



BY-LAWS OF
QUEENSLAND JUSTICES ASSOCIATION

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1 – BRANCH MODEL RULES

- a) Ratified by Board: 26/09/2016

1. Definitions

- a) “Financial Institution” means the financial institution in which the Branch determines to deposit the Branch Fund.
- b) “Rules” means the rules contained in these By-Laws.
- c) “Branch Member” has the meaning in accordance with Rule 3(vii) of the QJA Constitution.

2. Interpretation

- a) Words and phrases in these model rules will have the same meaning as are given to these words and phrases by the Constitution.
- b) These model rules are to be interpreted in the same way as the Constitution.

3. Branch Executive

- a) Each Branch must have a Branch Executive.
- b) Membership of each Branch Executive will consist of:
- (i) a Branch Chairman;
 - (ii) a Branch Secretary;
 - (iii) a Branch Treasurer;

4. Branch Committee

- a) The Branch Committee is defined as:
- (i) Branch Executive members, plus
 - (ii) Branch Members as elected by the Branch Membership for a particular function, or
 - (iii) Branch Members co-opted by the Branch Executive as and when required.
- b) Elections for the Branch Committee must occur each 2 years, provided that a Branch may with the consent of the Board, hold annual elections.
- c) The Branch Committee will, at its meeting held immediately prior to nominations being called for the election of members to the Branch Committee, determine the number of Branch Committee Members to be elected or co-opted.

- d) Members of the Branch Committee will be elected in accordance with the Branch Election By-Law.
- e) The Members of the Branch in attendance at the annual general meeting may nominate either:
 - (i) a Member of the QJA, not a Member of the Branch and who is in attendance with the consent of the meeting; or
 - (ii) a Member of the Branch who has declared an intention of not nominating for election to the Branch Committee,
 as the returning officer to conduct the election.
- f) A Member of the Branch Committee who is no longer a Member of the Branch ceases to be a member of the Branch Committee.

5. Powers And Duties

- a) The Branch Committee will, subject to: the Constitution, these Model Rules By-Laws, and all policies of the QJA as determined by the Board, do all such things as are necessary to control and manage the affairs of the Branch, and provide for its good government.
- b) Without limiting part (i) the Branch Committee has autonomy with respect to the conduct of the Branch in so far as its decisions will not affect the Members of the QJA who are not attached to the Branch.
- c) The Branch Committee will, through its chair, or as requested by the Board, submit to the Board a report of the business of the Branch and/or such other matters as the Board may require. The minimum requirement will be a copy of the AGM Minutes and the annual Financial Report.

6. Branch Committee Meetings

- a) The Branch Committee will meet at least 4 times per year and on such other occasions as its members may determine.
- b) The Branch Secretary will upon the request of the Branch Chairman, or any 3 members of the Branch Committee summon a meeting of the Branch Committee.
- c) The Branch Secretary, when summoning members to meetings of the Branch Committee, will give at least 5 days notice by such means as are practicable in the circumstances, including by post, facsimile, text messaging, email, phone or in person.
- d) Where the Branch Chairman or the Branch Secretary consider that a matter requires urgent attention, a meeting of the Branch Committee will be called by the Branch Secretary who will give such notice of the meeting, and by such means, as is practicable in the circumstances.
- e) Branch Committee meetings may be conducted by telephone, video conferencing, internet conferencing, radio or any other method by which

members of the Branch Committee are able to communicate with each other without being physically present.

- f) At any meeting of the Branch Committee a majority of the total membership of the Branch Committee will constitute a quorum.
- g) If at any meeting of the Branch Committee no quorum is present 30 minutes after the time fixed for the commencement of the meeting:
 - (i) such meeting will be adjourned for not less than 3 days nor more than 10 days;
 - (ii) Members of the Branch Committee will be given 2 days notice of the date, time and place to which the meeting has been adjourned by such means as is practicable in the circumstances, including by post, facsimile, text messaging, email, phone or in person.
- h) If no quorum is present at an adjourned meeting then those members of the Branch Committee present in accordance with part (v) are quorum for the purpose of the business to be determined.
- i) At meetings of the Branch Committee each member of the Branch Committee has 1 vote and so there can be no doubt the Chair has a deliberative vote only.
- j) Voting will be by show of hands, except if the Branch Committee determines otherwise.
- k) Decisions will be by simple majority of the votes cast by those present and privileged in accordance with this Constitution.
- l) A member of the Branch Committee absent from 3 consecutive meetings of the Branch Committee without having sought a leave of absence, and/or having a satisfactory explanation, may be removed by resolution of the Branch Committee without notice to the member concerned.
- m) The minutes of each Branch Committee meeting will be prepared by the Branch Secretary who will:
 - (i) promptly cause a copy of the minutes to be forwarded to each member of the Branch Committee;
 - (ii) retain a copy for the Branch's records; and
 - (iii) forward a copy to the Registrar to be made available, if required, for distribution to the Board.
- n) A copy of the minutes of each Branch Committee meeting will be made available for inspection for Branch Members of that Branch upon a Branch Member of that Branch making written request to the Branch Secretary for that inspection.

