



The Constitution of THE AUSTRALIAN GREENS (VICTORIA)

Including the Australian Greens

Charter

Current as at 3 October 2018

Introduction to the State Constitution

This document is the *State Constitution* of the *Victorian Greens Party*, the Victorian member party of the confederation of state-based political parties known as “*The Australian Greens*”. It sets out the rules and defines the organisational structure of the various *constituent groups* of the *Victorian Greens Party*.

THE GREENS VICTORIA INC ARBN A00 275 46F*

*The Greens Victoria Inc was incorporated as an incorporated association on 8 June 1993

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THE CONSTITUTION OF THE AUSTRALIAN GREENS (VICTORIA)

Chapter 1 – Objectives and Operation

1. *The Australian Greens Victoria*

1.1. The body known as *THE AUSTRALIAN GREENS – Victoria* is:

- (a) the Victorian member body of the confederation of state-based political parties known as the “*Australian Greens*”;
- (b) registered with the Australian Electoral Commission (the AEC) under the name of “*Australian Greens*” and registered with the Victorian Electoral Commission (the VEC) under the name of “*The Australian Greens – Victoria*”;
- (c) registered with the Registrar of Incorporated Associations under the name of “*The Greens Victoria Inc.*”; and
- (d) abbreviated to “*the AGV*” or “*the Party*” for the purposes of this *Constitution*.

{“*Australian Greens*” is the current name for the party registered with the AEC and “*The Australian Greens – Victoria*” is the current name for the party registered with the VEC. An alternative name may be employed for electoral purposes, such as [but not limited to] “*the AGV*”, “*The Greens (Victoria)*”, or “*the Victorian Greens*”}.

1.2. This *Constitution* identifies the principles and rules governing the conduct of the *AGV* affairs and defines the powers of the *constituent groups* and the roles of the positions defined within.

1.3. All other *AGV* documents are subordinate to this *Constitution* with the exception of the *Charter*.

1.4. The *Constitution* seeks to maximise opportunities for productive cooperation between *AGV Members* and to provide protection for individual *AGV Members* and *constituent groups*.

1.5. The *Constitution* requires the *constituent groups* of the *AGV* to:

- (a) agree to the [Charter](#) of the *Greens*, and to abide by this *Constitution* as well as to the *National Constitution* of the *Australian Greens*, and to the proper decisions of the *National Organisation*; and
- (b) support affirmative action and practise participatory, democratic and accountable internal decision-making processes.

1.6. The *Constitution* further requires that the *AGV* and all its *constituent groups* have autonomy to make decisions relating to their own affairs, provided that these decisions remain compatible with the *Constitution*, the [Charter](#) and the agreed policy frameworks of the *Greens*.

2. *The Charter of the Greens*

2.1. The [Charter](#) is the basic document of agreement which defines the principles and aims of the *Australian Greens*. As such, *AGV Members* and *constituent groups* should not publicly forward ideas at variance with the *Charter* without calling into question their continued membership of, and status within, the *AGV* (NC 3.1).

2.2. To change the [Charter](#), an amendment must be supported in a plebiscite by at least 75 per cent of eligible members of the *Australian Greens* nationwide. For the result of such a plebiscite to be valid, at least 51 per cent of members of the *Australian Greens* must have participated (NC 3.2).

3. *Our Objectives*

3.1. The primary purposes of the *Greens Party* are:

- (a) to further a vision of the world characterised by peace, social justice, grassroots participatory democracy and ecological sustainability (NC 4.6);

- (b) to make, publicise and strive to implement policies on national and global issues as described in the [Charter](#) (NC 4.7);
- (c) to engage in education of both ourselves and the rest of the community, to raise awareness of the issues and concerns covered in the [Charter](#) (NC 4.8);
- (d) to promote and assist other individuals, associations, organisations and community networks, working for the objectives of *the Greens* (NC 4.4);
- (e) to promote the development of and participate and communicate with the Green political movement both nationally and globally (NC 4.5);
- (f) to be a registered political party pursuant to the Commonwealth and Victorian Electoral Acts (NC 4.2);
- (g) to seek the election or appointment to public office of people who are committed to the [Charter](#), principles, policies and objectives of the *Greens* (NC 4.1);
- (h) to encourage other political parties to adopt our policies and principles by electoral strategies and direction of voting preferences (NC 4.3);
- (i) to coordinate mutual support and joint actions on behalf of *Greens Party Members* (NC 4.9);
- (j) to carry out such tasks as the membership may from time to time delegate to the State body (NC 4.10).

4. National and State Greens Parties

- 4.1. The *Greens* is a national confederation of State and territory parties. To facilitate smooth operations between the State and *National Organisation*, the *State Constitution* must remain broadly consistent and compatible with the *National Constitution* (NC 2.1).
- 4.2. The Victorian National Delegates' Convenor is responsible for co-ordinating the work of Victorian delegates to *National Council* and National Conference of the *Australian Greens*. The Victorian National Delegates' Convenor must be and remain one of the AGV delegates to both the *National Council* and the National Conference. *State Council* will enact a bylaw prescribing how this position is filled.

5. Affirmative Action

- 5.1. The *Greens* are committed to equal opportunity principles and the principle of women and men having equal status within society (NC16.1).
- 5.2. The *Greens* will instigate affirmative action for women (NC 16.2).
- 5.3. The *Greens* will instigate affirmative action for indigenous people.
- 5.4. At no time will any *AGV Member* be discriminated against due to gender, age, race, ethnicity, class, religion, disability, sexuality, marital status, health status, or any other perceived or actual personal attribute (NC 16.3).

6. Definitions

- 6.1. The following terms have the specific meanings given below when they appear written in *italic type* within the *State Constitution*.

AGV

- is the abbreviated term for the *Australian Greens – Victoria*, and is used along with the “*Party*” throughout this *Constitution* to represent the body described in [clause 1.1](#).

AGV MEMBERS

- are *natural persons* who have officially joined the *AGV*.

AUSTRALIAN GREENS

- is the national confederation of State and territory-based *Greens* parties, of which the AGV is a member party.

BANK ACCOUNT

- is any bank account, payment facility or other intermediary account with any external organisation designed for either the receipt, holding and/or payment of funds.

BRANCH

- a constituent group of the AGV based on one or more Local Government Areas (subject to [Schedule 1](#)), consisting of AGV Members registered to it by virtue of section 7 and/or [clause 24.1](#) (n).

CHARTER

- is the “*Charter of the Greens*” which is the basic document of agreement which defines the principles and aims of the *Greens*.

CONSTITUENT GROUPS

- are those *Party* bodies (*Branches*, *Regional Councils*, *State Council*, *State Executive*, committees and working groups) which together make up the AGV.

FINANCIAL YEAR

- is the year ending on 30 June.

GREENS

- refers to any and/or all *Greens* parties, whether state or national.

GREENS VICTORIA INC.

- is the incorporated body through which the AGV conducts its business.

NATIONAL CONSTITUTION (NC)

- is the constitution of the *Australian Greens*.

NATIONAL COUNCIL

- The Greens organisation based on national representation according to the *National Constitution*.

NATIONAL ORGANISATION

- is the organisation based on national representation according to the *National Constitution* of the *Australian Greens* as it meets either as *National Council* or National Conference, or when it makes a decision by national plebiscite or by its defined policy-making processes.

NATURAL PERSON

- is a legal term meaning an individual human being, as opposed to a group, corporation or organisation.

OFFICE BEARERS

- refers to the three mandatory office bearer positions of the AGV, namely the Convenor, Secretary and Treasurer (these three positions are standard throughout the *Greens* organisations and the AGV's constituent groups), and an Assistant State Secretary as defined in this *Constitution*.

OPPRESSIVE CONDUCT

- includes conduct that is-
 - i. unfairly prejudicial to, or unfairly discriminatory against, a *Member* (including in the *Member's* capacity as a member of a committee); or
 - ii. contrary to the interests of the *Members* of the *AGV*;and includes a reference to engaging in conduct by refusing or failing to take action. (See *Associations Incorporation Act 1981*, s14C.)

OPTIONAL PREFERENTIAL SYSTEM (of voting)

- is a system of voting where the voter's choice of candidates in a ballot and their choice of order of preference is indicated by placing the number one (1) next to the name of the most-preferred candidate and then numbering as many or as few further candidates as desired with consecutive higher integers to indicate the order of preference – e.g. 1 or 1, 2 or 1, 2, 3 etc.

PROSCRIBED ORGANISATIONS

- are other political parties or the subordinate bodies of other political parties. A list of these *proscribed organisations* will be decided upon and published by the *National Council of the Australian Greens*.

PROPORTIONAL REPRESENTATION (PR) SYSTEM (of distributing votes)

- is the method of counting votes where a quota is calculated to determine the number of votes required to elect a candidate. The *State Council* will formulate bylaws to establish an appropriate PR system for internal *AGV* elections.

STATE CONSTITUTION or CONSTITUTION

- is the Constitution of the *AGV*, i.e. this document.

STANDING COMMITTEES

- are committees established as such by or under this *Constitution*.

STATE COUNCIL

- is the governing body of the *AGV*, subject only to State Conference decisions and this *Constitution*, which coordinates organisational, administrative, financial, policy and electoral matters for Victoria as a whole.

STATE EXECUTIVE or EXECUTIVE

- means the State Executive described in [Chapter 3.5](#).

Chapter 2 – Members

7. Application for Membership

- 7.1. An “applicant” for *AGV* membership is a natural person whose membership application and fee has been received by the *AGV*.
- 7.2. An individual may apply for *AGV* membership by paying the applicable membership fee and by completing and submitting the membership application form which will contain, but is not limited to, the following information:
 - (a) the name of the applicant (NC 12.1.1);
 - (b) the residential address, including postcode, of the applicant (NC 12.1.2);
 - (c) the postal address of the applicant, as well as the phone, fax, email or other electronic contacts;

- (d) A declaration signed by the applicant that he or she agrees to be bound by the [Charter](#) and constitutional rules of the *Greens* (NC 12.1.4);
- (e) A declaration signed by the applicant that the applicant is not a member of any other political party or its subordinate bodies and will not join such organisations whilst remaining an *AGV Member* (see [clause 7.5\(c\)](#)) (NC 12.1.5).

7.3. The following bodies will have the power to admit an applicant as a *Member*:

- (a) A *Branch* covering the area where the *Member* resides;
- (b) The *State Council* or *State Executive* in respect of any application from an applicant where there is no relevant *Branch*; and
- (c) The *State Council* or *State Executive* in respect of any application from an applicant where the relevant *Branch* has been aware of but failed to consider an application for at least 35 days.

Provided that should the relevant *Branch* or the *State Executive* at any time resolve that any person's application should be deferred for further consideration, or rejected, then no body (other than the body which resolved to defer or reject the application) may later admit that person to membership and no admission to membership made in error shall be valid. This shall not limit *State Council's* right to admit a person to membership.

7.4. Each application will be processed according to any bylaws formulated by the *State Council*.

7.5. An applicant will be welcomed as a new *AGV Member*, provided that person:

- (a) has read and agreed to the *Charter* and agreed to abide by the constitutional rules of the *AGV* (NC 8.1.1);
- (b) agrees to join the *AGV* and to be registered to a *Branch* (where one is established which covers him or her) according to residential address;
- (c) is not a member of a *proscribed organisation*, and agrees to refrain from joining a *proscribed organisation* whilst remaining an *AGV Member* (see [clause 12.8](#)) (NC 8.1.2);
- (d) pays an annual membership fee;
- (e) complies, if applicable, with [clause 56.16](#);
- (f) acknowledges and agrees that certain personal information collected by the *AGV* may be provided to State and Federal electoral authorities in accordance with legislative requirements;
- (g) acknowledges and agrees that their personal information may be passed on to the *Australian Greens*; and
- (h) is approved for membership by a *Party* body in accordance with [7.3](#).

7.6. Notwithstanding 7.1, 7.2 and 7.3, a person who is a financial member of a political party which is a member party of the *Australian Greens* other than the *AGV* (the "other party") may, if they have moved to the State of Victoria or will imminently do so, request membership of the *AGV*. In such circumstances, the *State Secretary* or person appointed by the *State Secretary* may admit the person as a *Member*, provided that the information listed at 7.2 (a) to (e), and any prescribed fee, has been provided either by the person or the other party, and provided that membership of the person to the other party ceases upon the person's admission to the *AGV*. Where any doubt arises as to whether the admission of a person under this clause is appropriate, the matter may be referred to the *State Executive* for decision.

8. **Membership Entitlements**

8.1 All *AGV Members* are entitled to the following benefits:

- (a) To be registered as members of the *Australian Greens*;

- (b) To participate in discussion, debate and decision-making in *Greens* meetings, according to the constitutional arrangements of the *AGV* (NC 9.2);
- (c) To communicate with the entire State membership about matters pertaining to the *Greens* through the *AGV*'s State publications, within reason and constrained by space, cost and time limitations: similar considerations apply to the publications of the *Australian Greens* (NC 9.5);
- (d) To participate in local, State and national policy formation according to the constitutional rules and bylaws of the *AGV* (NC 9.7);
- (e) to be eligible to be elected to and to hold a position as an office bearer, delegate or other position in a Branch, the *AGV*, or the *Australian Greens* (N.C 9.1), subject to any bylaws limiting this entitlement in specific circumstances (such as term limits preventing holding multiple positions, or holding positions in conjunction with public office, or like circumstances);
- (f) To be eligible to seek nomination for public office as a candidate for the *Greens* (NC 9.8), subject to [clause 56.13](#);
- (g) At any reasonable time, to inspect without charge the books, records and securities of the *AGV* (NC 9.9);
- (h) Upon request, to receive a copy of the audited accounts of the previous year. Such a request is to be made in writing, and will be subject to a reasonable charge to cover printing and postage, but the requested copy must be provided within a reasonable time by the *Greens* (NC 9.4); and
- (i) To receive a copy of the [Charter](#), a copy of the *State Constitution*, and a copy of the *National Constitution* upon request (NC 9.3).
- (j) Upon request, and within 14 days of the request, to receive minutes of general meetings of the *AGV* and any associated financial statements.

8.2. For any election or ballot, and subject to the terms of any bylaw prescribing otherwise, the persons deemed to be *AGV Members* will be only those persons who were *AGV Members* as at:

- (a) the date of the close of nominations in the case of a person standing for election;
- (b) the date of the close of voting in the case of a person casting the vote; or
- (c) such other date as may be set by the body calling the vote or by the returning officer, provided that the date is not later than the close of voting.

