

GRIFFITH UNIVERSITY
MEDICINE SOCIETY



Rules of the Griffith University Medicine Society Incorporated

(IA number 33837)

Adopted by the Association 22 September 2010
Updated 6 May 2020

Rules of the Griffith University Medicine Society Incorporated

1. Interpretation

- (a) In these rules—
- (b) *Act* means the *Associations Incorporation Act 1981* (Qld).
present means:
 - (i) At an Executive Committee meeting (including via technology); or
 - (ii) At a general meeting (including via technology).

MD Student means a student enrolled in the Doctor of Medicine at Griffith University.

Special resolution means a resolution passed at a general meeting of the Association by the votes of 75% of the members who are taken to be present and entitled to vote on the resolution. Written notice of a proposed special resolution, and of the time and place of the general meeting at which it is proposed to move the resolution, must be given, as required under the Association's rules, before the general meeting to each member of the Association who has a right to vote on the resolution.

- (c) A word or expression that is not defined in these rules, but is defined in the Act has, if the context permits, the meaning given by the Act.
- (d) The term “include” is construed as a term without limitation.

2. Name

The name of the incorporated association shall be the Griffith University Medicine Society Inc. (in these rules referred to as the Association).

3. Objects

- (a) The objects of the Association are:
 - (i) to advocate for the rights and welfare of all MD Students, including but not limited to advocating for access to educational resources, academic and curriculum support, and appropriate teaching;
 - (ii) to provide representation for MD Students on all appropriate Griffith University committees, including but not limited to the year 1/2 committee, the year 3/4 committee, the Medical Programme Committee and the School of Medicine Committee;
 - (iii) to support the educational needs of, and enrich the education environment for MD Students as relevant to their MD program;
 - (iv) to support the physical, mental and emotional wellbeing of MD Students;
 - (v) to broaden the community presence of the Association through participation in community and charity initiatives on local and national scales;

- (vi) to promote the presence of the Association within medical student society networks, including the Australian Medical Students' Association and the Queensland Medical Students' Council; and
- (vii) to broaden the interests of, and opportunities for, MD Students in medical, academic, community and social contexts.

4. Powers

- (a) The Association has the powers of an individual.
- (b) The Association may, for example –
 - (i) enter into contracts; and
 - (ii) acquire, hold, deal with and dispose of property; and
 - (iii) make charges for services and facilities it supplies; and
 - (iv) do other things necessary or convenient to be done in carrying out its affairs
 - (v) The Association may also issue secured and unsecured notes, debentures, and debenture stock for the Association.

5. Membership

5.1 Classes of membership and voting rights

- (a) The membership of the Association consists of ordinary members.
- (b) Only MD Students are eligible to apply for membership of the Association.
- (c) Sub-clause (b) does not apply to the Immediate Past President of the Association, only if they were a final year MD Student at the time of holding office as President of the Association. This will permit them to fulfil the role of Immediate Past President of the Association in the calendar year following holding office as President of the Association.
- (d) Applications for membership must be in writing in the form decided by the Executive Committee.
- (e) The number of ordinary members is unlimited.
- (f) Ordinary members shall have voting rights at general meetings.
- (g) Sub-clause (f) does not apply to the Immediate Past President of the Association if they fulfil this role while they are no longer an MD Student. In these circumstances, the Immediate Past President acts in an advisory capacity only.

5.2 Membership Fees

- (a) The membership fee for membership shall be determined at any general meeting of the Association or by the Executive Committee at any time. A minimum fee of \$1 or more must be charged.

- (b) The membership fee for membership shall be payable at such time and in such manner as the Executive Committee shall from time to time determine.
- (c) Any member who has paid their membership fees before a general meeting at which the membership fees are changed, shall be subject to the fees in place at the time they paid, and will not be liable for extra costs nor be eligible for a refund.

5.3 Admission of members

- (a) In order to be considered for ordinary membership, the applicant must be an MD Student.
- (b) Upon receiving an application for membership to the Association, the Executive Committee will consider the application at its next meeting and decide whether to accept or reject it.
- (c) Upon paying the prescribed membership fee, the applicant shall be accepted as an ordinary member of the Association for:
 - (i) the remainder of the calendar year; or
 - (ii) the duration of the applicant's enrolment. Duration of membership is dependent upon the appropriate membership fee paid.
- (d) Once payment has been received, the applicant will receive proof of membership in a form deemed appropriate by the Executive Committee.

