following procedures is to be followed to affiliate an organisation with the Section.
- 1.5 The Rules**
- 1.5.3 **Procedures for Amending Section Regulations.** See By-law 1.5.3.
- 1.5.4 Procedures for Amending Sub Section Guidelines. See By-law 1.5.4.
- 1.6 Ceremonial** See By-law 1.6
- 1.7 Patrons** See Constitution article 1.7. The following procedure is to be followed for appointing patrons for the Section or for Sub Sections within the Section:
- 1.8 Political Activities and Statements.** See By-law 1.8.2.
- 1.8.1 Public statements on behalf of the Naval Association may only be made by the Section President or a Sub Section President. Such statements must be confined to relevant local matters and must not contravene any policy or public statement made at national level.
- 1.8.2 **Lines of Communication** If National Council wishes to communicate with a sub-section or sub-sections generally it shall transmit the communication through the relevant state councils or all state councils respectively and a state secretary receiving such a communication shall forward it to the particular sub-section or sub-sections generally and a sub-section secretary receiving it shall read it at the first general meeting following receipt provided however, in particular circumstances, National Council may direct the National Secretary to communicate directly with one or more sub-sections with a copy being sent to the relevant state secretaries.
- 1.9 Plebiscite.** Not applicable at Section level.
- 1.10 Winding Up.** See Constitution Article 1.10. and By-law 1.10.3
- 1.10.1 Winding Up a Sub Section**
- a. A Committee of any Sub Section of this Section considering winding up that Sub Section must first inform the Section Secretary.

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- b. A Section Council may initiate the dissolution of a sub-section if a it fails to elect a committee in the prescribed manner or to hold meetings as required by these rules. If this is the case, Section council must
 - (1) give the sub-section three months in which to comply with these rules and,
if at the end of that period there has not been full compliance by the sub-section,
 - (2) Section council must proceed to dissolve the sub-section in accordance with these rules provided that,
- c. if Section council fails or refuses to initiate such action, National Council may assume the powers of Section Council and Section Executive under rule 20.23 (b) and
 - (1) dissolve the sub-section and
 - (2) transfer any sub-section funds appropriated by National Council to the Section council.
- d. The Section council shall ascertain from each member (either financial or in arrears) of the dissolved sub-section which other sub-section the member wishes to belong and shall have the power to waive the requirements of any rule as may be necessary to expedite and effect the transfer or, if the members indicate no preference, to transfer the member to such sub-section as the Section council considers appropriate.

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SECTION 2 – MEMBERSHIP

2.1 Types of Membership

2.1.1 **Full Membership.** See By-law 2.1.1

2.1.2 **Restricted Membership.**

a. **Associate Member.** See By-law 2.1.2a

b. **Social Member.** See By-law 2.1.2b

c. **Club Member.** See By-law 2.1.2c. The following are eligible for Club Membership of the Section:

(1)

(2)

2.1.3 **Honorary Membership.** See By-law 2.1.3

2.2 General

2.2.1 No Regulation issued

2.2.2 No Regulation issued.

2.2.3 No Regulation issued.

2.2.4 No Regulation issued.

2.2.5 **Transfers Between Sub Sections.** See By-law 2.2.5.

2.3 Obligations of Members. See Constitution article 2.3

2.3.1 Except for special circumstances as defined by National Conference or National Council no member may communicate direct with a Section council or National Council but shall submit any personal communication through the sub-section to which the member belongs which shall submit the communication to the Section Council together with any comment or recommendation the sub-section may think fit.

2.4 **Awards and Honours.** See By-law 2.4

2.5 **Disciplining of Members.** See Constitution article 2.5.