9. Membership Fees

9.1. The *State Council* will develop bylaws for the regulation of membership fees.

9.2. Each *AGV Member* will pay membership fees directly to the *AGV*.

9.3. Membership fees will fall due annually and will be paid in advance for a period of 12 months, but may be paid in instalments if this is allowed by the bylaws.

9.4. In this clause, '*Membership Term*' means the 12 month period for which the membership fees have been paid.

9.5. Before expiry of an *AGV Member's Membership Term*, the *AGV Member* will be sent, to her or his nominated contact address, which may be a postal address or an email address, a renewal notice specifying:

- (a) the date that the *Membership Term* is due to expire ('*Expiry Date*');
- (b) how to renew her or his membership, including the amount to be paid; and
- (c) such other matters as may be specified in the bylaws.

- 9.6. Membership will lapse and the person will no longer be an *AGV Member* if the membership fee remains unpaid at the later of:
- (a) the *Expiry Date* of the *Membership Term*; and
 - (b) 60 days after the renewal notice was sent.
- 9.7. Notwithstanding clauses [9.5](#) and [9.6](#), if a renewal notice is not sent and the *AGV Member* fails to pay the membership fee, her or his membership will automatically lapse nine months after the *Expiry Date* of her or his *Membership Term*.
- 9.8. There will be no special joining or rejoining fees (NC 13.4).
- 9.9. Membership fees are not refundable, once the applicant has been formally accepted as an *AGV Member* (NC 13.5).
- 9.10. No *AGV Member* will pay or cause to be paid, directly or indirectly, the membership fees of three or more persons including her or himself in any year.
- 9.11. *State Council* will, upon the presentation of sufficient evidence, and after giving all affected *AGV Members* the opportunity to be heard, declare void the membership of any person whose membership fees have been paid only because of a violation of [clause 9.10](#).

10. *Membership Management*

- 10.1. An *AGV Member* may not be registered in more than one *Branch*, although he or she may work in several. An *AGV Member* is eligible for *Branch* office and decision-making only in the *Branch* in which he or she is registered.
- 10.2. For purposes of *AGV* membership, the *National Council* and *State Council* can rule on whether an organisation is to be considered a *proscribed organisation*. The decisions of *State Council* will be ratified by the *National Council* (NC 8.1).
- 10.3. The membership status, contact details and other personal information of any *AGV Member* will not be released to any non-*Member* or organisation without the authorisation of the *AGV Member*, other than State and Federal electoral authorities, and the *Australian Greens*.

11. *Resignation*

- 11.1. An *AGV Member* may resign from the *AGV* by notifying the *AGV* in writing. The notice will be presented at the next meeting of the relevant *Branch*, and at *State Council* if appropriate.

12. *Censure, Suspension and Expulsion*

- 12.1. The *State Council* and the *State Executive* may censure, suspend or expel any *AGV Member* if:
- (a) her or his conduct is considered to be inconsistent with the [Charter](#) or the constitutional rules, bylaws and/or policies of the *AGV*; or
 - (b) if the Disputes Panel reports that the *Member* has failed to comply with an agreement or decision made during a dispute resolution process conducted pursuant to [Chapter 8](#);
- provided that notice of a hearing into any possible censure, suspension or expulsion is communicated to the person in writing with:
- i. particulars of the conduct in question and the provisions that are alleged to have been breached set out in full; and
 - ii. the time, date and place that the *State Council* will meet to consider the matter.
- 12.2. A decision to suspend a *Member* removes all membership entitlements from that person, until the period of suspension is concluded.
- 12.3. The particulars outlined in [clause 12.1](#) must be provided to the *Member* not less than twenty-eight days prior to the meeting of the *State Council* in which the matter is to be considered.

- 12.4. A *State Council* meeting to consider a censure, suspension or expulsion will afford the *Member* concerned a reasonable opportunity to be heard and will consider any representations in writing or in person on the matter.
- 12.5. The *State Council*, having heard the *Member*, may censure, suspend or expel her or him from the AGV or, if appropriate, may convene a working group to investigate the matter and advise the *State Council* accordingly.
- 12.6. A person who has been expelled from membership may apply to the next State Conference, in writing addressed to the State Secretary, for reconsideration of his or her expulsion. The State Conference shall give the person an opportunity to be heard before determining whether, and in what form, to consider the matter further.
- 12.7. Any person expelled from the AGV may only subsequently be re-admitted to AGV membership by the *State Council*. The *State Executive* or *State Council* may also resolve that a former member, whose conduct has been called into question and whose membership has ceased other than by expulsion, may only be admitted either by *State Council*, or with the approval of the *State Executive*.
- 12.8. A false declaration as to substantial involvement with, or membership of, a *proscribed organisation* will be sufficient grounds for expulsion.
- 12.9. Notwithstanding the timeframes specified in [clause 12.3](#), and subject to [clause 12.11](#) below, should the *State Council* form the view that any conduct (including previous conduct of which it was not aware) of an endorsed AGV candidate may damage, or has seriously damaged the *Party*, and that urgent action is required, the *State Council* will have the power to immediately expel or suspend that *Member*, provided the *Member* has been given, at least 24 hours prior to the meeting which will consider the matter, a notice that:
 - (a) sets out the alleged conduct in question; and
 - (b) stipulates the time and place of the meeting; and
 - (c) advises the *Member* of the opportunity to address that meeting.
- 12.10. If the power of suspension or expulsion is exercised by the *Executive*, the next following full *State Council* meeting will consider the matter de novo as if it were a proposed suspension or expulsion under [clause 12.9](#), subject to such *State Council* meeting being held not less than 14 days following such suspension or expulsion.
- 12.11. The timeframe within which [clause 12.9](#) may be applied is:
 - (a) within 12 weeks prior to any date which has been set for any state or local election for which the *Party* has pre-selected candidates; or
 - (b) from the date of the calling of a federal election or 30 months after the date of the previous federal election (whichever is sooner)
- 12.12. *State Council* may pass a resolution that dissociates a *Branch* or other *Party* body statement or other action from the AGV position on the matter or matters, if there are strong and compelling reasons to do so. To the extent possible, the *Branch* statement or other action is revoked by such *State Council* action, and the *State Council* position becomes the only valid expression of the AGV position on the matter. A *Branch* may appeal any such decision of the *State Council* to the next State Conference.
- 12.13. *Branches* may also be censured, suspended or disbanded by the *State Council*, if there are compelling reasons to do so, and any individual *Member's* role in the matter may also be subject to the provisions of this section (section 12).

Chapter 3 – Party Organisation

Chapter 3.1 – General

13. *Composition of the AGV*

- 13.1. The AGV comprises individual AGV *Members* forming the following *constituent groups* (NC 14):
- (a) *Branches*, which subject to Schedule 1, are based on one or more Local Government Areas;
 - (b) Regional Councils, where formed under [Chapter 3.3](#)
 - (c) *State Council*, as defined in this *Constitution*;
 - (d) *State Executive*, as defined in this *Constitution*;
 - (e) *Standing Committees* created by and under this *Constitution*;
 - (f) working groups and committees established by the above *constituent groups*.
- 13.2. *State Council* will pass bylaws which specify the scope and coverage of *Branches* established under this *Constitution*.

14. *Census Date and Representational Matters*

- 14.1. The *State Executive* will appoint a person or establish a committee prior to 31 January in each year, which will be responsible for:
- (a) ascertaining the numbers of *Members* and the *Branch* if any they are registered to on a census date of 1 March in that year;
 - (b) determining the number, under this Constitution, of Branch (including regional) Representatives who will be elected to *State Council*; and
 - (c) determining the placement of each *Branch* within the 8 Legislative Council regions for the purpose of electing further Branch Representatives to *State Council*, where appropriate.
- 14.2. In determining the number of *Members* as at 1 March of each year, the person or committee will receive all necessary support from AGV *constituent groups*, to enable that person or committee to report to the *State Executive* by 31 March in each year.
- 14.3. The person or committee will:
- (a) prepare a draft report by 14 March setting out the names and numbers of all AGV *members* and the *Branch* to which each is registered to if applicable and, separately:
 - i. specifying whether or not each *Branch* qualifies as being entitled to elect a Branch Representative to the *State Council* at its Annual General Meeting in accordance with [clause 40.2\(a\)](#);
 - ii. determining the Legislative Council region each *Branch* falls into, for the purposes of [clause 40.2\(b\)](#), which shall be the Legislative Council region that a plurality of members of the *Branch* reside within, subject to [Schedule 1](#) where there is more than one *Branch* in a Local Government Area; and
 - iii. determining the total number of Representatives who will represent *Branches* from each notional Legislative Council region on the *State Council*, as described in [clause 40.2](#);
 - (b) forward relevant sections of the draft report to all *Branches* for comment, not less than 14 days before their scheduled consideration by the *State Executive*;
 - (c) consider *Branch* comment which is received not less than 7 days before the report's scheduled consideration by the *State Executive*;

- (d) provide to the *State Executive* an updated draft report which includes any amendments suggested by a *Branch*, or if such amendment is not included the *Branch* comment will be included as an appendix.
- 14.4. Upon receiving the updated draft report the *State Executive* will, by 31 March, either endorse it or amend it to reflect comments made by a *Branch* or to correct any error.
- 14.5. Upon endorsing it and by 7 April, the *State Executive* will release the report to *State Council* members, and the relevant portions of the report to *Branches*, and the findings of that report will be binding on those *Branches*, and on all Returning Officers appointed to oversight the filling of relevant positions.
- 14.6. Any new *Branch* formed after the census date with 15 or more Members will be entitled to one Branch Representative on *State Council*. This will not affect any other representation on *State Council* until the next elections for *State Council* representatives.

15. AGV Office Bearers

- 15.1. The *Office Bearers* of the AGV will be the Convenor, Secretary, Treasurer, and an Assistant Secretary, who will hold such office for the purposes of the *Party* and the *State Council* and *Executive*.
- 15.2. *Office Bearers* will be AGV Members who are resident in Victoria.
- 15.3. The powers and duties of *Office Bearers* are defined within this *Constitution*.
- 15.4. *Office Bearer* positions may be held on a job-share basis.
- 15.5. Job-share *Office Bearers* will make arrangements with the *Executive* for the apportioning of duties and responsibilities.
- 15.6. Wherever this *Constitution* specifies the attendance of a particular *Office Bearers* as a quorum requirement for a meeting, the attendance of one of the job-share *Office Bearers* will be sufficient to satisfy such a requirement.
- 15.7. Job-share *Office Bearer* positions will be entitled to one vote only. On any question on which the job-share *Office Bearers* differ, and both exercise their right to vote, their votes will cancel each other out.
- 15.8. An individual elected to any *Office Bearer* position ceases to be an *Office Bearer* if the individual:
 - (a) ceases to be an AGV Member;
 - (b) resigns in writing; or
 - (c) is suspended by the *State Council* because the individual is unable or unwilling to act to fulfil her or his designated responsibilities.
- 15.9. Where an *Office Bearer*, or a Victorian Campaign Committee Convenor or a Policy Convenor, who holds her or his position on a job-share basis ceases to hold office but the other person who also holds that position does not cease to hold office, then the remaining holder of that office holds office until the end of the next meeting of the *State Council*, which shall at that meeting make a determination to either:
 - (a) confirm the remaining holder of the position as the only holder of that position, in a secret ballot vote which shall require 75% of votes cast to be in favour; or
 - (b) confirm a nomination made by the remaining holder of that position, of another member to fill the vacancy and serve in the position on a job-share basis, in a vote requiring 75% of votes cast to be in favour.

In the absence of the occurrence of (a) or (b) at that meeting, the position becomes vacant.

16. Election of State Office Bearers

- 16.1. State *Office Bearer* will be elected annually by postal or electronic ballot of all *AGV Members* prior to the Annual Conference.
- 16.2. If any *Office Bearer* position remains unfilled after the annual postal or electronic ballot for any reason, that position may be elected by all *AGV Members* present at the Annual Conference or at a Special State Conference. If elected at a State Conference, State *Office Bearers* will be elected by consensus or, failing this consensus, they will be elected by a secret ballot of all *AGV Members* present at the State Conference.
- 16.3. Any vote will be by an *optional preferential system* and will include an option to ‘seek further candidates’ rather than requiring election of one of the candidates.
- 16.4. A person to be appointed as State Secretary must have attained the age of eighteen years, not be a holder of any public office, and be and remain a resident of Australia.
- 16.5. State *Office Bearers* are elected for a term of one year or until the next Annual State Conference.
- 16.6. An individual who has served three consecutive terms (or parts thereof) in any combination of State *Office Bearer* positions will not be eligible for re-election as an *Office Bearer* at the next election but will in any case be eligible for subsequent elections. These provisions can be waived by consensus decision of *State Council*.
- 16.7. Candidates for State *Office Bearer* positions will have given their consent to the *Members* (or State Conference, if appropriate), in person or in writing, to standing for such office.
- 16.8. If a casual vacancy for any State *Office Bearer* position occurs more than three months before the term of office was due to end, a postal or electronic vote of all *AGV Members* or a Special State Conference must be held to fill the vacant position, save that where a single nomination is received for the casual vacancy then *State Council* may appoint that person to fill the position without the need for any postal or electronic ballot or any Special State Conference.
- 16.9. If at any time a State *Office Bearer* position is vacant, the *State Council* will, within fourteen days after the vacancy arises, appoint an acting State *Office Bearer* from the existing members of *State Council*, who will:
 - (a) have the same powers and responsibilities as an elected State *Office Bearer* until a new duly-elected *Office Bearer* is installed; and
 - (b) cease to be an acting State *Office Bearer* when a new duly-elected State *Office Bearer* has been installed.

17. The State Convenor

- 17.1. The duties of the State Convenor comprise the following:
 - (a) In conjunction with the State Secretary, to ensure that the appropriate notice of meeting, agenda and motions on notice are provided in good time;
 - (b) To ensure that a facilitator is appointed for each meeting of *State Council*, the *State Executive* and State Conference;
 - (c) To ensure that the business of each meeting is properly addressed;
 - (d) To present the Annual Report to the Annual State Conference;
 - (e) To sign cheques where required on behalf of the *AGV* in conjunction with another person authorised to do so by the *State Council*;
 - (f) To contact other relevant *State Executive* members in order to convene a quick response to urgent and pressing matters ([see section 50 “Quick Decision Making”](#));
 - (g) To advise and assist Branch Convenors in *AGV* matters;
 - (h) To perform such other duties as the *State Council* may from time to time determine.

