



Australia Branch Constitution and Rules

1. Name

The name of the Branch shall be the Institution of Fire Engineers – Australia, Inc., and shall bear the short title of the IFE Australia Branch.

2. Object

To foster and support the Institution of Fire Engineers in its object, and so far as is possible within the structure of the Branch, to subscribe to and carry out the object, namely:

To promote, encourage and improve the science and practice of Fire Extinction, Fire Prevention, and Fire Engineering, and all operations and expedients connected therewith, and to give an impulse to ideas likely to be useful in connection with, or in relation to, such science and practice to the members of the Institution and the community at large.

In furtherance of the above object, and ancillary to it, the Branch may:

- a) Enable members to meet and to correspond and to facilitate the interchange of ideas respecting the improvements in the various branches of the said science, and the publication and communication of information on such subjects and to coordinate and encourage Groups within the Branch.
- b) Do all other things incidental or conducive to the attainment of the above or any of them.
- c) Do all in its power to prepare and produce suitable candidates for membership of the Institution as requisite and to encourage and assist members to attain corporate membership.

3. Membership

- a) Membership Qualifications shall be as that determined, and published from time to time, by the International Office of the IFE in the Policy document 'IFE Rules of Membership'.
- b) All grades of membership shall be eligible for membership of the Branch and the Institution as long as they are not in arrears with annual subscriptions.
- c) Every Branch member shall, on joining the Branch and on the first day of January in each year, pay an annual subscription of an amount to be decided by resolution of the Branch Council.
- d) A member of a Branch shall have that membership terminated in the event of such person's annual subscriptions being in arrears for twelve months from the date of the same becoming payable, subject to notice being given in such manner as the Branch deems fit.
- e) In the case of each member elected in the last three months of any calendar year (i.e. Oct.- Dec.), the first subscription shall cover both the year of election and the succeeding year, but shall only entitle the person elected to exercise any vote in the proceedings after election.
- f) Members of at least 15 years standing may, from the 1st January in the calendar year following the attainment of the age of 65, make a payment of twice the annual Fellowship subscription which shall entitle them to remain members of the Branch during their lifetime without the payment of any further annual subscriptions.

4. Meetings

- a. An Annual General Meeting shall be held in or about the month of October each year at which the accounts of the previous year shall be submitted for approval and the Branch Council and officers for the ensuing year shall take office, having been elected in accordance with Rule 5.
- b. Extraordinary General Meetings shall be held as required at times and places to be determined by the Branch Council, notice of which shall be communicated in writing to all members of the Branch not less than nine days prior to the day of the Meeting. Such notices shall specify the exact business to be discussed at the Meeting, and no business shall be transacted or resolution proposed of which notice has not been given.
- c. On a requisition in writing signed by or on behalf of ten members being received by the Secretary, an Extraordinary General Meeting shall be called forthwith giving at least nine days and not more than twenty- one day's notice thereof. Such notice shall specify the exact business to be discussed at the Meeting, and no business shall be transacted or resolution proposed of which such notice has not been given.
- d. Every financial member present at a Branch Meeting, irrespective of class, shall have one vote, but in cases of equality of voting, the motion so proposed shall lapse.
- e. Procedures for general meetings of the Branch shall, as far as practicable, follow those published in the Standing Orders for the Institution. Procedures for AGMs shall as far as practicable, follow the order published in By-Law 30.