5.4 Termination of membership

- (a) A member may resign from the Association at any time by giving written notice to the Secretary.
- (b) The resignation takes effect at the time at which the notice is received by the Secretary; or
 - (i) if a later time is stated in the notice, the resignation shall take effect at that later time.
- (c) A member who resigns from the Association will forfeit any membership fees paid to the Association.
- (d) The Executive Committee may terminate a member's membership if the member:
 - (i) is no longer an MD Student;
 - (ii) is convicted of an indictable offence;
 - (iii) does not comply with any of the provisions of these rules;
 - (iv) has membership fees in arrears for at least 2 months; or
 - (v) conducts themselves in such a way to be considered injurious or prejudicial to the character or interests of the Association.
- (e) Before the Executive Committee may terminate a member's membership, the Committee must allow the member a full and fair opportunity to show why their membership should not be terminated.

- (f) Without limiting anything in sub-clause (e), a member is given a full and fair opportunity under sub-clause (e) if the member has been given the opportunity to make a written or oral submission to the Executive Committee.
- (g) If, after considering all representations made by the member, the Executive Committee decides to terminate the membership, the Secretary must give the member a written notice of the decision within fourteen (14) days of the decision.

5.5 Appeal against rejection or termination of membership

- (a) A person whose application for membership to the Association has been rejected, or whose membership has been terminated, may give the Secretary written notice of their intention to appeal the decision.
- (b) The notice of intention to appeal must be received by the Secretary within one (1) month after the member receives written notice of their rejection of application or termination of membership.
- (c) If the Secretary receives a notice of intention to appeal, the Secretary must call a General Meeting to decide the appeal within one (1) month after receiving the notice.

5.6 General meeting to decide appeal

- (a) The general meeting to decide an appeal must be held within three (3) months after the Secretary receives the notice of intention to appeal.
 - (i) At the general meeting, the appellant must be given a full and fair opportunity to show why the application should not be rejected, or the membership should not be terminated.
 - (ii) The Executive Committee must be given a full and fair opportunity to show why the application should be rejected or the membership should be terminated.
 - (iii) An appeal must be decided by a majority vote of the members present and eligible to vote at the meeting
 - (iv) If a person whose application for membership has been rejected does not appeal the decision within one (1) month after receiving written notice of the decision, or the appeal is unsuccessful, the Secretary must, as soon as practicable, refund the membership fee paid by that person.

6. Register of members

6.1 Register of members

- (a) The Executive Committee must keep a register of members of the Association.
- (b) The register must include the following particular for each member:
 - (i) the full name;
 - (ii) the email address;
 - (iii) the date of admission as a member;
 - (iv) the date of membership expiry; and
 - (v) any other particulars the Executive Committee or the members at a general meeting decide.
- (c) If the register is incomplete, the Executive Committee should allow MD Students to apply, or reapply, for membership of the Association, subject to the conditions of these rules.
- (d) A modified version of the register shall be open for inspection by members of the Association at all reasonable times. A modified version should include the details specified by sub-clause (b)(i) and (iv). A reasonable time includes office hours during an academic week of the Griffith University academic calendar.
- (e) A member is to contact the Secretary to arrange an inspection of the register.
- (f) The Executive Committee must, on application of a member of the Association, on the grounds contained in s 18(3) of the *Act*, withhold information about that member (other than the member's full name) from the register available for inspection if so requested by that member.
- (g) the Executive Committee may, on application of a member of the Association, withhold information about members (other than members' full names) from the register available for inspection if the Executive Committee has reasonable grounds to believe it to be harmful to the Association.

6.2 Prohibition on use of information on register of members

- (a) A member of the Association must not:
 - (i) use information obtained from the register of members of the Association to contact, or send material to another member of the Association for the purpose of advertising for political, religious, charitable or commercial purposes; or
 - (ii) disclose information obtained from the register to someone else, knowing that the information is likely to be used to contact, or send material to another member of the Association for the purpose of advertising for political, religious, charitable or commercial purposes

- (b) Sub-rule (a) does not apply if the use or disclosure of the information is approved by the Association.