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SECTION 3 – GOVERNANCE

3.1 National. Regulation not issued.

3.2 Section

3.2.1 Section Conference. See By-law 3.2.1. A Section Conference shall comprise:

- a. where the Section includes sub-sections:
 - (1) the Section president and Section Executive officers;
 - (2) not more than three Conference delegates representing each sub-section; and
 - (3) not more than three representatives from each Section affiliated association or body; or
- b. where the Section has no sub-sections;
 - (1) the Section president and Section executive officers;
 - (2) all other members of the section;
 - (3) such representation from section affiliated associations or bodies as determined by Section council.
- c. A Section conference must be held;
 - (1) either annually or biennially as determined by a Section conference
 - (2) a conference must be held within twelve months period preceding a National Conference,
 - (3) a special meeting of Section conference may be convened in exceptional circumstances subject to the concurrence of a majority of the sub-sections.
- d. the business of the Section Conference may be limited to the election of the Section President and other Executive officers and to such other business as may be considered by the Section Council to be necessary for the proper management of the Section.
- e. If a sub-section declines or is unable to elect one or more delegates from its own members it may elect one or more members of another sub-section, with the concurrence of the other sub-section, to act as its delegate or delegates.
- f. Sub-section delegates shall hold office until the minutes, of the Section Conference for which they were elected, are received and accepted by their sub-section.
- g. A Section Conference:
 - (1) shall direct the policy of the section, not being inconsistent with the policies adopted by National Conference or National Council, on all

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matters affecting the interests and welfare of the members of the section;

- (2) may make, vary or repeal any Guidelines, not being inconsistent with these rules or any By-laws made by National Conference, for the better management of the affairs of the Section;
- (3) shall elect the Section President and Section Executive officers to hold office until the rising of the following annual or biennial Conference as determined under Regulation 3.2.1;
- (4) shall, at the conference held immediately prior to a National Conference, elect National Conference delegates;
- (5) shall elect, in the case of a Section which is not an incorporated body or in the case of incorporation requiring such election, three general trustees;
- (6) shall appoint a qualified accountant as auditor provided that a Section Council which is incorporated shall comply with state law and that such auditor or auditors shall not be members of the Section executive;
- (7) may establish such trusts, boards or committees comprising members of the Section as the Conference deems necessary or desirable to manage such funds for such purposes, not inconsistent with these rules, and subject to such conditions as the Conference thinks fit;
- (8) shall determine any appeal, against the actions of a sub-section or the Section Council, as may be provided for in these rules;
- (9) may allow an item of an urgent nature, the subject of which arose subsequent to the closing date for the submission of items for the agenda, to be placed on a supplementary agenda if such action is approved by a majority vote of the Conference;
- (10) shall determine such other matters which these rules may provide to be the responsibility of a Section Conference or Section Council; and
- (11) shall determine the date and venue of the following Section Conference.

h. During business sessions of Section Conference;

- (1) each sub-section and the Section Executive shall be entitled to one vote on any question, an affiliated association shall be permitted one vote as defined in By-law 1.4.4 b;
- (2) any question may be subject to an amendment proposed by one sub-section or the Section Executive and seconded by another sub-section or the Section Executive; and
- (3) each question shall be determined by a simple majority except as otherwise provided in these rules:

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Where a Section has no sub-sections, all officers and members shall be entitled to vote.

- i. Sub-section delegates and Section Executive shall exercise their discretion when voting on any question before the conference.

3.2.2 **Section Council.** A Section Council must include:

- (a) the Section Executive comprising:
 - (1) the Section President,
 - (2) not more than three Section Vice Presidents which number shall be determined by Section Council, elected by Section Conference as hereinafter provided and, not more than two Section Regional Vice Presidents which number shall be determined by Section Council, elected by Section Conference as hereinafter provided
 - (3) the Immediate Past President when applicable;
 - (4) the Section Secretary,
 - (5) the Section Treasurer,
 - (6) the Section Assistant Secretary;
 - (7) two Section Councillors elected by each sub-section provided that:
 - (1) if a sub-section declines or is unable to elect one or both of the Section councillors from its members it may elect a member of another sub-section, with the concurrence of the other sub-section; and
 - (2) a sub-section may not elect as a Section councillor, a member of the Section executive or continue to be represented by a member elected to a casual vacancy on the Section executive; or
- c. **if the Section has no sub-sections**, the members of the committee elected in accordance with these rules; and all other members of the Section.
- d. In addition to the foregoing a Section Council:
 - (1) must include no more than two representatives of each Section affiliated association or body who shall be subject to By-law 1.4.4 b; and
 - (2) may include a Section Welfare Officer, a Section Publicity Liaison Officer, a Section Hospital Visitation Officer, a Section Membership Registrar or such other officer as the section considers necessary, any of which offices may be held conjunctly with a Section Executive office.
- d. Where two or more sub-sections are situated more than 400km from the Section council those sub-sections acting together in such manner as they may agree may nominate a member of the section, whether a member of one of those sub-sections or not to be regional vice-president provided that when

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such a nomination is made it shall be submitted to the Section secretary prior to the calling for nominations for Section executive offices for subsequent endorsement by Section conference.