7. Branch General Meetings

- a) A Branch Committee will hold at least five general meetings of the Branch Members each year of which one must be an annual general meeting and such other general meetings as they consider necessary and appropriate.
- b) A Branch annual general meeting must be held no later than 30th September of each year.
- c) Branch Members are to be given 15 days notice of the annual general meeting by such means as is practicable including by post, facsimile, text messaging, email, phone or in person.
- d) Any Branch Member will be entitled to submit an item of business for consideration by the annual general meeting, which will be included in the business of the meeting, provided that such an item of business must be submitted to the Branch Secretary not later than 5 days prior to the holding of the annual general meeting.
- e) At the written requisition of not less than 33% of the Branch Members, which requisition is to be addressed to the Branch Secretary and which must clearly state the business to be considered, the Branch Secretary will call a special general meeting of the Branch to occur within 60 days of the date of the Branch Secretary's receipt of such requisition.
- f) Only the business stated in the requisition for the meeting may be considered at the special general meeting.
- g) Branch Members will be given at least 5 days notice of the meeting by such means as is practicable including by post, facsimile, text messaging, email, phone or in person and the notice must set out the business to be dealt with at the meeting.
- h) The quorum for a meeting will be the Branch Executive plus three Branch Members privileged to attend and vote in accordance with this Constitution.

8. Committees

- a) The Branch Committee may establish committees to further the work of the Branch.
- b) A committee is to be comprised of such Branch Members as the Branch Committee determines.
- c) The Branch Committee has the power to delegate to a committee its powers, or some of its powers, for so long and for such purpose as it considers appropriate and necessary.
- d) A committee is responsible to, and under the control of, the Branch Committee.
- e) A committee formed pursuant to this sub-rule will meet regularly, or as otherwise required by the Branch Committee, and will promptly report to the Branch Committee on its deliberations.

- f) The Branch Committee can dissolve committees if it considers it appropriate to do so.
- g) A committee will meet and conduct its business by adopting and complying with the rules provided in these model rules for the conduct of meetings of the Branch Committee.
- h) A committee cannot delegate any of the authority given to it, to any person or other body.
- i) A decision of a committee is not binding on the Branch Committee.
- j) Minutes of all committee meetings are to be kept and circulated to the Branch Committee.

9. Branch Chairman

- a) The Branch Chairman is the presiding officer of the Branch.
- b) The Branch Chairman presides at all meetings of the Branch when present, and preserves the order, so that business may be conducted in accordance with the standing orders.
- c) The Branch Chairman must be impartial and is to ensure that the rules and these model rules are complied with.
- d) If the Branch Chairman is not in attendance at a meeting within 15 minutes of the commencement time then the members in attendance will appoint a chair who will, when chairing, act with the powers of the Branch Chairman.
- e) Leave of absence may be granted by the Branch Committee to the Branch Chairman for any purpose and for any period of time and the Branch Committee will appoint a chair in accordance with sub-rule (d).

10. Branch Secretary

- a) The Branch Secretary will:
 - (i) be responsible for ensuring the conduct and management of the affairs of the Branch, on a day to day basis;
 - (ii) take advice from the Branch Chairman as to the course to be pursued in any matters pending the next meeting of the Branch Committee; and
 - (iii) perform the other obligations provided by these model rules and the constitution.

11. Branch Treasurer

- a) The Branch Treasurer will complete an annual Financial Return in the form determined by the Board.
- b) The annual Financial Return required to be completed by sub-rule (a) will be completed:

- (i) at the end of each financial year and by no later than the 31st July in each year; and
 - (ii) at such other times as the Board requests.
- c) The annual Financial Return completed in accordance with sub-rules (a) and (b) must be provided to the Registrar no later than 31st July in each year ready for review by the external auditor.
 - d) The financial records of the Branch should be independently reviewed at least annually by an external person or a Branch Member who is not a Committee Member.
 - e) The Branch Treasurer must be given access to all registers, books, papers, deeds, documents and accounts of the Branch and permitted to inquire of any member of the Branch Committee information in relation to the Branches accounts.
 - f) The Branch Treasurer will report to the Branch and provide a copy of the report to the Committee.