7. Executive Committee

7.1 Executive Committee membership

- (a) The Executive Committee of the Association shall consist of the:
 - (i) President;
 - (ii) Secretary;
 - (iii) Treasurer;
 - (iv) Immediate Past President; and
 - (v) any other positions as outlined in the by-laws of the Association.
- (b) The positions referred to in sub-rule 7.1(a)(v) are to be elected or appointed by the members of the Association at any general meeting.
- (c) All members elected or appointed to the Executive Committee are full voting members of the Executive Committee.
- (d) Sub-clause (c) does not apply to the Immediate Past President of the Association if they fulfil this role while they are no longer an MD Student. In these circumstances, the Immediate Past President acts in an advisory capacity only.
- (e) To be elected as President of the Association, the member must have previously held a position on the Executive or Management Committee of the Association.
- (f) Sub-clause (e) does not apply if there are no applications for the role of President of the Association.
- (g) The functions of each member of the Executive Committee are outlined in the by-laws of the Association.

7.2 Election of the Executive Committee

- (a) The election of the members of the Executive Committee occurs annually and shall take place during the months of September or October in the year prior to the commencement of that Executive Committee's term.
- (b) The election of the Executive Committee members shall take place in the following manner:
 - (i) An Electoral Officer (not being a member of the Executive Committee) will be appointed by the Executive Committee at least five (5) working days prior to the opening of elections, who shall supervise the conduct of any election.
 - (ii) Any member of the Association may nominate themselves in writing (in a form approved by the Executive Committee) for one or more available positions on the Executive Committee. The nomination must be lodged with the Secretary in a

method deemed appropriate by the Executive Committee, at least one (1) full working day before the opening of elections.

- (iii) A list of the nominees shall be made available to the members of the Association at least five (5) working days before the close of elections.
 - (iv) Balloting forms shall be prepared (if necessary) containing the names of the candidates, and voting shall take place in a manner deemed appropriate by the Executive Committee. Voting may be administered on paper or by technology deemed appropriate by the Executive Committee.
 - (v) Each member of the Association is entitled to preference nominees in order for each position to be elected.
 - (vi) The election of each member of the Executive Committee shall be by a majority of votes cast, using the instant runoff method.
- (c) The results of the election of the Executive Committee must be ratified at the following general meeting.
 - (d) The members of the Executive Committee shall retire from their current office on the last day of the calendar year. The members elected or appointed to the Executive Committee shall become members of the Executive Committee of the first day of the calendar year following their election.

7.3 Functions of the Executive Committee

- (a) Except as otherwise provided by these rules, and subject to resolutions of the members of the Association carried at any general meeting, the Executive Committee:
 - (i) shall have the general control and management of the administration of the affairs, property and funds of the Association; and
 - (ii) shall have authority to interpret the meaning of these rules and any, matter relating to the Association on which these rules are silent.
- (b) The Executive Committee may exercise all the powers of the Association specified in rule 4.

7.4 Resignation or removal from the Executive Committee

- (a) Any member of the Executive Committee may resign from membership of the Executive Committee at any time by giving notice in writing to the Secretary.
- (b) Any member of the Executive Committee may be removed from office at a general meeting of the Association where that member wishes to be given, and is given, the opportunity to present their case as to why they should not be removed from office. The question of removal shall then be determined by a simple majority vote of the members present at such general meeting. At least one weeks' notice is required if there is an intention to remove Executive Committee members from their roles.
- (c) A member has no right of appeal against the member's removal from office under this rule.

- (d) A member immediately vacates the office of Executive Committee member in the circumstances mentioned in section 64(2) of the *Act*.

7.5 Vacancies on Executive Committee

- (a) If a casual vacancy arises on the Executive Committee, the continuing members of the Executive Committee may appoint another member of the Association to fill the vacancy until the next general meeting.
- (b) Any member appointed to the Executive Committee to fill a vacancy under sub-rule (a) is deemed to be part of the Executive Committee for all purposes.
- (c) The continuing members of the Executive Committee may act despite one or more casual vacancies on the Executive Committee.
- (d) However, if the number of Executive Committee members is less than the number required for a quorum of the Executive Committee, the continuing members may act only to:
 - (i) increase the number of Executive Committee members to the number required for a quorum; or
 - (ii) call a general meeting of the Association.