- e. Each sub-section may appoint up to two deputy Section councillors each of whom may act as a Section councillor in the absence of an elected Section councillor provided that an officer of the Section executive may not be elected or continue to act as a deputy Section councillor.
- f. If a member of Section council is absent from three consecutive meetings of the council and the explanation for such absence is not accepted by the Section council or if no explanation is tendered, the Section council shall forthwith declare the office of that member vacant and that member shall not be eligible for election to that vacancy or to any other Section council office until the next Section conference.
- g. If the Section president or other Section executive officer resigns, dies or has his or her office declared vacant under rule 19.05 nominations shall be called for at the meeting at which the vacancy is declared to close no later than 2030 at the following meeting at which a ballot, if required, shall be conducted on the nominations received which are subject to the same criteria as for nominations to be considered by Section conference.
- h. **A Section Council:**
 - (1) shall administer and manage the day to day affairs of the Section of the Association;
 - (2) shall complete such business not completed by Section Conference as council is empowered by these rules to undertake;
 - (3) shall implement, execute and carry out the decisions of Conference;
 - (4) may exercise such powers of the Section Conference as may be necessary or desirable except the powers set out in Regulation 3.2.1 g, (2), (3),(5), (6), (7), (8) and (10);
 - (5) may seek incorporation under the relevant act of parliament of the Sections or territory in which the Section Council is situated;
 - (6) may appoint or authorise the Section executive to appoint any person to undertake such services as may be deemed necessary or desirable, to suspend or discharge such person and to fix the remuneration, if any, to be paid to such person;
 - (7) shall undertake such other matters which these rules may provide to be the responsibility of council;
 - (8) may delegate such of its powers and functions to the Section executive and to rescind such delegation as council may determine from time to time; and
 - (9) may award any certificate in accordance with Section section by-laws.

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- i. Section Councillors of any sub-section which is unfinancial by reason of its failure to submit a financial return detailing its financial membership or to pay all such monies payable to Section council by the due date, do not have voice or vote on any questions at Section council meetings until such time as the sub-section fully complies with its obligations and is again financial or such earlier date as council may determine
- j. If all the sub-sections of a section shall have been wound up in accordance with these rules the whole of the funds and property vested in the Section council after payment of all debts shall be immediately vested in National Council to be held in trust for the re-establishment of the Association in the Section or territory which formed the section.
- k. The section auditor or auditors shall conduct an audit of the accounts and financial records of the Section council as soon as practicable after the close of the Section council year and such other audits as may be requested by the Section president or the Section council and copies of the annual balance sheet, statements of receipts and expenditure and auditors report shall be submitted to Section conference.
- l. When a Section elects general trustees under Regulation 3.2.1 g (5), the responsibility for the whole of the property and funds of the Section council shall be vested in those general trustees and administered by the Section council in accordance with these rules provided that:
 - (1) until such time as the Section body incorporates, the Section council shall invest monies only as authorised by Section conference and in such manner as may be approved by the general trustees; and
 - (2) the general trustees shall submit a report to Section conference and quarterly to Section council and shall, upon incorporation of the Section body, effect the transfer of such property and funds invested into the name of the incorporated body.
- m. **State Council meetings Quorum** See Constitution 3.2.3 c.
- n. **Frequency of meetings.** See Constitution 3.2.3 d.

3.2.3 Section Executive.:

- a. **Responsibilities of Section Office Bearers:**
 - (1) The **Section President** shall
 - (a) preside at all meetings of the Section Conference, the Section council and the Section executive at which he or she is present;
 - (b) convene meetings of Section Conference in accordance with these rules;
 - (c) convene meetings of the Section Council and the Section Executive and of any sub-committee of the Section Council or Section Executive if such action in respect of a sub-committee is considered necessary or desirable;