18. The State Secretary

18.1. The duties of the State Secretary comprise the following:

- (a) In conjunction with the State Convenor to give notification of all meetings of *State Council* and State Conferences in good time;
- (b) To prepare the agenda of meetings (other than *Executive* meetings), table correspondence and record the attendance of all persons present;
- (c) To ensure that a record is kept of all meetings of the *State Council* and that, within reason, this record is available to *AGV Members*;
- (d) To maintain and update a draft agenda for the next *State Council* meeting, and ensure that all *Branches* are kept regularly informed of this agenda;
- (e) To ensure a calendar of National and *State Council*/Conference meeting dates is published and updated as required on the *AGV* website;
- (f) To be responsible for the correspondence of the *State Council*;
- (g) To maintain the State Register, which includes a membership record by *Branch*;
- (h) To periodically transmit an updated copy of the State Register of *AGV Members* to the National Secretary (NC 8.4, and 12.3);
- (i) To send to the National Secretary copies of newsletters, publications and media statements emanating from, and media reports about, the *AGV*, as well as minutes of State Conference, *State Council* and *State Executive* meetings (NC 15.6).
- (j) To keep custody, during the term of office, of all books, documents, records and registers of the *AGV*, except those which are the responsibility of the State Treasurer. The custody of all records is to be transferred in full to the incoming State Secretary when a change of office occurs;
- (k) To record the use of the Common Seal;
- (l) In conjunction with the State Convenor, to convene Special State Conferences and ensure adequate notification;
- (m) To advise and assist Branch Secretaries in administrative matters;
- (n) To perform all duties of the Assistant Secretary in her or his absence;
- (o) Subject to any contrary decision of *Executive*, to supervise the employees of the *Party*;
- (p) To perform such other duties as the *State Council* may from time to time determine.

19. The Assistant State Secretary

19.1. The duties of the Assistant Secretary comprise the following:

- (a) To prepare the agenda of *Executive* meetings, table correspondence and record the attendance of all persons present;
- (b) To ensure that a record is kept of all meetings of the *Executive*, including Quick Decision Making Group meetings, and that these records are available to *AGV Members*;
- (c) To assist the State Secretary;
- (d) To perform all duties of the State Secretary in her or his absence; and
- (e) To perform such other duties as the *State Council* may from time to time determine.

20. The State Treasurer

20.1. Subject to [clause 64](#) "*The Greens Victoria Inc.*", the duties of the State Treasurer comprise the following:

- (a) To be responsible for, and supervise the financial functions of *The Greens Victoria Inc.*;
- (b) To be responsible for the receipt of all monies paid to the AGV, the issuing of receipts, and the deposit of those monies in *bank accounts* held in the name of *The Greens Victoria Inc.* as determined from time to time by the *State Council*;
- (c) To be responsible for monies paid by the AGV with the authority of the *State Council*;
- (d) To sign cheques where required on behalf of the AGV in conjunction with another person authorised to do so by the *State Council*;
- (e) To submit to the Annual State Conference and each *State Council* meeting the financial report, balance sheets and financial statement;
- (f) To keep custody of all securities, books and documents pertaining to the financial records of the business of the AGV and ensure that all records are transferred to the incoming State Treasurer when a change of office occurs;
- (g) To advise and assist *Branches* in financial matters;
- (h) To perform such other duties as the *State Council* may from time to time determine.

20.2. *State Council* may enact a bylaw to:

- (a) create a position of Assistant Treasurer, and
- (b) prescribe the manner in which the position is filled; and
- (c) prescribe that the position of Assistant Treasurer will assist the Treasurer in the performance of the Treasurer's duties, and may act in the position and carry out the functions and powers of the position during any absence or vacancy in the position, until the position of Treasurer has been filled;

provided that the Assistant Treasurer will not be a member of the *State Executive* merely by virtue of holding that position, unless he or she is acting as State Treasurer.

21. Powers and Responsibilities of Constituent Groups

21.1. Within the AGV, *constituent groups* have the autonomy to make decisions relating to their own affairs in accordance with this *Constitution* and their terms of reference, provided that:

- (a) these decisions are consistent with the *Charter* (NC 15.2.1);
- (b) they remain within the *Greens* policy framework (NC 15.2.2); and
- (c) they take into account national and state campaign priorities and election strategies (NC 15.2.3).

21.2. Notwithstanding the provisions in this *Constitution* relating to the powers of *Branches* and Regional Councils, where a *constituent group* promotes a policy that differs from the official policies of the *Greens*, this difference must be made clear in any public announcement (NC 15.3).

21.3. Subject to the *Associations Incorporation Act 1981*, the AGV, its *Office Bearers* and other authorised persons in *constituent groups* must not:

- (a) exercise any power that is prohibited, by this *Constitution*, from being exercised;
- (b) exercise any power contrary to a restriction on the exercise of that power contained in this *Constitution*; or
- (c) do any act that is outside the scope the [Charter](#) of the *Greens* or the [Objectives of this Constitution](#).

21.4. A *Member* or former *Member* of the AGV may apply to the Magistrates' Court for an order under the *Associations Incorporation Act 1981*, on the ground that the incorporated association has engaged, or proposes to engage, in oppressive conduct.

- 21.5. The Office Bearers for *constituent groups* will be a Convenor, Secretary, and a Treasurer, where the *constituent group* holds funds.

Chapter 3.2 – Branches

22. *The Branch*

- 22.1. A body of *AGV Members* known as the *Branch* is empowered to co-ordinate and organise the policies, functions and administration of the *AGV* within a particular area or jurisdiction.
- 22.2. *Branches* will be:
- (a) the primary focus for local *Members* meeting to discuss ongoing issues of common interest;
 - (b) the primary link between the *Greens* as a party and the local community;
 - (c) the primary organising unit for election purposes.
- 22.3. The powers and responsibilities of a *Branch* are vested in a meeting of members of the *Branch*, and in the Office Bearers of the *Branch*.
- 22.4. Any six *AGV Members* 16 years of age or older may apply in writing to the *State Council* for accreditation to form a *Branch* based on local government boundaries.
- 22.5. Where the jurisdiction of an existing *Branch* covers more than one Local Government Area, any such application:
- (a) by six or more members of that *Branch* resident within a single Local Government Area, with the consent of the existing *Branch*; or
 - (b) by 15 or more such members without the support of the existing *Branch*;
- must be determined by the *State Council*, and if the application is accepted such determination must spell out the Local Government Area or areas to be covered by the new *Branch*.
- 22.6. Where a *Branch* has (or is approved by *State Council* with) less than 15 members, its powers and responsibilities under this Chapter are specified in [clause 24.2](#).
- 22.7. Where members of two or more existing *Branches* which share a common boundary wish those *Branches* to merge to form a single *Branch*, they may do so by:
- (a) passing a motion to that effect at the Annual General Meeting or a special general meeting of each of the existing *Branches* to be merged, having given notice of that motion with the notice for calling the general meeting; and
 - (b) electing *Branch* Office Bearers for the newly merged *Branch*; and
 - (c) reporting the results of those decisions to the *State Council*.
- [*Note: Mergers of Branches* involving a *Branch* which does not correspond to one or more Local Government Areas are governed by [Schedule 1](#).]
- 22.8. At the next meeting of *State Council*, if the pre-existing *Branches* have voted to merge into a single *Branch*, the *State Council* will recognise the creation of the new *Branch* and dissolve the relevant pre-existing *Branches*.
- 22.9. Upon approval by *State Council*;
- (a) the *Branch* Office Bearers of the newly merged *Branch* will commence their terms; and
 - (b) as soon as practicable, all records, *bank accounts*, assets and liabilities of each of the relevant pre-existing *Branches* will be transferred to the resulting merged *Branch*.
- 22.10. Nothing in this *Constitution* will preclude an *AGV Member* from associating with and undertaking activities in *Party* groups other than their own *Branch*, including local action groups or issue-based groups.

- 22.11. A *Branch* may be dissolved by a unanimous decision of the *Branch* or if the decision is not unanimous by petition to the *State Council*. *State Council*, after discussion with the *Branch*, will determine the matter of dissolution.
- 22.12. On dissolution of a *Branch*, any surplus funds or property will be transferred to the *State Council*, but will be transferred to any *Branch* which subsequently acquires the jurisdiction of the dissolved *Branch*, within the following 12 months.

23. *Branch Meetings*

- 23.1. *Branch* meetings will:
- (a) be convened at least once every three months (i.e. once every quarter), either face to face or by teleconference;
 - (b) be scheduled, as far as is practicable, so that *Branch* meetings precede *State Council* meetings, so that *State Council* agenda items at these meetings can be discussed;
 - (c) agree to the procedure and order of business to be followed;
 - (d) require a *Branch* member having a direct or indirect pecuniary interest in any matter to declare such interest and to not block consensus on that matter, nor vote if that matter is brought to a vote;
 - (e) discuss agenda items on notice from *Branch* members ahead of other business, unless the meeting determines otherwise.
- 23.2. The quorum for a *Branch* meeting will be:
- (a) four *Branch* members, if the Branch membership is less than 15; or
 - (b) six *Branch* members, if the Branch membership is 15 or more; but the quorum must include at least one *Branch* Office Bearer, unless all Office Bearer positions are vacant.

24. *Powers of the Branch*

- 24.1. The powers of the *Branch* of 15 or more members are as follows:
- (a) To be responsible for furthering the interests of the AGV within the *Branch*'s jurisdictional area;
 - (b) To elect Office Bearers, and a Branch Representative to the *State Council*, subject to [Schedule 1](#);
 - (c) Until the next Annual General Meeting of the *Branch*, to fill casual vacancies in the positions of Convenor, Secretary, and Treasurer;
 - (d) To suspend *Branch* Office Bearers and appoint acting *Branch* Office Bearers until the next Annual General Meeting;
 - (e) Subject to [Schedule 1](#) in the case of a Local Government Area with more than one *Branch*, to elect a replacement *Branch* Representative to *State Council* at its next meeting if a *Branch* Representative position on *State Council* is or becomes vacant, provided also that where a vacancy arises and no *Branch* meeting is to be held prior to the next meeting of the *State Council*, a *Branch* Quick Decision Making Group (QDMG) may appoint a member of the *Branch* to act as a *Branch* Representative to that next meeting of *State Council* only;
 - (f) Subject to [section 64](#), and with the consent of the State Treasurer, for the *Branch* to open and operate a *bank account*, which is capable of complying with the party's internal controls, in the name of *The Greens Victoria Inc.*;
 - (g) Subject to [section 64](#), to make arrangements with the State Treasurer for AGV Members and *Branches* to incur debts in the name of *The Greens Victoria Inc.*, up to a limit specified by the State Treasurer;

- (h) To endorse candidates for public office for local government elections in accordance with [section 56](#) and where relevant, [Schedule 1](#);
 - (i) To establish election campaign committees, either alone or in conjunction with other *Branches*, in accordance with [section 55](#) and otherwise subject to any decision of *State Council*;
 - (j) To establish and dissolve *Branch* working groups;
 - (k) To review the operations of working groups and election campaign committees, including receiving reports from each working group or election campaign committee;
 - (l) To engage as employees of the AGV such persons under such conditions as the *Branch* may from time to time determine, subject to any bylaws established by *State Council* and the approval of the State Secretary;
 - (m) to approve AGV membership of new applicants residing within the geographical boundaries of the *Branch*, subject to [section 7](#); and
 - (n) to approve the registration of AGV members residing outside the *Branch's* boundaries to the *Branch*.
- 24.2 The powers of a *Branch* of less than 15 members are those specified under [clause 24.1](#) above, other than the powers specified in paragraphs [\(e\)](#), [\(g\)](#) and [\(l\)](#).
- 25. *Branch Office Bearers***
- 25.1. The *Branch* Office Bearers will be a *Branch* Convenor, *Branch* Secretary and *Branch* Treasurer, who must be AGV Members registered to that *Branch*.
- 25.2. *Branch* Office Bearers will be elected annually by *Branch* members present at the Annual General Meeting or, failing consensus being reached, they will be elected by secret ballot of all members of the *Branch* present at the Annual General Meeting. When necessary, a Returning Officer will be elected to supervise the conduct of ballots.
- 25.3. Notwithstanding the provisions of [clause 25.2](#), a *Branch* may, at a prior meeting, decide to conduct a postal or electronic ballot for such Office Bearers, and will do so upon a written request by any five members or ten percent of the *Branch* members, whichever is greater, received at least 30 days prior to the first day on which the Annual General Meeting may be held.
- 25.4. Any vote will be by an *optional preferential system* and will include an option to ‘seek further candidates’ rather than requiring election of one of the candidates.
- 25.5. Office Bearers are elected for a term of one year or until the next Annual General meeting.
- 25.6. Any AGV Member may nominate for an Office Bearer position in her or his *Branch*. A *Branch* member may not hold two *Branch* Office Bearer positions simultaneously.
- 25.7. In the event that a *Member* who has been elected or appointed as an Office Bearer of a *Branch* ceases to be eligible to be a member of the *Branch*, he or she will only hold office until the next meeting of the *Branch*, unless that meeting resolves to the contrary.
- 25.8. If a casual vacancy for any *Branch* Office Bearer position occurs, the next meeting of the *Branch* will elect a replacement, and the fact of the election must be included on the agenda of the meeting circulated to members of the *Branch*. In the absence of such notification, the *Branch* meeting may appoint a person to act pro tem until the next following *Branch* meeting.
- 25.9. While any *Branch* Office Bearer position remains vacant, the powers and functions of that office will be exercised by the other *Branch* Office Bearers acting jointly. Should all the Office Bearer positions in a *Branch* be vacant, the State Secretary may discharge on behalf of the *Branch* any functions of the Office Bearers set out in this *Constitution* or the bylaws which are necessary for the continuing functioning of the *Branch*.

25.10. *Branch* Office Bearer positions may be held on a job-share basis, in which case clauses 15.5, 15.6 and 15.7 shall apply as though “*Office Bearers*” means “*Branch* Office Bearers” and “*Executive*” means “*Branch*”.

26. *The Branch Convenor*

26.1. The duties of the *Branch* Convenor comprise the following:

- (a) In conjunction with the *Branch* Secretary, to ensure that the appropriate notice of meeting, agenda and motions on notice are provided in good time;
- (b) To ensure that a facilitator is appointed for each meeting;
- (c) To ensure that the business of each meeting is properly addressed ([see clause 23.1](#));
- (d) To present the Annual Report to the Annual General Meeting;
- (e) To sign cheques on behalf of the *Branch* as required, in conjunction with another authorised member of the *Branch*;
- (f) To contact other nominated *Branch* members to convene a quick response to urgent and pressing matters ([see section 50 “Quick Decision Making”](#));
- (g) Where a *Branch* Representative position on *State Council* becomes vacant, the *Branch* Convenor may appoint an acting *Branch* Representative from the members of the *Branch*, but only for the period until the next *Branch* meeting;
- (h) To perform such other duties as the *Branch* may from time to time determine.