8. Meetings of the Executive Committee

8.1 Executive Committee meetings

- (a) The Executive Committee shall meet at least once every three calendar months to exercise its functions.
- (b) The President will act as Chairperson at every Executive Committee meeting, or if at any meeting the President is unable to act as Chairperson, the Executive Committee shall choose another member of the Executive Committee to chair the meeting.
- (c) The Executive Committee may meet and conduct its proceedings at any place and as it considers appropriate.
- (d) Subject to sub-rule (a), the Executive Committee may call its meetings as it considers appropriate.
- (e) If the Secretary receives a written request to call an Executive Committee meeting signed by at least one third of the members of the Executive Committee, the Secretary must call a meeting of the Executive Committee within fourteen (14) days. The request must state why the meeting is being called, and the business to be conducted at the meeting. If the Secretary is unable to call the meeting, the President must call the meeting.

8.2 Quorum for Executive Committee meetings

- (a) At every Executive Committee meeting, a quorum is constituted by having at least half the number (rounded up) of the members of the Executive Committee present.
- (b) If a quorum is not present within thirty (30) minutes of the scheduled start time for the Executive Committee meeting, the meeting shall lapse.

8.3 Voting at Executive Committee meetings

- (a) Questions arising at any meeting of the Executive Committee are decided affirmatively by a majority of votes and, where there is no majority of votes, the question is deemed to be decided in the negative.
- (b) Nothing in these rules prohibits questions that are decided in the negative from being put to the Executive Committee at subsequent Executive Committee meetings.
- (c) Members of the Executive Committee may take part in a meeting by using any technology that reasonably allows the member to hear and take part in discussions as they happen. Members who take part in a meeting by using a technology are taken to be present at the meeting, and may vote via this technology.
- (d) Members of the Executive Committee must declare any conflicts of interest in any matters arising at meetings, and must not vote on these matters.
- (e) Voting on questions arising at any meeting of the Executive Committee may be conducted by way of a secret ballot if so moved and agreed to by a majority of the Executive Committee.

8.4 Minutes of Executive Committee meetings

- (a) The Secretary must ensure full and accurate minutes of all questions, matters, resolutions and other proceedings of each Executive Committee meeting are entered into a minutes record.
- (b) To ensure the accuracy of the minutes, the minutes of each Executive Committee meeting must be approved as accurate by a vote in the following Executive Committee meeting.

8.5 Appointment of sub-committees

- (a) The Executive Committee may appoint sub-committees from time to time and may delegate any of its powers to one or more sub-committees consisting of such members of the Association as the Executive Committee deems appropriate.
- (b) All sub-committees formed under sub-rule 8.5(a) must conform to the Association's rules, and any regulations that may be imposed on them by the Executive Committee.
- (c) A member of a sub-committee who is not a member of the Executive Committee is not entitled to vote at an Executive Committee meeting.
- (d) A sub-committee may meet from time to time as it considers appropriate.
- (e) Questions arising at any meeting of a sub-committee shall be determined by a majority of votes of the members present and, where there is no majority of votes, the question shall be deemed to be decided in the negative.

8.6 Resolutions of the Executive Committee without meeting

- (a) A resolution approved by more than half the Executive Committee, either in person or by email or phone, shall be valid and effectual as if it had been passed at a meeting of the Executive Committee.
- (b) Such resolutions under sub-rule 8.6(a) must be minuted at the following Executive Committee meeting.

9. Annual General or General Meetings

9.1 Annual general meetings

- (a) The annual general meeting of the Association shall be held within six months of the end of the incorporated Association's financial year.
- (b) The following business must be conducted at each annual general meeting:
 - (i) reporting of the Executive Committee's report;
 - (ii) reporting of the Association's financial statement and audit report for the last reportable financial year;
 - (iii) presentation of the financial statement and audit report to the meeting for adoption;
 - (iv) reporting and ratification of the results of the Association's elections; and
 - (v) presentation of the results of Association's elections to the meeting for adoption of the new Executive Committee members.