5. Branch Council & Officers

- a) The Branch shall elect members from within the Branch to form a Branch Council.
- b) Branch Council Elections shall follow the process as outlined in the publication "Australia Branch Rules for Council Elections"
- c) Branch Councillors shall vacate their office if they cease to remain a financial member or meet any of the conditions expressed in By-Law 22a.
- d) Branch Council shall consist of a President, Vice President, Secretary and Treasurer (which office may be joined with that of Secretary) and other members. The President shall be appointed by the Branch Council from members serving on the Branch Council. The office of President shall not be held by the same person for longer than three consecutive years.
- e) All members of the Branch of any class shall be eligible for election as officers or to the Branch Council, subject only to members, other than Life Fellows, Fellows, Members and Associate Members, not exceeding one-third of the total number of members of the Branch Council.
- f) The Branch Council shall appoint a suitably qualified person as **Auditor**.
- g) The officers other than the Auditor shall be entitled to be present and vote at all Meetings of the Branch Council.
- h) The Branch Council will appoint a **Public Officer**
- i) The Branch Council may choose to appoint a **National Patron** who shall be an Australian citizen of pre-eminence, high standing and reputation in the Fire Industry or the Australian Community at large. The Council shall regularly review the appointment.
- j) Except for those undertaking the role of President and Vice President all members of Branch Council shall hold office for one year. All members standing down from Branch Council shall be eligible for re-election.
- k) Nominations for officers and membership of the Branch Council, proposed by a member of the Branch and seconded by two other members, should be addressed to the Branch Secretary so as to arrive not later than July 31, or other such date as may be determined from time to time by Branch Council, prior to the Annual General Meeting.

6. Proceedings, Powers and Duties of the Branch Council

- a) The Branch Council shall have the power to co-opt for a specific purpose any member of the Branch to serve on the Branch Council and to fill any casual vacancy occurring therein.
- b) The Branch Council may determine their own quorum, may regulate their own procedure (other than the appointment of a Chairman when either the President or President Elect are present) and the procedure of any Sub-Committee appointed by them, and may delegate their powers and discretion to Sub Committees consisting of a quorum to include a Chairman or elected Chairman and three members; the Chairman to have a second or casting vote.
- c) The Branch Council shall manage the property, proceedings and affairs of the Branch, and shall exercise all powers of the Branch which are not required to be exercised by the Branch in General Meetings, subject to any Regulations from time to time made by the Branch in a General Meeting.
- d) The Branch Council shall not have the power to refuse membership to the Branch, but shall report any Reason for wishing to decline specific membership to the Board of Directors. Where the Branch wishes to terminate a membership, then it shall be reported to the Board of Directors for approval.
- e) The Branch Council shall meet at times and places to be determined by itself, but if the Honorary Secretary should receive notice in writing from at least three members of the Branch Council requesting that a Meeting of the Branch Council be called, the Honorary Secretary shall do so forthwith, giving at least nine and not more than twenty one day's notice thereof.
- f) It shall be the duty of the Branch Council to ensure that a copy of the Annual Report, Audited Accounts and the Minutes of the Annual General Meeting are forwarded as soon as possible to the Board of Directors.
- g) Branch Council actions must always be in accordance with the general policy of the Institution and any resolution, either of the Branch Council or a General Meeting, which in any way affects matters of policy, must be submitted forthwith to the Board of Directors.
- h) The Branch Council is directly responsible for the prudent, effective and legal stewardship of all Branch funds. For this purpose the Branch Council shall establish sound doctrine and transparent systems for the management of Branch finances and is authorised to operate such banking accounts necessary and determine any appropriate rules relating to the 'delegation of financial expenditure' within the Branch. Cheques are only to be drawn by persons holding office on Branch Council and two 'Branch Office Holder' signatures are required in payments by such instrument.

7. Disciplining of Members

- a) Disciplining of disputes either (1) between members or (2) between members and the Institution shall be in accordance with the Code of Conduct as published in the Institution of Fire Engineers Schedule of By-Laws

8. Groups

- a) The Branch may be divided into such Groups as the Branch Council may determine from time to time.