27. *The Branch Secretary*

27.1. The duties of the *Branch* Secretary comprise the following:

- (a) In conjunction with the *Branch* Convenor, to give notice of all meetings of the *Branch* and the Annual General Meeting in good time;
- (b) In conjunction with the *Branch* Convenor, to convene special general meetings and ensure adequate notification;
- (c) To prepare the agenda of meetings, table correspondence and record the attendance of all persons present;
- (d) To ensure that a record is kept of all meetings of the *Branch*, and to ensure that this record is available to members of the *Branch* and is sent to the State Secretary within 28 days;
- (e) To be responsible for and coordinate the correspondence of the *Branch*;
- (f) To maintain the *Branch* Register;
- (g) To send to the State Secretary copies of newsletters, publications and media statements emanating from, and media reports about, the *Branch* and its members;
- (h) To keep custody, during the term of office, of all books, documents, records and registers of the *Branch* except those which are the responsibility of the *Branch* Treasurer. The custody of all records is to be transferred in full to the incoming Secretary when a change of office occurs;
- (i) To perform such other duties as the *Branch* may from time to time determine.

28. *The Branch Treasurer*

28.1. Subject to [clause 64](#), the duties of the *Branch* Treasurer comprise the following:

- (a) To be responsible for the receipt of all monies paid to the *Branch*, the issuing of receipts, and the deposit of those monies in *bank accounts* held in the name of *The Greens Victoria Inc.* as determined from time to time by the *Branch* and the State Treasurer;

- (b) To be responsible for monies paid to and by the *Branch* with the authority of the *Branch* and the State Treasurer;
- (c) To ensure that all payments from any *bank account* are signed or endorsed by at least two persons authorised to operate the *bank account*;
- (d) To submit to the Annual General Meeting and to each meeting of the *Branch* a financial report, balance sheets and financial statement, and to forward financial statements for the year to the State Treasurer at least 28 days before the Annual State Conference;
- (e) To keep all securities, books and documents pertaining to the financial records of the business of the *Branch*, and ensure that all records are transferred to the incoming Treasurer when a change of office occurs;
- (f) To provide the State Treasurer with such financial information relating to the *Branch's* financial affairs as that person requires, to enable him/her to comply with the AGV's obligations under this *Constitution* and relevant State and Federal legislation;
- (g) To perform such other duties as the *Branch* may from time to time determine.

29. Annual General Meeting

- 29.1. The *Branch* Convenor will convene an Annual General Meeting of the *Branch* on a day during July, August or September in each year.
- 29.2. All AGV *Members* registered in the *Branch* may participate in the Annual General Meeting.
- 29.3. The quorum for an Annual General Meeting will be six members of the *Branch*.
- 29.4. The notice informing members of the time and place of the Annual General Meeting must be forwarded to the State Secretary. Should an Annual General Meeting not be convened before the end of September in any year, it may nevertheless be held, but must be convened by the State Secretary or his/her nominee from the *Executive*.

30. Failure of Branches

- 30.1. A *Branch* will be suspended by the *State Council* if, on the best information available:
 - (a) on the census date the number of AGV *Members* in the *Branch* was below six;
 - (b) it has had no Office Bearers for more than three months;
 - (c) it has not held a quorate meeting for more than seven months;
 - (d) records of meetings held are not provided to the State Secretary for more than nine months;
 - or
 - (e) no responses are received within three months to official correspondence from the State Secretary.
- 30.2. If a *Branch* is suspended, the Minute Books (or comparable meeting and decisions records), financial accounts and instruments will be provided to the *State Council* within one month of the formal suspension.
- 30.3. The *State Secretary* will immediately advise all relevant *Members* of the suspension, and invite proposals from them about what should then occur. After receiving such proposals, if any, on the advice of the State Secretary the *Branch* suspension may be lifted by the *State Council* if that appears appropriate in all the circumstances.
- 30.4. In any event, the *State Council* may (and if six *Members* request it, must) order that a meeting of *Members* registered in the suspended *Branch* be convened within 60 days to consider the future of the *Branch*, which may then be reconstituted if that appears appropriate in all the circumstances.

- 30.5. Any meeting so called will have all the powers of an Annual General Meeting, will have a quorum of 6 *Members* registered to the suspended *Branch*, and must be convened by an *Executive* member.
- 30.6. If a meeting called under [clause 30.4](#) is not quorate, or if a quorate meeting so decides, the convenor of that meeting will recommend to *State Council* that the *Branch* be disbanded, and that all *Members* be individually allocated to the most appropriate continuing *Branch*. If, however, a quorate meeting so decides, the convenor of that meeting will recommend to *State Council* that the *Branch* suspension be lifted.
- 30.7. *State Council* must consider any recommendations made under [clause 30.6](#) as soon as possible, but no later than 6 months after the date of the recommendation.

31. *Branch Failure to provide appropriate financial control*

- 31.1. Any *Branch* which, notwithstanding legal obligations placed on the AGV, does not conduct a financial audit or provide financial records to the State Treasurer within one month of a formal request to do so, may have responsibility for its financial affairs taken over by the State Treasurer, until such an audit is conducted and the financial affairs of the *Branch* are in accordance with all legal requirements.
- 31.2. Where the financial affairs of any *Branch* is taken over as outlined above, a reasonable charge may be made against the funds of the *Branch* to cover the costs (including staff time) associated with administering the financial affairs of the *Branch* concerned.
- 31.3. Other ongoing *Branch* expenditure can still be made by the *Branch*, with the consent of the State Treasurer.

Chapter 3.3 – Regional Councils

32. *Effect of the Chapter*

- 32.1. This Chapter has effect in spite of anything to the contrary in other parts of this *Constitution*.

33. *Purpose*

- 33.1. The purpose of this Chapter is to provide a flexible arrangement for those *Branches* or groups of *Branches* that wish to retain a structure above the level of the *Branch*, to coordinate *Branch* responsibilities within a defined area of Victoria in conjunction with and on behalf of those *Branches*.

34. *Definitions*

- 34.1. In this Chapter, the following terms have the specific meanings given below:
- (a) ‘Upper House Region’ means the geographic region corresponding with a single electoral region for the Victorian Legislative Council;
 - (b) ‘Region’ means a geographic area in respect of which a Regional Council has been established under this Chapter;
 - (c) ‘Members of a Region’ means the *Members* of *Branches* within the relevant Region, and in the case of a Region in respect of which a Regional Council is created under [clause 35.1\(a\)](#), includes AGV *Members* who reside within the relevant Upper House Region who are not *Members* of any *Branch*.

35. *Establishment of a Regional Council*

- 35.1. A Regional Council is established whenever either (a) or (b) following occurs:
- (a) When both a majority of *Branches*, and *Branches* representing a majority of *Members*, located within an Upper House Region resolve in the same 12 month period to establish a Regional Council in respect of that Region. For the purposes of this clause, a *Branch* whose boundaries include parts of more than one Upper House Region will be deemed to

be a *Branch* within the Upper House Region in which the majority of the *Branch's* members reside on the most recent census date. Notwithstanding the foregoing, a *Branch* may chose not to join with other *Branches* in creating a Regional Council under this provision.

- (b) When two or more *Branches* with geographically adjacent jurisdictions both (or all) resolve in the same 12 month period to establish a Regional Council in respect of their combined geographic jurisdiction, provided that a Regional Council has not already been established under paragraph (a) that covers one or more of those *Branches*.

35.2. A Regional Council is dissolved when a majority of *Branches* within the Region, or *Branches* representing a majority of *AGV Members* within the Region, resolve to that effect within a 12 month period.

36. *Composition and Powers*

36.1. The bylaws may govern the composition and method of election of a Regional Council, provided that a Regional Council must include (and will include if no bylaw is in force) a Convenor, a Secretary and a Treasurer elected by Members of the Region, one representative from each *Branch* within the Region elected by the *Members* of that *Branch*, and any Representatives to *State Council* from the Region, or from *Branches* within the Region.

36.2. Unless the bylaws prescribe otherwise, and subject to the specific provisions of this Chapter:

- (a) the procedures for elections, the holding of an Annual General Meeting, the procedure at meetings, duties and powers of Office Bearers, financial, audit and banking provisions, failure to operate, reporting requirements, Quick Decision Making Groups, and the conduct of business generally of Regions will apply to Regional Councils in the same way as they apply (with the necessary changes) to *Branches* under this *Constitution*.
- (b) In addition to the role Regional Office Bearers have under (a) above, each of them will have the responsibility to liaise with *Branches* within their Region about matters within their responsibility, and specifically to liaise with the corresponding Office Bearer of each *Branch*.
- (c) Regional Office Bearer positions may be held on a job-share basis, in which case clauses 15.5, 15.6 and 15.7 shall apply as though "*Office Bearers*" means "*Regional Office Bearers*" and "*Executive*" means "*Regional Council*".

36.3. Any reference to any requirement for any *Office Bearer* or *Party* body to advise, inform or consult any *Branch* will also apply to a Regional Council in the same terms.

36.4. The powers and functions of a Regional Council are:

- (a) To establish and dissolve Regional Working Groups;
- (b) Until the next Regional AGM, to fill casual vacancies in the positions of Convenor, Secretary, Treasurer and any other positions established under the bylaws, and where the Regional Council has resolved to have all *State Council* representatives elected by all members of participating *Branches* in the Region under [clause 37](#) below, to fill any casual vacancy in the position of such a representative;
- (c) To suspend Regional Office Bearers and appoint acting Regional Office Bearers until the next Regional AGM;
- (d) To engage such persons under such conditions as the Regional Council may from time to time determine, subject to any bylaws established by *State Council* and the approval of the State Secretary;
- (e) Subject to [clause 64](#), to make arrangements with the State Treasurer for the Regional Council to open and operate *bank accounts* in the name of *The Greens Victoria Inc.*;

- (f) Subject to [clause 64](#), to make arrangements with the State Treasurer for *AGV Members* in the Region and the Regional Council to incur debts in the name of *The Greens Victoria Inc.* up to a limit specified by the State Treasurer;
 - (g) To review the operations of working groups and election campaign committees, including receiving reports from each working group or election campaign committee at each Regional Council meeting, unless otherwise specified;
 - (h) To co-ordinate the work of *Branches* within the Region.
- 36.5. Notwithstanding the powers specified as applicable to *Branches* under [clause 24.1, \(a\), \(e\), \(g\), \(j\), \(l\)](#), a *Branch* within a Region will not act contrary to a decision of the relevant Regional Council dealing with that matter.
- 36.6. A Regional Council may be made a regional campaign committee under [section 55](#) of the *Constitution*.

37. Representation on State Council

- 37.1. Where a Regional Council is established under this Chapter, it may determine, after asking each *Branch* within the Region to express a view, that notwithstanding the provisions of section 40 of the *Constitution*, all the Representatives to *State Council* from the Region will be elected in one ballot from all the members of the Region. In this case, the number of Representatives so elected will be the same as it would be under [section 40](#) had such a decision not been made.
- 37.2. A Regional Council may revoke a determination made under [clause 37.1](#).
- 37.3. A determination under [clause 37.1](#) or a revocation under [clause 37.2](#) has effect from the next ordinary election for *State Council* representatives.

38. Associated Bylaws

- 38.1. *State Council* may enact bylaws dealing with any matter arising under this Chapter, to give effect to the role of Regional Councils as the appropriate coordinating body within their jurisdiction, and which for that purpose, may:
- (a) clarify any anomaly or difficulty which may arise in the interpretation of this Chapter or this *Constitution*; or
 - (b) resolve any apparently contradictory provision, in relation to the relative functions of Regions and *Branches* and to deal with any matter on which this Chapter is silent.

Chapter 3.4 – State Council

39. Role of State Council

- 39.1. *State Council* is the governing body of the *AGV* and has ultimate responsibility for the management of the *Party*, its decisions, policies and finances.
- 39.2. *State Council* has the authority and the responsibility to direct and oversee the functions of *State Executive*, the *Standing Committees* of *State Council* and such other committees and working groups as it may establish from time to time.

40. Composition of State Council

- 40.1. Members of the *State Council* will comprise the State Convenor, the State Secretary, the Assistant State Secretary and the State Treasurer; the convenors of each of the Victorian Campaign Committee and the Policy Steering Committee referred to in [clause 43.1](#); the Victorian National Council Delegates Convenor referred to in [clause 4.2](#); Branch Representatives; and representatives of local, state and national holders of public office.
- 40.2. Branch Representatives on *State Council* will be elected annually by and from the *AGV Members* quantified (based on the census date) as follows:

- (a) Each *Branch* with 15 or more AGV Members registered to it will elect a Branch Representative at its Annual General Meeting (subject to [Schedule 1](#) in the case where there is more than one Branch established in a Local Government Area);
 - (b) Branch Representatives will also be elected calculated by and in accordance with the following:
 - i. The *State Council* will be responsible for appointing a Returning Officer to manage the proportional representation election process described below;
 - ii. For each full 2% of the AGV membership as at the census date, the members registered to the *Branches* assigned in the census to each Legislative Council region or members not registered to any branch and residing in the Legislative Council region will be entitled to one Branch Representative, to represent the *Branch/es* in that Legislative Council region. Included in this entitlement are those Branch Representatives described in [clause 40.2\(a\)](#);
 - iii. Where the entitled number of Branch Representatives for any Legislative Council region exceeds the number of Branch Representatives for which provision has been made in [clause 40.2\(a\)](#), additional Branch Representatives will be elected by and from the members registered to *Branches* assigned in the census to the Legislative Council region/s in question. The candidates for election will be ranked in order, and once elected will represent the viewpoints of their Branch as well as other *Branches* within the region.
- 40.3. All Branch Representatives on *State Council* will be expected to attend meetings of their *Branch* in order to best represent those who elected them at the *State Council*.
- 40.4. In the event that a person who has been elected or appointed to be a Branch Representative on *State Council* ceases to be eligible to be a member of the *Branch* which the *Member* represents, the *Member* will immediately cease to be a Branch Representative on *State Council* unless the relevant *Branch* resolves at its next meeting to keep the person as its Branch Representative.
- 40.5. Local, state and national holders of public office will be represented on *State Council* as follows:
- (a) The group of AGV federal parliamentarians elected to the Senate and House of Representatives from the state of Victoria may for each *State Council* meeting select from among their number up to three *State Council* representatives;
 - (b) The group of AGV Victorian state parliamentarians may select from among their number for each *State Council* meeting up to three *State Council* representatives, provided that the AGV Leaders in each House are included in this number;
 - (c) The group of AGV Victorian local government representatives may for each *State Council* meeting select from among their number up to three *State Council* representatives.
- 40.6. No individual may hold more than one *State Council* position at any one time.
- 40.7. *State Council* may enact by-laws to provide for the filling of a casual vacancy in a position of a Branch Representative elected under [clause 40.2 \(b\)](#) from a Legislative Council region.
- 40.8. A member of *State Council* vacates their office if any of the following circumstances occur:
- (a) the member resigns his or her office by written notice addressed to the *State Council* or *Executive*;
 - (b) the member (other than those members listed in clause 40.5) is absent without the consent of *State Council* from 3 consecutive meetings of *State Council* (not including meetings for which less than 21 days notice was given), whether or not a proxy was appointed under clause 40.9. To avoid doubt, where a job share position (as defined in Clause 15.4) is being occupied by two persons, each of them is deemed to have attended any *State Council* meeting which was attended by one of them;

- (c) the member is removed from office by special resolution of *AGV Members*;
- (d) the member:
 - i. dies; or
 - ii. becomes insolvent; or
 - iii. becomes a represented person (under the *Guardianship and Administration Act 1986*).