9.2 Notice of a general meeting

- (a) The Secretary or the President must call a general meeting of the Association after:
 - (i) being directed to call the meeting by the Executive Committee;
 - (ii) being given a written request signed by at least the number of ordinary members of the Association equal to double the number of members of the Executive Committee (excluding any vacancies) plus one (1). Such requests must clearly state why the general meeting is being called, and the business to be conducted at the meeting; or
 - (iii) being given a written notice of an intention to appeal against a decision of the Executive Committee to reject an application for membership, or to terminate a person's membership.
- (b) The Secretary must give at least five (5) business days' notice of the general meeting to each member of the Association. A notice of a general meeting must be given in writing. A notice of a general meeting must state the business to be conducted at the meeting. Sufficient notice of a general meeting is given if sent by email or other technology approved by the Executive Committee, within five (5) business days of the meeting.

9.3 Quorum for a general meeting

- (a) At any general meeting the number of members required to constitute a quorum shall be double the number of Executive Committee members present at the meeting plus one.
- (b) No business may be conducted at a general meeting unless there is a quorum of members present within thirty (30) minutes after the scheduled start time. For the purposes of this rule "member" includes a person attending as a proxy.

- (c) If there is no quorum within thirty (30) minutes after the scheduled start time of the general meeting, the meeting lapses.
- (d) The chairperson may, with the consent of any meeting at which there is a quorum, and must if directed by the meeting, adjourn the meeting. If a meeting is adjourned, only the business left unfinished at the meeting from which the adjournment took place may be conducted at the adjourned meeting. The Secretary is not required to give the members notice of an adjournment or of the business to be conducted at an adjourned meeting.

9.4 Procedure at a general meeting

- (a) Each member of the Association may take part and vote in a general meeting in person, by proxy, or by using any technology that reasonably allows the member to hear and take part in discussions as they happen.
- (b) A member who participates in a meeting as mentioned in sub-rule 9.4(a) is taken to be present at the meeting.
- (c) At each general meeting:
 - (i) the President is to act as chairperson; and
 - (ii) if the President is not present within fifteen (15) minutes after the scheduled start time for a general meeting, or if the President is unwilling to act, another member of the Executive Committee, chosen by a majority of the Executive Committee present, shall be the Chairperson. If no members of the Executive Committee are present and willing to act, then the members present must elect one (1) of their number to be the chairperson of the meeting; and
 - (iii) the chairperson must conduct the meeting in a proper and orderly way.

9.5 Voting at a general meeting

- (a) At a general meeting, each question, matter or resolution must be decided by a majority of votes of the members present.
- (b) Each member present and eligible to vote is entitled to one (1) vote only and, if the votes are equal, the chairperson has a second and casting vote.
- (c) A member is not entitled to vote at a general meeting if the member's membership fees are in arrears at the date of the meeting.
- (d) The method of voting is to be decided by the Executive Committee, unless at least 20% of the members present at the meeting demand a secret ballot, in which case voting must be held by secret ballot.
- (e) If a secret ballot is held, the chairperson must appoint two (2) members to conduct the secret ballot in the way the chairperson decides.
- (f) The result of a secret ballot shall be declared by the chairperson, and this result is taken to be a resolution of the meeting.

9.6 Proxies

- (a) If a member of the Association is unable to attend a general meeting, they may send a proxy.
- (b) A proxy may be a member of the Association or another adult person representing the member's interests.
- (c) Appointing of a proxy must be in writing and be in the following or similar form:

Griffith University Medicine Society Inc. (the Association):

I, _____(name of member)_____ being a member of the Association, appoint _____(name of proxy)_____ as my proxy to vote for me on my behalf at the (annual) general meeting of the Association, to be held on the ___ day of the _____, 20____ and at any adjournment of the meeting.

Signed this ___ day of _____, 20_____.

Signature _____

This form is to be used *in favour of/*against [*Strike out whichever is not wanted. Unless otherwise instructed, the proxy may vote as he or she thinks fit.*] the following resolutions:
[List relevant resolutions]

- (d) The form mentioned under sub-rule 9.6(c) must be:
 - (i) signed by the appointor; and
 - (ii) Given to the Secretary before the start of the meeting at which the person named proposes to vote.
- (c) A member of the association can only hold a maximum of 10 proxy votes in addition to their individual vote.
- (d) Unless otherwise instructed by the appointor on the form mentioned under sub-rule 9.6(c), the proxy may vote as the proxy considers appropriate.