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- (d) ensure that the decisions of National Conference, National Council, Section conference and Section council are implemented in accordance with these rules; and
 - (e) if required be a member of any sub-committee of the Section Council and the Section Executive while not presiding at meetings thereof unless the appointing body so determines.
- (2) A **Section Vice-President** shall undertake all the duties and responsibilities of the Section President in the absence or incapacity of the Section President or at his or her request provided that, where there are two or more Section Vice-Presidents available and willing to act and the Section President has made no designation and neither the Section council nor the Section Executive has made prior arrangements, the Section Vice-President to so act shall be determined between the available and willing Section Vice-presidents by lot. The duties of the Section Regional Vice President are as for the Section Vice President and portfolio duties of all Vice Presidents will be determined by Section Council.
- (3) The **Section Secretary** shall:
- (a) receive, dispatch and subject to By-law 1.8.2, sign all official correspondence;
 - (b) maintain records of correspondence, petty cash and postage;
 - (c) ensure the proper storage of National Conference, Section conference and Section council minute books, registers of awards and the names and addresses of section members and copies of these rules and amendments thereto;
 - (d) transmit to National Council a copy of the agenda for a Section conference at the same time as copies of the agenda are transmitted to sub-sections and a copy of the minutes of a Section conference within two months of the rising of the conference;
 - (e) transmit within twenty-one days of Section council meetings a copy of the minutes signed by the Section secretary to each sub-section, each Section councillor, the National Secretary and all Section secretaries; and
 - (f) undertake such other duties as may be provided for by these rules and as directed by Section council.
- (4) The **Section Treasurer** shall:
- (a) receive and have responsibility for all monies paid to Section council and within seven days of receipt thereof deposit any such monies in excess of \$50 to the credit of council in an account or accounts with the Commonwealth Savings Bank of Australia or such other bank as may be approved by council;

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- (b) keep a correct account of all monies received and expended from day to day such that up to date books of account may be laid before or handed to the Section conference or Section council on demand;
 - (c) supply information required by the auditors; and
 - (d) submit progress statements of receipts and expenditure to Section council meetings and to submit to Section conference copies of an audited balance sheet and statements of receipts and expenditure for the year.
 - (e) The Section treasurer shall not under any circumstances pay, lend or otherwise appropriate any funds of the Association to or on behalf of any member, office, cause or purpose unless authorised by the Section conference or Section council.
- (5) The **Section Assistant Secretary** shall provide such assistance to the Section secretary as the Section executive shall determine from time to time.
- b. **Frequency of Meetings.** The Section Executive will meet as determined by the Section Executive
 - d. **Quorum.** A quorum for Executive meetings is the Section President or a Section Vice President, as chair, plus three Executive Office bearers

Filling Casual Vacancies See Article 3.2.3 1.

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SECTION 4 – ADMINISTRATION

4.1 Finances

4.1.1 Responsibilities.

- a. **Section.** The Section Executive is responsible for the day to day management of the Section's funds. The Section Treasurer is responsible for administering those funds in accordance with Regulation 3.2 a (4) and ensuring that a copy of the section's audited financial statements are forwarded to the National Secretary by 31 March each year.
- b. **Sub Section.** A sub-section general meeting may impose a levy to be paid by each of its members and, if so determined, by each of its associate and club members provided that:
 - (1) the purpose of the levy relates to the special unusual circumstances of the sub-section;
 - (2) the amount of the levy shall not exceed the amount of the annual subscription of the member or class of restricted member;
 - (3) the levy shall apply to one membership year; and
 - (4) the general meeting shall not determine the imposition unless notice of motion has been given at the previous meeting

4.1.2 Management of Funds.

a. **Bank Accounts.**

b. **Books of Account.**

c. **Section Budget.**

d. **Reports.**

- a. A sub-section shall submit to the National Secretary and to the state secretary at the end of each month, or when local circumstances demand, within seven days of the end of each quarter at the direction of Section council after discussions with National Treasurer:
 - (1) the financial returns as defined by National Council together with the respective amounts due; and
 - (2) the membership application forms referred to in rule 08.03.
- b. The sub-section auditor or auditors shall conduct an audit of the accounts and financial records of the sub-section as soon as practicable after the close of the sub-section year and such other audits as may be requested by the sub-section president or a general meeting and copies of the annual balance sheet, statements of receipts and expenditure and auditors report shall be submitted to the sub-section annual general meeting

4.1.3 Availability of Accounts.

Each member of the Section Council must have access to the Section's accounts when desired.

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- 4.2 Assets.** See By-law 4.2.
- 4.3 Records.** The Section Secretary is responsible for maintaining sufficient records of the Section's activities in order that decisions can be traced and verified.
- 4.4 Common Seal.** No Regulation issued.
- 4.5 Indemnity.** See the Constitution article 4.5. The Section Council may decidd to take out indemnity insurance for its office bearers.