40.9. The bylaws may provide for alternate representation of a Branch representative who is a member under 40.2 by a proxy, in any circumstance where the Branch representative is unable to attend a *State Council* meeting, provided any such bylaw includes that:

- (a) A person ineligible to be elected to the position on *State Council* of the proxy giver may not receive a proxy;
- (b) No person may exercise more than one vote at *State Council*.

41. Meetings of State Council

- 41.1. The *State Council* will convene at least every 4 months (i.e. not less than 3 times in any year), and should generally be held no later than 2 weeks prior to a *National Council* meeting.
- 41.2. At other times the *State Council* may communicate or hold meetings by electronic means or by teleconference.
- 41.3. Except in exceptional circumstances, *State Council* members will have at least 21 days notice of any face-to-face or teleconference meetings. In no circumstance will notice be less than 7 days.
- 41.4. A quorum for a *State Council* meeting will be the next integer greater than one third the number of voting members of the *State Council* for the time being.
- 41.5. Decisions of the *State Council* will be made primarily by consensus. As a last resort, at least a 75 per cent majority vote of the *State Council* will be required for a substantive decision (see section 48 “Decision Making in Meetings”).
- 41.6. When the *State Council* meets by teleconference or electronic means, the meetings will be conducted in accordance with relevant bylaws.
- 41.7. The *State Council* must keep a record of its proceedings and decisions, and a copy of this record is to be sent to all *Branch Secretaries*.
- 41.8. After declaring their presence and their membership status, with the leave of *State Council* any person may attend *State Council* meetings as observers. The *State Council* may choose to allow observers to address the meeting. The *State Council* may choose to allow only *AGV Members* to be present as observers.

42. Powers and Responsibilities of State Council

- 42.1. The *State Council* is subject to the directions of State Conferences and state-wide plebiscites.
- 42.2. The powers and responsibilities of *State Council* include the following:
 - (a) To provide strategic guidance for the affairs of the *AGV*, in particular for the *Executive* and *Standing Committees*, but for all committees, working groups and working parties created by the *State Council*, in matters of (but not limited to) *Party* administration, policy formulation, election and continuous campaigning, liaison with elected officials, and national affairs;
 - (b) To delegate its powers to appropriate *Party* bodies for management of these matters (but subject to [clause 42.3](#));
 - (c) To set terms of reference for the *Standing Committees* of *State Council* established under this *Constitution*, and such other committees, working groups and working parties as *State Council* may create from time to time, and to direct and oversee their operation;

- (d) To adopt state policy on behalf of the *AGV*, subject to the provisions of this *Constitution*. Where there is a consensus of *State Council*, a policy may be adopted as an official policy immediately;
 - (e) To nominate spokespersons who are empowered to publicly articulate policy, and other relevant *AGV* matters;
 - (f) To establish election campaign committees;
 - (g) To employ such persons under such conditions as the *State Council* may from time to time determine;
 - (h) If a casual vacancy occurs in any position normally elected/appointed by the *State Council/Conference* or by a state-wide ballot, to appoint an *AGV Member* to the position in an acting capacity until such time that a new election/appointment takes place;
 - (i) To determine costs shared across the state organisation;
 - (j) Subject to [clause 64 “The Greens Victoria Inc.”](#):
 - i. To open and operate with the consent of the State Treasurer *bank accounts* which are capable of complying with the party’s internal controls in the name of *The Greens Victoria Inc.*;
 - ii. To raise funds and incur debts in the name of *The Greens Victoria Inc.*;
 - iii. To authorise *AGV Members* and *Branches* to raise funds and incur debts in the name of *The Greens Victoria Inc.* within specified limits;
 - (k) To set the membership fee, based on the advice of the State Treasurer;
 - (l) To interpret this *Constitution*.
- 42.3. *State Council* may delegate a specific power or authority to an *Office Bearer* or to a committee of *State Council*, subject to such conditions as the *State Council* may determine, other than:
- (a) the power to make, repeal or amend policy by consensus;
 - (b) the power to adopt an annual or like budget;
- 42.4. *State Council* may reserve or return any of its powers or the determination of any matter to itself by way of bylaw or decision of *State Council*, and may prevent *State Executive* or any other body to which *State Council* powers have been delegated acting as *State Council* in relation to such matters, and for any specified period of time.
- 43. Committees of State Council**
- 43.1. The following committees will be *Standing Committees* of *State Council*:
- (a) the Victorian Campaign Committee;
 - (b) the Policy Steering Committee.
- 43.2. The convenors of the *Standing Committees* specified in clause 43.1 will be elected annually by an electronic or postal ballot of all *AGV Members*.
- 43.3. The major roles and responsibilities of the Victorian Campaign Committee and the Policy Steering Committee are specified in [sections 55](#) and [58-62](#) respectively.
- 43.4. *State Council* may by bylaws establish other *Standing Committees* of *State Council*, and make bylaws not inconsistent with this *Constitution* governing the powers and functions of each of them, and their composition and method of selection.
- 43.5. *Standing Committees* will report to *State Council* at each *State Council* meeting and otherwise as directed by *State Council*.
- 43.6. *State Executive* will have the responsibility to co-ordinate the work of the *Standing Committees*, and to deal with any question of conflict between decisions of *Standing Committees*, or any

question as to whether a *Standing Committee* has exceeded its authority. Except where *State Council* decides otherwise, *Standing Committees* are subject to the direction of *State Council* and will not be directed to do or refrain from doing any act or thing by the *State Executive* or any other *Party* body.

- 43.7. *State Council* will set the terms of reference for each of the *standing committees* and may amend the terms of reference from time to time.
- 43.8. *Standing Committees* will have the authority to take decisions within their terms of reference and, subject to such conditions as may be imposed, to expend money within their allocated budgets without the need for any other *Party* body to ratify their decisions. However, *State Council* may overturn any decisions or actions taken by a *Standing Committee*.
- 43.9. *State Council* may create and abolish other committees, working groups or working parties, and determine terms of reference for the operation and responsibilities of those committees, working groups or working parties.

44. Annual State Conference

- 44.1. The *State Council* will convene an Annual State Conference not more than five months after the close of the *financial year* and preferably not later than two weeks before the Annual National Conference.
- 44.2. The Annual State Conference is the Annual General Meeting of the *AGV* and all *AGV Members* are entitled to be invited to attend as participants.
- 44.3. The Annual State Conference has all the powers of the *State Council*.
- 44.4. At least six weeks' notice will be given to all *AGV Members* of the Annual State Conference Meeting and the notice must:
 - (a) specify the date, time and place of the meeting; and
 - (b) indicate the general nature of each item of business to be considered at the meeting.
- 44.5. The *State Council* will appoint a Returning Officer in due time for the Annual State Conference.
- 44.6. Business will include, but not be limited to, the following items:
 - (a) Presentation by the State Convenor of the Annual Report;
 - (b) Presentation by the State Treasurer of the financial statements for the previous year;
 - (c) Discussion/adoption of proposed amendments to the *State Constitution*;
 - (d) Discussion of *AGV* policy and campaign strategies, subject to constitutional requirements;
 - (e) Election of Victorian delegates to the National Conference;
 - (f) Election of General Members of *State Executive*;
 - (g) Election of *State Office Bearers*, if required.
- 44.7. The quorum for an Annual State Conference will be 5 per cent of *AGV Members* or 100 *AGV Members*, whichever is less.
- 44.8. Voting procedures for State Conference are outlined in [Chapter 3.6](#). Proxy votes are not allowed. At least 21 days notice must be given for *AGV Members* to vote on a special resolution (i.e. changes to the *State Constitution* or *AGV* purposes) ([see section 76](#)).

45. Special State Conferences

- 45.1. A Special State Conference can be called for in either of the following ways:
 - (a) by a petition signed by 15 per cent of *AGV Members*; or
 - (b) by a decision of the *State Council*.

- 45.2. In the event of such an action, the State Convenor will call a Special State Conference. Normally, at least 6 weeks' notice should be allowed for a Special State Conference, but in cases of urgency the *State Council* may convene a Special State Conference at 21 days notice if it sends a notice to all *AGV Members* directly, without delay.
- 45.3. The notice under clause 45.2 must:
- (a) specify the date, time and place of the meeting; and
 - (b) indicate the general nature of each item of business to be considered at the meeting.
- 45.4. A Special State Conference will have all the powers of the *State Council*.
- 45.5. The quorum for a Special State Conference will be 5 per cent of *AGV Members* or 100 *AGV Members*, whichever is less.
- 45.6. Voting procedures for a Special State Conference are outlined in [Chapter 3.6](#). Proxy votes are not allowed. At least 21 days notice must be given for *AGV Members* to vote on a special resolution (i.e. changes to the *State Constitution* or *AGV purposes*) (see [section 76](#)).

Chapter 3.5 – State Executive

46. *State Executive*

- 46.1. The *State Executive* is responsible for overseeing the day-to-day management of the *Party*, subject to *State Council* direction. It is subordinate to and responsible to *State Council*.
- 46.2. The *State Executive* will comprise the State Convenor, State Secretary, Assistant State Secretary, State Treasurer, the convenors of the Victorian Campaign Committee and the Policy Steering Committee established under this *Constitution*, and seven general members.
- 46.3. The State Convenor, State Secretary, State Treasurer and the convenors of the Victorian Campaign Committee and the Policy Steering Committee will be elected in accordance with the procedures set out for each of them in this *Constitution* (see sections [16](#), [54](#) and [60](#)).
- 46.4. The general members of the *State Executive* will be elected annually by and from the members of *State Council*, in accordance with the relevant bylaws, such that:
- (a) three general members are elected for one year terms (except at the 2015 election only, where five general members will be elected); and
 - (b) two general members are elected for two year terms.
- Casual vacancies for general member positions which fall more than one month before the expiry of the term will be filled by *State Council* from among its members for the remainder of the relevant term.
- 46.5. The *State Executive* will have all the general powers of *State Council*, subject to such conditions as the *State Council* may determine, other than:
- (a) the power to make, repeal or amend policy; and
 - (b) the power to adopt an annual or like budget.
- 46.6. The *State Executive* will meet as often as required, but must meet at least once every month when the *State Council* is not meeting, except in December and January. The quorum for a meeting of *State Executive* will be the next integer greater than half the number of voting members of the *State Executive* for the time being, including the occupants of not less than two of the *Office Bearer* positions. For the purpose of determining a quorum, not more than one of the Secretary or Assistant Secretary may be counted.
- 46.7. *State Executive* will require its decisions to be ratified by the *State Council* at the earliest opportunity, provided that the failure or refusal of *State Council* to ratify any decision by the *State Executive* will not transfer from the *AGV* to any member of the *Executive* any liability for

actions taken in good faith, nor will it void any action taken in consequence of any *Executive* decision so taken prior to the *State Council* meeting in which the decision is considered.

- 46.8. The *State Executive* has a responsibility to supervise and co-ordinate the activities of the *Standing Committees* of *State Council* and to ensure the integration of the work of those committees, but will not have the power to direct the *Standing Committees*.

Chapter 3.6 – Meeting and Decision Procedures

47. *Notice of Meetings and Elections*

- 47.1. Postal and/or electronic notices will be provided to *Members*, to:

- (a) effect postal ballots and the sending of related ballots papers;
- (b) provide notice of State Conferences;
- (c) notify relevant *AGV Members* of any meeting called to establish a *Branch*;

and such notice, as defined and specified in the bylaws, will be given to all *Members* entitled to attend such *AGV* meetings.

- 47.2. To facilitate maximum participation in decision-making, *AGV* meetings should be scheduled, as far as is practicable, so that:

- (a) *Branch* meetings precede *State Council* meetings;
- (b) A *State Council* meeting should be held no later than 2 weeks prior to a *National Council* meeting;
- (c) A meeting of each working group should be held no later than 2 weeks before a meeting of the body which established the working group.

48. *Decision Making in Meetings*

- 48.1. Decisions at all meetings of *AGV constituent groups* will be made primarily by consensus, and a serious attempt at all times will be made towards achieving consensus. Sufficient time will be allowed for discussion of different views, including provision for non-decision making meetings (NC 36.1).

- 48.2. Except where this *Constitution* requires a decision to be made by consensus only, if, after a reasonable period of time, disagreement persists and a decision should not be deferred, the question of moving to a vote on a substantive motion will be resolved by a vote. The procedural question to this effect will be deemed to have been carried if it is supported by at least a 75 percent majority (NC 36.4).

- 48.3. A substantive motion carried by vote, unless provided for elsewhere in the *Constitution*, requires at least a 75 per cent majority of votes cast. Abstentions may be recorded but will not count as a vote, either for or against (NC 36.1).

- 48.4. When voting occurs, it will be conducted by a show of hands, except in the case of contested elections which will be determined by a ballot. Voting of all members of the group will be recorded (NC 36.6). Voting by proxy will be allowed at meetings of *constituent groups* if specifically allowed by the bylaws.

- 48.5. A motion regarding a procedural question is carried if a majority of valid votes are in favour of the motion. Abstentions do not count as a vote, either for or against. For the purposes of this clause, a procedural question includes proposals deemed to be procedural questions under Standing Orders issued by the *State Council* as a bylaw.