12. Branch Funds And Property

- a) All monies under the custody and control of the Branch which are not required for immediate use are to be deposited in a financial institution approved by the Branch Executive.
- b) Such accounts and investments are to be in the following name:
 “[QJA insert name of branch] Branch Account”
 Details of the bank account are to be forwarded to the Registrar.
- c) Property under the control of the Branch may be held in any form or forms convenient for carrying out any object of the Branch.
- d) Any property or funds held by a member of the Branch Committee or a Branch Member whether expressed, to be in the name of the Branch or not, will be held on trust by that person for, and on behalf of, the Branch.
- e) Any member of the Branch holding property of the Branch irrevocably appoints the Branch Treasurer to act as their agent in all transfers and dealings.
- f) The Branch Chair will ensure that the Branch Treasurer will be immediately informed of any alteration in the holding of property.
- g) Members of the Branch Committee or Branch Members must account for such property and funds in accordance with the rules.
- h) To ensure the preservation of the funds and property of the QJA any member of the Branch who holds any Branch property or monies and who has a demand made to them by the Branch Treasurer to deliver up that property or those monies, must promptly do so.
- i) Together with any other member of the Branch Committee, the Branch Treasurer may make payments and withdraw Branch funds, but may only do so when authorised by the Branch Committee.

- j) The funds of the Branch may only be used for purposes associated with the Branch and which further the objectives of the QJA.

13. Standing Orders

- a) The Branch Committee will, with the necessary changes being made, comply with the Standing Orders and all meetings of the Branch will be held in accordance with the Standing Orders.

14. Rules Of Debate

- a) The Branch Committee will, with the necessary changes being made, comply with the rules of debate provided by the Constitution and all meetings of the Branch will observe and be conducted in accordance with those rules of debate.

2 – BRANCH ELECTIONS

a) Ratified by Board: 04/06/2014

1. There is to be an election for the Committee of a Branch:
2. The election is to be coordinated with fairness and a minimum of form.
3. The election is to occur at a meeting of the Branch of which the Branch members have been given seven (7) days notice.
4. The meeting will appoint one (1) of the Branch members in attendance to act as Returning Officer in accordance with Branch Model Rules By-Law sub-rule 4 (e) and to chair the meeting whilst the election is conducted.
5. Members of the Branch will be requested by the Returning Officer to nominate to fill the Committee Positions in the following order:
 - a. Branch Chair;
 - b. Branch Secretary;
 - c. Branch Treasurer;
 - d. Branch Committee Members.
6. Each nominee is to be seconded by another member of the Branch at the meeting.
7. If there is no contest for a position, then the Returning Officer will declare the member nominated elected to the position, to take office immediately following the completion of the Branch Committee election.
8. In the event there is a contest then the Returning Officer will, as the meeting prefers in respect of the contested position, either:
 - a. conduct an open ballot by requesting a vote in favour of a candidate;
or
 - b. conduct a secret ballot.
9. Where the ballot conducted is an open, hands up ballot, then votes will be counted on a "first-past-the-post" basis and the person with the most votes will be declared elected, provided that in the event that a ballot is tied then the position will be filled by lot drawn by the Returning Officer between the members nominating who have tied.
10. Where the ballot is conducted as a secret ballot the following steps are to occur:
 - a. the election will be conducted by the Returning Officer as a secret ballot on a first-past-the-post basis;

- b. the election is to occur with a minimum of form and procedure, provided nothing prevents the Returning Officer from, at the request of any of the members nominating, allowing the members nominating to address the meeting in relation to their nomination;
- c. the Returning Officer will prepare a ballot paper in the following form or a form similar to the following form:

"Names of Nominees for [Position in Committee]

X

Y

Z

Please place a tick in the box against the name, or names, of the branch member to be elected",

and will provide a container into which the ballot papers can be placed after those ballot papers have been completed by the members of the Branch in attendance at the meeting;

- d. the Returning Officer will once members in attendance at the election have been given a reasonable opportunity to vote, count the ballots in the presence of the meeting and declare the person, or persons (if there is more than one Position of a particular type to be filled), elected.
11. The successful candidate, or candidates, will be declared elected.
 12. Once the election for each position is completed the persons declared elected will hold office until they are removed or replaced in accordance with the Company's constitution.

VERSION CONTROL TABLE

Version number	Purpose / Changes	Author	Date
1	Approved as "Schedule 1" in Constitution version 1 at SGM 10 th November 2012.	Keith Revell / John Payne	10/11/2012
1.1	Extracted from Constitution and created as stand-alone By-Law	Keith Revell	15/07/2013
1.2	Changed Rule 7 (a). Approved at AGM 9 th November 2013.	Keith Revell	09/11/2013
1.3	Added By-Law for Branch Elections	Keith Revell	04/06/2014
1.4	Added Registered Trademark By-Law	Keith Revell	07/06/2014
1.5	Update to Committee definition	Doug Hull	08/07/2014
1.5c	Updates to quorum, minutes required	Keith Revell	08/07/2014
1.6	Moved "Registered Trademark Use" to Standards	Keith Revell	15/02/2015
1.7	Clarification of quorum for AGM and review of financial records	Keith Revell	13/09/2016