9.7 Minutes of a general meeting

- (a) The Secretary must ensure full and accurate records of all questions, matters, resolutions and other proceedings of each general meeting are entered into the minutes of the meeting.
- (b) The minutes of a general meeting must be signed by the chairperson of the meeting, or the chairperson of the next general meeting, verifying their accuracy.
- (c) If requested by a member of the Association, the Secretary must make a copy of the minutes of the meeting available to the member.

10. By-laws

(a) The Executive Committee may make, amend or repeal by-laws, not inconsistent with these rules, for the internal management of the Association.

(b) A by-law may be set aside by a vote of members at a general meeting of the Association.

11. Funds and accounts

11.1 Non-profit status

The assets and income of the Association shall be applied solely in furtherance of the objects specified in rule 3 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.

11.2 Funds and accounts

(a) The funds of the Association must be kept in an account in the name of the Association in a financial institution decided by the Executive Committee.

(b) Proper books and accounts shall be kept and maintained in the English language showing full and accurate particulars of the financial affairs of the Association.

(c) All moneys shall be deposited in the financial institution as soon as practicable after receipt.

(d) The President and Treasurer are to determine the amount of petty cash which may be kept.

(e) All expenditure shall be approved or ratified by one authorised signatory in a method approved by the Executive Committee or the Executive Committee.

(f) The members of the management committee of the incorporated association must ensure the association, within 6 months after the end date of each financial year –

(g) The Treasurer of the incorporated Association must ensure the Association, within six months after the end date of each financial year –

(i) prepares a financial statement for its last reportable financial year; and

(ii) has the financial statement audited by –

1. for a level 1 incorporated association – an auditor or an accountant; or

2. for a level 2 or level 3 incorporates association – an auditor, an accountant, or an approved person; and

(iii) presents the financial statement and the signed report on the audit (audit report) to the Associations annual general meeting for adoption.

(h) Required documentation for each financial year includes, but is not limited to, record of revenue and expenditure, cash receipts, receipt books, cheque butts, bank statements and any other documentation that is reasonably required.

(i) Such statements shall be examined by a certified accountant or auditor or a person approved by the Commissioner for Fair Trading who shall present his or her report of the audit or provide a verification statement to the Executive Committee prior to the holding

of the annual general meeting next following the financial year in respect of which such audit or statement of verification was made.

11.3 Dissolution and distribution of surplus assets

In the event of the Association being dissolved, the amount that remains after such dissolution and the satisfaction of all debts and liabilities shall not be paid to or distributed among the members of the Association, but be transferred to another entity with similar purposes which is not carried on for the profit or gain of its individual members, and which the rules of which prohibit the distribution of the entity's income and assets to its members.

12. General

12.1 Subsection 47(1) of the Act excluded

If a matter is not provided for under the rules of the Association but the matter is provided for under a provision of the model rules (the additional provision), the Association's own rules are not taken to include the additional provision. Subsection 47(1) of *the Associations Incorporation Act 1981* does not apply to the rules of the Association.

12.2 Alteration of rules

- (a) These rules may be amended, repealed or added to by a special resolution carried at a general meeting.
- (b) However, an amendment, repeal or addition is valid only if it is registered with the Office of Fair Trading after the general meeting

12.3 Common seal

- (a) The Executive Committee must ensure the Association has a common seal.
- (b) The common seal must be:
 - (i) kept securely by the Executive Committee; and
 - (ii) used only under the authority of the Executive Committee.
- (c) Each instrument to which the seal is attached must be signed by a member of the Executive Committee and countersigned by:
 - (i) another member of the Executive Committee; or
 - (ii) someone authorised by the Executive Committee.

12.4 Documents

The Executive Committee must ensure the safe custody of relevant documentation of the Association.

12.5 Financial year

The end date of the Association's financial year is the 30th day of June in each year.

Final Statement

I, Nicole Chen, Secretary, hereby certify that this is a true and correct copy of the rules adopted by the members of the association.



Nicole Chen
Secretary
6 May 2020