- 48.6. Notwithstanding the provisions of [clause 48.5](#), a procedural motion to:

- (a) put a substantive motion to a vote; or
- (b) suspend the operation of the Standing Orders;

will require at least a 75 per cent majority of votes cast.

48.7. All AGV meetings and processes should ensure maximum participation of all involved, including by using small group discussions, subcommittees or working parties where appropriate.

48.8. All meetings of the AGV will be open to all AGV *Members* and invited members of the general public. At meetings of *constituent groups* consisting of elected representatives or delegates, the degree of participation of non-representatives/delegates can be constrained as detailed elsewhere in this *Constitution* as well as at the discretion of the meeting facilitator/convenor (NC 36.7).

49. *Decision Making through Postal or Electronic Ballots*

49.1. A *constituent group* meeting may decide to poll relevant AGV *Members* through a postal or electronic ballot (to be funded by the constituent group). For the results of the ballot to be valid, a minimum of 10 per cent of the AGV members polled must have participated in the ballot. For a motion to succeed it must be approved by at least 75 percent of the valid votes cast (NC 37.1).

49.2. Provision will be made available for important or contentious issues for the AGV to be resolved by postal or electronic ballot of all *Members*, and will be convened if initiated by 10% of individual AGV *Members*. For the results of the plebiscite to be valid, a minimum of 10 per cent of AGV *Members* must have participated in the plebiscite (NC 37.3). For a motion to succeed it needs to be approved by at least 75 per cent of the valid votes cast.

49.3. *State Council* must decide on how the motions will be put on the ballot paper, as well as how supporting and opposing arguments will be made available to *Members* with the ballot paper.

49.4. When an electronic ballot is held, *State Council* must make adequate alternate voting arrangements for eligible *Members* who are not readily able to access the relevant electronic means.

49.5. Postal or electronic votes will be counted by the Returning Officer appointed by the *State Council* (NC 37.4).

49.6. *State Council* may make further provision for the manner of conducting electronic or postal ballots in a bylaw.

50. *Quick Decision Making*

50.1. Any *constituent group* of the AGV may establish a Quick Decision Making Group (QDMG) comprised of executive members of that *constituent group*, to facilitate the making of urgent decisions.

50.2. The functions and powers of a Quick Decision Making Group (QDMG) are as follows:

- (a) A QDMG will be established to make decisions for the *constituent group's* Executive regarding any matter of such urgency that it must be resolved before the next scheduled meeting of the *constituent group's* Executive;
- (b) Decisions made by the QDMG will be consistent with the *Charter* and policies of the AGV and will be based on available information;
- (c) All decisions will have effect until the next meeting of the *constituent group's* Executive, or of the *constituent group* that next considers and ratifies (or otherwise) that decision.
- (d) Whilst it is the Convenor who is normally required to attempt to contact all QDMG members, in the Convenor's absence any member of the QDMG can call the meeting.

50.3. The composition of the Quick Decision Making Group (QDMG) is as follows:

- (a) The QDMG for the *State Executive* will comprise the State Convenor, the State Secretary, the State Treasurer and three persons appointed by and from the other members of the *State Executive*;

- (b) The QDMG for the Executive of other *constituent groups* will comprise any two of that body's Convenor, Secretary, and Treasurer, and two other persons appointed by and from the other members of the body's Executive;
 - (c) quorum will be four decision-making members of the *State Executive's* QDMG, or three members for any other *constituent group's* QDMG.
- 50.4. Procedures for the Quick Decision Making Group (QDMG) include the following:
- (a) The QDMG will meet only as often as essential, face to face or by teleconference, or by electronic communication. In emergencies, the QDMG may simply engage in telephone consultation;
 - (b) In matters relating to particular regions or issues, the QDMG will consult where possible with *constituent groups* or *Party Members* who may be directly affected by the decision;
 - (c) The QDMG's decisions will be made by consensus only.
- 50.5. The Quick Decision Making Group (QDMG) must keep a written record of any decisions made and report them to the next meeting of the *constituent group's* Executive. The *constituent group's* Executive may decide to ratify the decision, take further actions, or provide recommendations to the next meeting of the *constituent group* regarding guidelines for future quick decision making.

Chapter 4 – Elected Officials

51. *Greens in Public Office*

- 51.1. The actions and activities of *AGV Members* who hold public office, and of all endorsed candidates for the *AGV*, must be consistent with the *Charter* of the *Greens* (NC 41.1), and with the Objectives of the *AGV* laid down in this *Constitution*.
- 51.2. *AGV Members* who hold public office as endorsed candidates of the *Greens* will also adhere to the policies of the *Greens*, except that, in rare or special circumstances where the views of an elected *Member* are in conflict with the *Greens'* policy, then that elected *Member* may vote according to her or his conscience (NC 41.2).
- 51.3. When an elected *Member* or candidate recognises a potential conflict between her or his conscience and the *Greens'* policy, then such an elected representative or candidate will furnish a statement accounting for this position to the *State Council*, and in the case of a member of Federal Parliament, to the *National Council* of the *Australian Greens*, for their information (NC 41.3). *AGV Members* elected to, or candidates for, positions in local government will provide such a statement to their *Branch*, where the circumstances require it.
- 51.4. The obligation of an *AGV* public officer to comply with *Greens* policy is met when that *Member* complies with the approved *Greens* policy relevant to their jurisdiction.
- 51.5. Where more than one *AGV Member* is elected to any jurisdiction, each elected *Member* has an obligation to attempt to reach a consensus position on all substantive matters before them.
- 51.6. When an elected *AGV Member* does not vote for the implementation of an *AGV* policy, then he or she will, at the earliest opportunity, furnish a statement to the *State Council*, accounting for the reason why he or she so voted (NC 41.4).
- 51.7. *Members* in public office may hold meetings with *AGV Members* in their electorate from time to time and will do so within thirty days of being requested to do so by:
- (a) ten percent or 50 (whichever is the lesser) of the *Members* in the relevant electorate; or
 - (b) a *Branch* or *Branches* representing one-third of the *Members* in the electorate; or
 - (c) *State Council* in the case of the Senator(s) representing Victoria.

- 51.8. The agenda for an electorate meeting will include any matters placed on it by the public office holder or by the *Members* requesting the meeting, or by any *Branch* within the electorate. Electorate meetings do not have binding decision-making power.

Chapter 5 – Electoral Processes

52. *Overview*

- 52.1. The purpose of this Chapter is to regulate the formation, adoption and management of processes for electoral and continuous campaigning for the political purposes of the *AGV*. *State Council* may make bylaws to facilitate any element of the processes outlined hereunder.
- 52.2. Although *Branches* are recognised as the primary organising unit for election purposes, this *Constitution* authorises the creation of regional campaign committees based on such boundaries as *State Council* may determine, to facilitate election management and continuous campaigning where they are best managed across more than one *Branch* or group of *Branches*.
- 52.3. To facilitate the management of electoral and continuous campaigning on a state-wide basis, this *Constitution* authorises the creation of a *Standing Committee* of *State Council* for electoral and continuous campaigning purposes.
- 52.4. State electoral and continuous campaigning policies will be formulated with the maximum participation of *AGV Members* and *Branches* through the meeting procedures outlined in Chapter 3.6, and must actively consider input from relevant expert persons or bodies, including that provided by the national office of the *Party* and any elected *Greens* public official.

53. *The Victorian Campaign Committee*

- 53.1. Reporting to *State Council*, the formulation of state-wide *AGV* electoral and continuous campaigning policy and the management of its application will be the responsibility of the Victorian Campaign Committee created as a *Standing Committee* of *State Council* under this Chapter.
- 53.2. The Victorian Campaign Committee is responsible for:
- (a) developing electoral and continuous campaigning policy with state-wide cover for local government and state parliamentary elections, and managing such campaigns;
 - (b) liaising with regional campaign committees and *Branches* to facilitate the goals of this Chapter;
 - (c) collaborating with relevant *Party* bodies to develop national electoral and continuous campaigning policy;
 - (d) reporting to *State Council* on all other matters referred to it by *State Council*; and
 - (e) any other electoral or continuous campaigning related functions given to it by *State Council* or under the bylaws.
- 53.3. The Victorian Campaign Committee will establish a Quick Decision Making Group (QDMG) in accordance with [section 50](#).

54. *The Victorian Campaign Committee Convenor*

- 54.1. The Convenor of the Victorian Campaign Committee will be elected by all *AGV Members* by annual postal or electronic ballot (though if the position remains unfilled after the annual postal or electronic ballot for any reason, that position may be elected by all *AGV Members* present at the Annual Conference or at a Special State Conference by consensus or, failing this consensus, by a secret ballot of all *AGV Members* present), and will be a voting member of the *State Executive* and *State Council*. An individual who has served two consecutive terms as Convenor will not be eligible for re-election at the next election (but will in any case be eligible for subsequent elections), unless this provision is waived by consensus decision of *State Council*.

- 54.2. The position of Convenor of the Victorian Campaign Committee may be held on a job-share basis, in which case clauses 15.5, 15.6 and 15.7 shall apply as though “*Office Bearers*” means “Convenors of the Victorian Campaign Committee” and “*Executive*” means “Victorian Campaign Committee”, and clause 15.9 will also apply.
- 54.3. The Convenor of the Victorian Campaign Committee will:
- (a) be responsible for managing the meetings, agenda and responsibilities of the committee in a way which facilitates the effective delivery of the electoral and continuous campaigning objectives of the *AGV*;
 - (b) convene urgent meetings of the committee’s Quick Decision Making Group (QDMG) as required to address urgent and pressing electoral and continuous campaigning related matters;
 - (c) attend whenever possible all meetings of the *State Executive*, to ensure electoral and continuous campaigning considerations are taken into account in all *State Executive* decisions;
 - (d) regularly report to the *State Executive* and *State Council* on the normal business of the committee, and refer committee recommendations to the *State Executive* and *State Council* for decision on actions where appropriate;
 - (e) liaise with any elected public officials, and facilitate their involvement in the Victorian Campaign Committee processes;
 - (f) confer with the *AGV* body given responsibility for national electoral and continuous campaigning matters;
 - (g) perform any other function required by *State Council* or the bylaws.

55. *Electorate Campaign Committees*

- 55.1. For any Local Government election in which the *AGV* will be supporting a candidate (subject to [Schedule 1](#) where there is more than one *Branch* in a Local Government Area), the campaign will be directed by the relevant *Branch*, or a committee established by that *Branch*. In the case of there being no relevant *Branch*, the campaign will be directed either by an adjacent *Branch*, or the corresponding *Regional Council* (or a committee established by that *Regional Council*) if no adjacent *Branch* exists or is willing to direct the campaign, or the Victorian Campaign Committee if there is no corresponding *Regional Council*.
- 55.2. For any Federal Senate election in which in which the *AGV* will be supporting a candidate, the campaign will be directed by the Victorian Campaign Committee.
- 55.3. For any Victorian Legislative Council election in which the *AGV* will be supporting a candidate, the campaign for each electorate will be directed by a regional campaign committee if one has been established, or by the Victorian Campaign Committee if no regional campaign committee has been established.
- 55.4. For any Victorian Legislative Assembly or Federal House of Representatives election in which the *AGV* will be supporting a candidate, the campaign for each electorate will be directed by a committee, such that:
- (a) where there is a *Branch* or *Branches* in existence with coverage within the bounds of the electorate, the campaign will be directed by a standing electorate campaign committee, unless all *Branches* in existence with coverage within that electorate have agreed that there should not be a standing electorate campaign committee in which case the campaign will be directed by a regional campaign committee if one has been established, or by the Victorian Campaign Committee if no regional campaign committee has been established; or
 - (b) where there is not a *Branch* or *Branches* in existence within the bounds of the electorate, the campaign will be directed by a regional campaign committee if one has been

established, or by the Victorian Campaign Committee if no regional campaign committee has been established.

- 55.5. Subject to this section, standing electorate campaign committees are accountable to the *Branches* and *AGV Members* which fall within their jurisdiction, and each must therefore include among its membership provision for at least one representative from each *Branch* in existence within the jurisdiction of the committee. State Council may enact bylaws to further determine the powers, responsibilities, membership structures, and mechanisms for periodic review of jurisdiction, of standing electorate campaign committees.
- 55.6. Regional campaign committees may be established in advance of any State or Federal general election, either by *State Council* deciding to establish a new regional campaign committee, or by *State Council* permitting an existing *Regional Council* to also act as a regional campaign committee. Where established, regional campaign committees will:
- (a) direct the campaign for any electorate which falls to it under clauses [55.3](#) and [55.4](#);
 - (b) facilitate the cooperation of any standing electorate campaign committees which correspond to its area;
 - (c) abide by terms of reference determined by *State Council* upon establishment; and
 - (d) dissolve one month after the election for which they were established.
- 55.7. All regional campaign committees, standing electorate campaign committees, and *Branches* or committees established by *Branches* under [clause 55.1](#), will:
- (a) appoint a campaign co-ordinator (which may be an Office Bearer or any other committee member), and will authorise the coordinator to expend funds up to a specified limit;
 - (b) provide all necessary information to the State Convenor, the Secretary and the Treasurer, Party Agent and Registered Officer for the purposes of compliance with the relevant Commonwealth or Victorian legislation; and
 - (c) keep its own separate set of record books and where required to do so must furnish the relevant Electoral Commission with accurate financial records for them to check. The following must also be recorded separately:
 - i. all gifts as defined in the relevant legislation;
 - ii. records of election expenses; and
 - iii. claims for reimbursement of electoral expenses up to the amount allowed, if applicable.
- 55.8. Financial records relating to election campaign expenses will be kept for five years following the election to which they relate.
- 55.9. A standing electorate campaign committee may be suspended by:
- (a) a concurrent decision of all *Branches* in existence within the jurisdiction of the committee; or
 - (b) by a decision of *State Council* if there is evidence that the committee is seriously failing to meet its Constitutional or financial responsibilities or persistently breaches *State Council* decisions;
 - (c) in which case the direction of the campaign will transfer to the relevant regional campaign committee if there is one, or the Victorian Campaign Committee if there is not, for the duration of the suspension.
- 55.10. A regional campaign committee may be dissolved by a decision of *State Council* if there is evidence that the committee is seriously failing to meet its Constitutional or financial responsibilities or persistently breaches *State Council* decisions, in which case the direction of the campaign will transfer to the Victorian Campaign Committee.