9. Miscellaneous Items

- a) Source of Funds shall include but not be limited to the following:
 - 1. Membership Subscriptions
 - 2. Income from Conferences, Exhibitions, Seminars, Training and/or Workshops
 - 3. Sale of Institutional memorabilia, educational material and/or gifts
 - 4. Sponsorship, donations and/or bequests
 - 5. Interest and investment income from monetary assets.
 - 6. Fees and Charges for administrative services, enrolments and/or examinations.
 - 7. Financial Grants

- b) The financial year of the Australian Branch shall be the 12 months preceding June 30 in any given year and is taken to commence on July 1 of the preceding year.
- c) The **Public Officer** appointed under 5 (h) shall:
 - 1. Ensure there is an external auditor.
 - 2. Ensure the Audited Annual Accounts and Annual Report are forwarded to Board of Directors.
 - 3. Ensure the Audited Annual Accounts are forwarded to NSW Dept. of Fair Trading.
 - 4. Ensure a Register is kept by the National Secretary, containing relevant detail of all Members.
 - 5. Ensure that the Branch has adequate Public Liability and Professional Indemnity Insurance.
- d) The Branch will have a **Common Seal** upon which appears the corporate name in legible characters.
 - 1. Seal shall not be used without Branch Council approval and any use shall be recorded in a Seal Register kept by the Public Officer.
 - 2. Every use shall be witnessed by at least 2 Branch Council members
 - 3. The Seal shall be kept in the custody of the Public Officer or another delegated member.
- e) Services performed for IFE Australia will be on voluntary **basis** acting in an honorary capacity, however a member will be reimbursed for any out of pocket expenses associated with expenditure for which prior approval was sought and/or given.
- f) Branch Council members and officers must **keep confidential** all relevant information obtained and entrusted to them by virtue of their office as Directors.
- g) The **Register of Members** shall be kept at the Branch's principle place of administration and be freely available for inspection, subject to any relevant privacy laws, for any financial member of the Branch during normal business hours.
- h) Except as otherwise provided in Branch rules, the National Secretary shall have in his or her custody all relevant records, books and other documents relating to the Branch and these shall be freely available for inspection, subject to any relevant privacy laws, for any financial member of the Branch during normal business hours.
- i) With respect to **Member's Liabilities**, the extent to which an individual is required to contribute towards the payment of Branch debts or the costs associated with the winding up the Branch is limited to the amount of their unpaid membership subscriptions in arrears.
- j) The Branch shall at all times maintain sufficient Public Liability Insurance and Professional Indemnity Insurance for a sum determined by Branch Council and in accordance with the requirement of the Act
- k) IFE Australia, being an **Incorporated Association** under the New South Wales Associations Incorporations Act 1984, shall adhere to requirements under that Act and the New South Wales Associations Incorporation Regulations 1995.
- l) IFE Australia is a **non-profit organisation** and exists for the benefit of members and the community. The assets and income of the Branch shall be applied solely in furthering IFE's objectives and no portion shall be distributed directly or indirectly to the members of the Branch except as bona-fide compensation for services rendered or expenses incurred on behalf of the Branch.
 - 1. Subject to the Act, IFE Australia may be dissolved by resolution passed by a majority of not less than 75% of financial members present in person or by proxy at a Special General Meeting of which notice has been duly given twenty one (21) days prior. Upon winding up, and following payment of all debts and liabilities, any residual assets shall not be disbursed amongst the membership but be given or transferred to another institution or institutions having similar objectives
- m) The Branch Council may, from time to time, make, amend or repeal Branch Rules for the purpose of providing clarity on issues, administrative guidance for Branch activities or for the general good governance of the Branch. Such 'Rules' will have the same force of law as the Constitution.

10. Alteration of Constitution

This Constitution shall not be altered or added to except at a General Meeting of the Branch at which such alteration or addition is approved by at least two-thirds of the members present, notice of the proposed alteration having been given to members.

NB: Before becoming operative any such alteration shall require confirmation by the Board of the Institution in accordance with the Institution's By-Laws.

Approved at the Branch Annual General Meeting held on the day of 23 October, 2014

Signed: _____

Branch President

Branch Secretary

Approved by the Board of Directors
Minute No Dated: day of 20

Signed: _____ **Chairman, Board of Directors**

Signed: _____ **Company Secretary**