56. *Pre-selection and Endorsement*

- 56.1. *State Council* may enact bylaws to determine the method to be used for pre-selecting candidates to stand for any election as an endorsed AGV candidate. In lieu of any bylaws, *State Council* will, in good time before each general election for federal parliament, state parliament and local government, determine the method to be used for pre-selecting candidates to stand at that election as an endorsed AGV candidate. In either case, *State Council* may determine different methods for individual electorates or positions on a ticket in a given election, such as differentiating between targeted electorates or lead candidates and other electorates or candidates, and the determined method or methods must be used consistently by all *Party* bodies in Victoria responsible for conducting pre-selections for that election.
- 56.2. In the event that *State Council* has not specified a method under [clause 56.1](#), the default pre-selection method for all electorates and candidates will be an electronic or postal ballot of all *AGV Members* living within the corresponding electorate.
- 56.3. The pre-selection in accordance with the method determined by *State Council* under [clause 56.1](#) will be conducted by:
- (a) The *Branch* in which the relevant Local Government Area is located in the case of elections for local government, subject to [Schedule 1](#) where there is more than one *Branch* in a Local Government Area;
 - (b) The standing electorate campaign committee covering the relevant Victorian Legislative Assembly or Federal House of Representatives electorate in the case of elections to those chambers (or the regional campaign committee covering the relevant electorate if there is no standing electorate campaign committee covering the relevant electorate);
 - (c) The regional campaign committee covering the relevant Victorian Legislative Council electorate in the case of elections to that chamber;
 - (d) The *State Council* in the case of elections for the Federal Senate and any other bodies elected by a state-wide electorate;
 - (e) Such body as the *State Council* determines in the case of election to any other body.
- 56.4. If there is no *Branch* or election campaign committee covering a given electorate, or the relevant *Branch* or election campaign committee reports that it is unable or unwilling to conduct the pre-selection, the *State Council* may designate another body to conduct the pre-selection for that electorate.
- 56.5. *State Council* may determine a date by which a particular class of pre-selections must occur, and in default of this, may determine any other necessary matter regarding the conduct of pre-selections.
- 56.6. If there is only one candidate for election for public office, endorsement will nevertheless be required in accordance with the procedure established under [clause 56.1](#), conducted by the relevant body specified in [clause 56.3](#).
- 56.7. In the case of a casual vacancy in an office previously held by an endorsed AGV office holder in the Federal Senate, the Victorian Legislative Council or any other body for which a casual vacancy requires the AGV to nominate a replacement office holder, a new pre-selection must be held. The rules in this section will apply as if the pre-selection for the casual vacancy were a general election to that body.
- 56.8. In the case of a by-election, the *State Council* will determine a method for pre-selecting candidates and determine which body will be responsible for conducting the pre-selection.

- 56.9. In exceptional circumstances *State Council* may exercise a veto option on candidates proposed by a *Branch* or an election campaign committee. A veto must be supported by 75 per cent of the *State Council*, which may then propose a new candidate if the relevant *Branch* or election campaign committee does not opt to do so.
- 56.10. All approved candidates must be *AGV Members* (NC 40.5).
- 56.11. Candidates for public office who have been pre-selected under section 56 will be recognised as endorsed candidates of the *Greens*.
- 56.12. Sitting parliamentarians and local government representatives will also go through the candidate selection process before each relevant election.
- 56.13. No *AGV Member* will nominate or stand for election in any local government, or State or Federal parliament other than as an endorsed candidate of the *AGV*, unless approved by *State Council*.
- 56.14. Any *Member* who is in breach of [clause 56.13](#) as at the close of nominations for the election may face expulsion from the *AGV* under [section 12](#).
- 56.15. Any person who applies for *AGV* membership while nominating or standing for election to, or after having been elected to, any local government, or State or Federal parliament will require concurrent:
- (a) acceptance as an *AGV Member* by the relevant *Branch*, and then *State Council*; and
 - (b) endorsement pursuant to the pre-selection process set out in [section 56](#), and then endorsement by *State Council*.
- 56.16. Nothing in this section or in any bylaw made thereunder, conducted by the relevant body specified in [clause 56.3](#), shall be taken as preventing any measure which is deemed necessary to ensure that the *AGV* or *Australian Greens* has a candidate in any seat in any State or Federal election in circumstances where any present or future preselection process which would otherwise apply cannot or would not be completed due to the calling of an early election at short notice.
- 57. *Allocation of Preferences***
- 57.1. The decision on the allocation of preferences for local government electorates may be made by *Branches*, subject to [Schedule 1](#) where there is more than one *Branch* in a Local Government Area. If there is any ambiguity as to whether a *Branch* has authority in a particular case, the dispute will be resolved by the *State Council*.
- 57.2. Any *Branch* may delegate the responsibility for deciding preference allocation to *State Council*.
- 57.3. The decision on the allocation of preferences for any electorate that is not a local government municipality will be made by *State Council* or the body to which *State Council* delegates that power, having consulted with the *Branches* to which the electorate corresponds.

Chapter 6 – Policy

58. *Overview*

- 58.1. The purpose of this Chapter is to regulate the formation and drafting of policy for the political purposes of the *AGV*. *State Council* may make bylaws to facilitate any element of the policy process outlined hereunder.
- 58.2. Given that policy is particularly scrutinised during an electoral campaign, it will normally be reviewed or developed in the period between elections. Reviews of current policies and development of new policies may be initiated by decision of *State Council* or by a petition supported by the signatures of at least 1 per cent or 50, whichever is the lesser, of *AGV* members.
- 58.3. Policies which concern only one *Branch* area or region may be decided by an authorised *Branch* or Regional Council responsible for that area, and must be consistent with state policy. Copies of

all policies adopted by a *Branch* or Regional Council will be forwarded immediately to the State Secretary (NC 45.1) and to the convenor of the Policy Steering Committee.

58.4. State policies will be formulated with the maximum participation of the *AGV Members* through the meeting procedures outlined in [Chapter 3.6](#), and should actively consider input from relevant expert persons or bodies, including those external to the *Party*, and that provided by any elected *Greens* public official.

59. *The Policy Steering Committee*

59.1. The Policy Steering Committee is a *Standing Committee* of *State Council*. It is responsible to *State Council* for the formulation and drafting of *AGV* policy.

59.2. The Policy Steering Committee is responsible for:

- (a) management of the process of development and drafting of policy with state-wide cover;
- (b) collaborating with the responsible *Party* bodies on the development and drafting of policy with national scope, for recommendation to *State Council* for consideration of the *National Council* of the *Australian Greens* in its policy approval process;
- (c) reporting to *State Council* on all other matters referred to it by *State Council*; and
- (d) any other policy-related functions given to it under the bylaws.

59.3. The Policy Steering Committee will establish a Quick Decision Making Group (QDMG) as specified in [section 50](#).

60. *The Policy Convenor*

60.1. The Convenor of the Policy Steering Committee will be elected by all *AGV Members* by annual postal or electronic ballot (though if the position remains unfilled after the annual postal or electronic ballot for any reason, that position may be elected by all *AGV Members* present at the Annual Conference or at a Special State Conference by consensus or, failing this consensus, by a secret ballot of all *AGV Members* present), and will be a voting member of the *State Executive* and *State Council*. An individual who has served two consecutive terms as Convenor will not be eligible for re-election at the next election (but will in any case be eligible for subsequent elections), unless this provision is waived by consensus decision of *State Council*.

60.2. The position of Convenor of the Policy Steering Committee may be held on a job-share basis, in which case clauses 15.5, 15.6 and 15.7 shall apply as though “*Office Bearers*” means “Convenors of the Policy Steering Committee” and “*Executive*” means “Policy Steering Committee”, and clause 15.9 will also apply.

60.3. The Convenor of the Policy Steering Committee will:

- (a) be responsible for managing the meetings, agenda and responsibilities of the Committee in a way which facilitates the effective delivery of the policy objectives of the *AGV*;
- (b) convene urgent meetings of the Committee’s QDMG as required to address urgent and pressing policy-related matters;
- (c) attend whenever possible all meetings of the *State Executive*, to ensure policy considerations are taken into account in all *State Executive* decisions;
- (d) regularly report to the *State Executive* and *State Council* on the normal business of the Committee, and refer Committee recommendations to the *State Executive* and *State Council* for decision on actions where appropriate;
- (e) liaise with any elected public officials, and facilitate their involvement in the policy formulation process;
- (f) confer with the *Party* bodies given responsibility for formulating the *AGV* position on national policy matters; and

- (g) perform any other function required by the bylaws.

61. Formulation of Policy

- 61.1. Taking into account the advice of the Policy Steering Committee, *State Council* will make bylaws regulating the process to be undertaken in formulating *AGV* policy. The bylaws will include, but not be limited to:
- (a) determining the establishment, role and responsibilities of working groups to develop specific policy areas;
 - (b) establishing a process which ensures adequate input into the policy process by *AGV Members*, *Greens* elected to public office and external experts; and
 - (c) establishing a process for reaching a consensus position (as far as that is possible) on draft policy which is developed for *State Council* approval.

62. Adoption of Policy

- 62.1. Subject to the appropriate notice periods and other requirements specified below, *AGV* policy may be approved by a consensus decision of *State Council*, or by a 75 per cent majority vote of *State Council*, or by a 75 per cent majority vote of *AGV Members* by postal or electronic ballot.
- 62.2. Where, at a *State Council* meeting, any policy or part of a policy is adopted, that policy will become official policy immediately.
- 62.3. Notwithstanding [clause 62.2](#), any whole or part of a policy or proposed policy will be subject to a postal or electronic ballot of *Members* if:
- (a) *State Council* determines that the policy or proposed policy will be subject to a postal or electronic ballot; or
 - (b) within 28 days of consideration by *State Council*, 1 per cent or 50 (whichever is the lesser) of *AGV Members* request in writing to the State Secretary that the policy or proposed policy be subject to a postal or electronic ballot of *AGV Members*.
- 62.4. The result of a postal or electronic ballot to determine policy will be conclusive provided that 20 per cent of the eligible *AGV Members* voted, and at least 75 per cent of the valid votes cast are in favour, and that policy will become official policy immediately.
- 62.5. If a postal or electronic ballot is to be conducted under [clause 62.3](#), *State Council* will determine what is put to the *Members*, including the question or questions that fairly represent the diversity of views that have been expressed by *Members* at the *State Council* or State Conference.
- 62.6. Where such questions include policy proposals that are inconsistent in whole or in part with each other, and where both policies receive at least 75 per cent of the valid votes cast, the policy that obtains the greatest support will be adopted.
- 62.7. The *State Council* will not make any policy decision which contradicts any current policy of the *AGV* approved by a ballot of *AGV Members* conducted as specified in [clause 62.4](#), within the life of the current parliamentary or local government term.

63. Spokespersons

- 63.1. The only persons with authority to make public statements on behalf of the *AGV* are:
- (a) the Convenor of the *AGV*;
 - (b) spokespersons appointed by the *State Council*;
 - (c) *AGV Members* in public office with the endorsement of the *AGV*; and
 - (d) *AGV Members* endorsed as candidates for public office with the endorsement of the *AGV*.

Chapter 7 – Party Administration

64. The Greens Victoria Inc.

- 64.1. There will be an incorporated association (formed under the *Associations Incorporation Act 1981*) to act as trustee for the AGV in all financial matters.
- 64.2. The incorporated association will be known as *The Greens Victoria Inc.*
- 64.3. The *State Council* and *Branches* will conduct all their financial transactions through *The Greens Victoria Inc.*
- 64.4. As part of its charter, *The Greens Victoria Inc.* will hold in trust all funds and property belonging to the AGV, in accordance with this *Constitution*.
- 64.5. The State *Office Bearers* of the AGV will automatically be nominated as *Office Bearers* of *The Greens Victoria Inc.*
- 64.6. The *State Council* may nominate other persons with the relevant expertise to assist in the management of *The Greens Victoria Inc.*
- 64.7. The *State Council* will decide on mechanisms by which AGV finances are managed.

65. The Common Seal

- 65.1. The AGV will have a Common Seal on which the name of *The Greens Victoria Inc.* will appear in legible characters (NC 50.3).
- 65.2. The Common Seal will not be used without the express written authority of the *State Council* and every use of the Seal will be recorded by the State Secretary (NC 46.4).
- 65.3. The Common Seal must only be affixed by the State Secretary and duly witnessed by another State *Office Bearer* (NC 46.5).
- 65.4. The Common Seal will be kept in the custody of the State Secretary (NC 46.6).

66. Registered Officer

- 66.1. The AGV is an organisation registered with both the Australian and Victorian Electoral Commissions, whereas the AGV is also a member party of the *Australian Greens*, a party also registered with the Australian Electoral Commission. For the purposes of Federal elections, the AGV normally operates as a party member of the *Australian Greens*.
- 66.2. State Council may appoint a member to be one or more of the AGV's:
 - (a) registered officer under the *Electoral Act 2002 (Vic)*;
 - (b) deputy registered officer under the *Electoral Act 2002 (Vic)*; or
 - (c) registered officer under the *Commonwealth Electoral Act 1918*.
- 66.3. State Council may remove any member appointed under clause 66.2.
- 66.4. State Council may direct the AGV's registered officer under the *Commonwealth Electoral Act 1918* as to which member to nominate as the AGV's deputy registered officer under the *Commonwealth Electoral Act 1918*.

67. Party Agent

- 67.1. The State Treasurer will be the Party Agent as defined in the Commonwealth Electoral Act 1918, Part XX, Division 2 (NC 35.1).
- 67.2. If the position of Party Agent is vacant, the Registered Officer will assume the role of Acting Party Agent until the position is filled.

68. Auditor

68.1. Each year the *State Council* will appoint an Auditor. The position of Auditor may be honorary, or the *State Council* may determine the sum of an honorarium. The Auditor will submit a written report to the *State Council* for presentation at the Annual State Conference, or at the earliest possible *State Council* if the report cannot be completed before the Annual State Conference. The Auditor will not be an *AGV Member* and will be a qualified accountant. A copy of the Auditor's report will be forwarded to the State Treasurer (NC 47).

69. Audit and Finance Committee

69.1. There will be an audit and finance committee, which will be responsible for ensuring the integrity of the *Party's* financial reporting systems, including monitoring risk management systems and internal controls and compliance, and liaising with the external auditor and management.

70. Accountability

70.1. *AGV Members* may at any time inspect the books and documents of *The Greens Victoria Inc.*, by request to the State Secretary or other *Office Bearer* of the *State Council*. Despite this and the provisions of clauses [8.1\(g\)](#), [18.1\(c\)](#) and [19.1\(b\)](#) of this Constitution, Standing Committees of the *State Council* and any other body established by this Constitution may, but only on reasonable grounds, designate any matter to be confidential in a particular case, and the bylaws may also prescribe, but only on reasonable grounds, that certain classes of documents or records shall remain confidential to certain Committees or persons, which shall always include the *State Executive* and, where it so determines, the *State Council*.

71. Funding and Fees

71.1. The funds of the *AGV* may be derived from joining fees, annual subscriptions, donations, fund-raising activities, grants, interest, public election funding, and any other sources approved by *State Council*.

71.2. Substantial external funding received by the *AGV* will be itemised in a report which is open to public inspection. The monetary cut-off point below which no itemisation is required will be specified in the bylaws. (NC 46.1)

71.3. The term 'funding' in clause 71.1 includes money or services, including both cash and non-cash items, but excluding the value of voluntary labour.

71.4. Membership fees will be set by *State Council*, on the advice of the State Treasurer.

71.5. All payments from any *bank account* held in the name of *The Greens Victoria Inc.* will be signed or endorsed by two *AGV Members* who have been authorised in advance by the State Treasurer to do so.

72. Powers to Incur Debts

72.1. Subject to [section 64](#), '*The Greens Victoria Inc.*', and in consultation with the State Treasurer, *State Council* may raise funds and incur debts in the name of *The Greens Victoria Inc.*

72.2. Subject to [section 64](#), '*The Greens Victoria Inc.*', and in consultation with the State Treasurer, a *Branch* of 15 or more members may raise funds and incur debts in the name of *The Greens Victoria Inc.*, up to a specified limit.

72.3. *Branches* will not borrow funds from lending institutions or from any other source, without the prior approval of the State Treasurer.

73. Liability

73.1. The *AGV* is not a partner of any of the other member bodies of the *Australian Greens* and will not be liable for the acts or defaults of any of them (NC 47.1).

73.2. *AGV Members* will not be liable to contribute towards the payment of the debts and liabilities or the costs, charges and expenses in winding up the *Australian Greens* (NC 47.2).

74. *Indemnity*

74.1. *AGV Members* who, in acting on behalf of the *AGV* with written authority of the *State Council*, *Branches* or a *constituent group*, accept or incur any personal pecuniary liability, will be held indemnified against that personal liability in respect of such action (NC 48.1).

75. *Property*

75.1. The property and income of the *AGV* will be applied solely towards promoting the principles and achieving the objectives of the *Greens* and no part of that property or income may be applied or otherwise distributed, directly or indirectly, except in good faith for that purpose (NC 49.1).

76. *Constitutional Amendments, Interpretations and Bylaws*

76.1. The *Constitution* should be subject to comprehensive review at least every five years, with full consultation amongst the membership.

76.2. Four members will be elected by *State Council* at the Annual State Conference to form the Constitution Review Panel. The purpose of the Constitution Review Panel is to ensure the *Constitution* is compliant with laws and that it functions effectively in the interests of the *Party*. The powers of the Constitution Review Panel are to:

- (a) receive and consider proposals for amendments to the *Constitution*;
- (b) call for submissions from *Members* in respect of any proposal for constitutional change;
- (c) take into account submissions from *Members*;
- (d) publish options papers in respect of proposed changes;
- (e) advise *State Council* in the event that the *Constitution* fails to comply with current laws;
- (f) make recommendations for State Conference in respect of constitutional changes.

76.3. Amendment of this *Constitution* or the statement of purposes can occur in two ways:

- (a) as a result of a special resolution passed at a State Conference; or
- (b) where permitted by the Registrar on application authorised by the *State Executive*, by a special resolution passed in a manner approved by the Registrar in accordance with the Associations Incorporation Reform Act 2012.

76.4. A special resolution to amend any rule in this *Constitution* or the statement of purposes will be valid if:

- (a) all *AGV Members* are given 21 days notice of a special resolution to amend this *Constitution* (see [clause 44.8](#));
- (b) at least twenty percent of all *Greens Party Members* or 100 *Greens Party Members*, whichever is the lesser, participate in the vote;
- (c) the special amendment is supported by at least 75 per cent of the valid votes cast (*Associations Incorporations Reform Act 2012* [section 64](#)); and
- (d) proxy voting is not allowed.

76.5. The *State Council* will interpret this *Constitution* should a dispute arise over the meaning of any provision. These interpretations will be subject to ratification at the next State Conference (NC 48.1).

76.6. The *State Council* may make bylaws in respect of any matter arising from this *Constitution*. The *State Council* will keep a register of bylaws.

76.7. The *State Council* may alter or revoke bylaws at its discretion.

77. Dissolution

- 77.1. The AGV will not be dissolved except by a resolution of the full AGV membership passed in a postal ballot, held in accordance with this *Constitution* and unless there are 75 per cent or more of the votes cast which favour the resolution, and the total number of votes cast is at least 30 per cent of all *AGV Members*. The dissolution of the AGV will be effective within 30 days after the result of the ballot, or whichever day is stipulated by the ballot (NC 54.1).
- 77.2. On dissolution of any *constituent group* of the AGV any surplus funds or property will be transferred to the *State Council*.
- 77.3. If, when winding up the AGV, any property of the AGV remains after satisfaction of the debts and liabilities of the AGV and the costs, charges and expenses associated with the winding up of the AGV, the property will, on the recommendation of the *State Council*, be distributed to the national organisation of the *Australian Greens*, or to another organisation having similar aims and principles as the AGV.

78. Cost Sharing of State Organisation

- 78.1. The costs of sending the specified number of allowed representatives or delegates to annual state or national conferences will be shared around the state.
- 78.2. The costs of teleconferences and other communication means will be shared around the state when state co-ordination is discussed.
- 78.3. The expenses of state-based working groups and the expenses of *State Office Bearers* and members of the *State Council* will be shared around the state.
- 78.4. The expenses of national working groups, or individuals with national working groups, operating from Victoria, will be shared nationally (NC 26).

Chapter 8 – Dispute Resolution

79. Definitions

- 79.1. In this Chapter:
- (a) the words ‘dispute’, ‘grievance’ or ‘complaint’ refer to a *Member’s* concern about any matter or action of another *Member* or *Party* body, which that *Member* believes is not in accord with the *Charter*, Values or Objectives of the AGV, and where the *Member* requests the Disputes Panel to help resolve the matter;
 - (b) ‘matter’ covers all things brought before the Disputes Panel for enquiry and resolution, and includes matters subject to an Inquiry;
 - (c) ‘Inquiry’ denotes a process established by the Disputes Panel to investigate a matter or matters raised in or by a dispute notification which may be tangential to its resolution, but which are determined by the Disputes Panel to warrant further examination and determination;
 - (d) ‘party’, used in connection with a dispute, grievance, complaint, matter or Inquiry, includes any *Member* or *Party* body whose interests the Disputes Panel determines are or could be affected by any outcome arising from the processing or resolution of the matter;
 - (e) ‘process’ includes all actions taken to resolve a dispute, or to investigate a matter.

80. Overview

- 80.1. This Chapter provides for the entitlement of all *AGV Members* to have a process to resolve matters of concern between themselves and any other *Members* or AGV bodies, or about those *Members* or bodies actions and/or decisions.

- 80.2. To manage the necessary processes arising from this entitlement, there will be a Disputes Panel established under this Constitution. The Objective of the Dispute Panel will be, after appropriate enquiry, to:
- (a) assist with the resolution of disputes and grievances arising between *AGV Members*;
 - (b) assist with the resolution of disputes and grievances involving the actions of the *AGV*, a *constituent group*, or other body of the *AGV*; and
 - (c) investigate and report on allegations of misconduct or breach of the *Constitution* or the bylaws.

81. Access to Process

- 81.1. Any *AGV Member* who has a dispute with or grievance against another *AGV Member* or body must first:
- (a) attempt to resolve the matter directly with the other *Member* or body; and/or
 - (b) ask any relevant party, *constituent group*, or other appropriate body, to help resolve the matter.
- 81.2. After complying with the requirements of [clause 81.1](#), any *AGV Member* may access the dispute resolution process under this Chapter by giving Notice of Dispute to the Convenor of the Disputes Panel in the manner and form prescribed in the bylaws.
- 81.3. In special circumstances, the Disputes Panel can accept a Notice of Dispute that does not comply with [clauses 81.1](#) and/or [81.2](#).
- 81.4. A *Member* must not initiate a grievance procedure in relation to a matter that is the subject of a disciplinary procedure until the disciplinary procedure has been completed.

82. The Disputes Panel

- 82.1. The members of *State Council* will elect a Disputes Panel of at least 5 and not more than 9 members. The bylaws may prescribe or limit the constituency of the Disputes Panel and the manner in which its members are elected.
- 82.2. The Disputes Panel members will appoint a Convenor or joint Convenors, who will be able to issue such procedural directions as may be necessary to expeditiously deal with any matter brought before the Disputes Panel.
- 82.3. The quorum for any decision of the Disputes Panel regarding the handling of any Notice of Dispute is the integer greater than 50% of the total members of the Disputes Panel.
- 82.4. The Disputes Panel may refuse to accept, or refuse to further consider, any Notice of Dispute on the grounds that the matter:
- (a) relates primarily to political or policy differences, or other issues better dealt with by another *Party* body;
 - (b) is insufficiently serious, or is vexatious.
- 82.5. After receiving a Notice of Dispute the Disputes Panel must first determine whether to accept the Notice, and if accepted must establish an enquiry process to help resolve the matter which, at any point in the process, may involve one or more of the following:
- (a) Investigation of the matter or part of the matter;
 - (b) Referral of the matter to mediation, conciliation or arbitration;
 - (c) Conducting an Inquiry into any or all matters raised in or by the dispute;
 - (d) Dismissing the complaint.

- 82.6. To give effect to its obligations under [clause 80.2](#), the Disputes Panel may delegate its enquiry powers under this Chapter to one or more members or to other appropriate delegates, save that the Disputes Panel will not delegate the power to:
- (a) not accept a Notice of Dispute; or
 - (b) choose to not further consider, or to dismiss a matter;
- to less than 3 of its members.
- 82.7. The bylaws may restrict the class of persons who are eligible to be appointed as mediators, conciliators or arbitrators, and may specify the manner in which they are appointed.
- 82.8. Any party to a mediation may require the Disputes Panel to appoint an alternative mediator. Any party to any other process under this Chapter handled by a delegate or delegates of the Disputes Panel may ask the Disputes Panel to appoint an alternative delegate or delegates.
- 83. *Dispute Resolution***
- 83.1. Every person appointed by the Disputes Panel to conduct any dispute resolution process under this Chapter must disclose any conflict of interest they have, or could be perceived to have, to the parties. If a party indicates they are uncomfortable with that delegate handling the matter, that delegate should refer the matter to the Disputes Panel for decision.
- 83.2. Disputes Panel members or delegates may determine their own process in handling all matters under this Chapter, which includes the power of a panel of Dispute Panel members delegated to handle a matter to sub-delegate the investigation of the matter to a single member, for report to the panel members.
- 83.3. In every dispute resolution process established under this Chapter, regard must be given to opportunities which arise at any stage of the process, to resolve or reduce the matter by any alternative dispute resolution process.
- 83.4. The Disputes Panel may invite any *Greens Member* or body affected by a matter to be made a party to the matter, and/or to be represented at any stage of the process.
- 83.5. Every party to a dispute resolution process is entitled to natural justice, including the right to make oral or written submissions, and the right to representation and support, if that party could be subject to any adverse finding or recommendation.
- 83.6. The person/s conducting any dispute resolution process established under this Chapter must take into account:
- (a) the presumption that *Members* of the *Party* are entitled to contribute to the *Party* through its various offices and functions;
 - (b) the importance of upholding the good reputation of the *Party*;
 - (c) the interests of *Members* who are not party to the dispute;
 - (d) the need to redress behaviour that is detrimental to the well-being of the *Party* or any of its *Members*;
 - (e) the need for every *AGV Member* and body to understand and abide by
 - (f) the *Greens Charter, Constitution* and bylaws; and
 - (g) all matters put by the parties;
- and must make a decision or conclude the matter in a way which resolves the dispute with as much finality as is reasonably possible in all the circumstances of the matter.
- 83.7. During any process established under this Chapter, or in any decision made in resolution of a matter, the Disputes Panel or its delegate may require any party, including by way of a formal written order, to do any act or abstain from doing any act which in their opinion is appropriate and reasonable in all the circumstances of the matter.

84. Review

- 84.1. If a party is dissatisfied with the outcome of any matter handled by a single delegate of the Disputes Panel that party may, within 7 days of being informed of the decision, request in writing to the Convenor of the Disputes Panel that the matter be reviewed.
- 84.2. Every request for review (other than for review of a mediation outcome) will be heard by not less than 3 members appointed by the Disputes Panel. The members will endeavour to reach consensus on an appropriate resolution to the issue.

85. Other Matters

- 85.1. All matters put in proceedings under this Chapter, or made known to other *Members* or *Party* bodies arising from the Disputes Panel's investigation of a matter, are private and privileged information, and such *Members* or *Party* bodies will not disclose any knowledge gained during the dispute resolution process to any other person without the consent of the other parties. If the above requirement is not observed, or if such matters are raised by any party in a court of law in civil proceedings between the parties, such an action can be grounds for the *Member* to be subject to the disciplinary provisions of [section 12](#).
- 85.2. Grievances arising from the conduct of any delegate of the Disputes Panel will be made to the Disputes Panel which will deal with such grievance as it sees fit. A grievance regarding the conduct of the Disputes Panel or any of its members may be made to the *State Executive* or *State Council*. *State Council* or *State Executive* may prohibit or restrict any person from acting as a delegate of the Disputes Panel for such period as the *State Council* sees fit. Only *State Council* may dismiss any person from the Disputes Panel. Any *State Council* decision made under this clause would be reviewable only by a duly constituted State Conference of *Members*.
- 85.3. Nothing in this Chapter gives any person power to cancel or suspend any person's membership of the AGV.
- 85.4. In the event that a person has:
- (a) entered into an agreement in settlement of a mediation or conciliation; or
 - (b) been the subject of any formal order or decision made in a process under this Chapter;
- and the person breaches or fails to comply with the agreement, order or decision, then any AGV *Member* may bring this to the attention of the Disputes Panel, which may make a report to the *State Council* specifying the nature of the breach or non-compliance, and may request that the person be dealt with pursuant to [section 12](#) of this *Constitution*.
- 85.5. The Disputes Panel must keep the *State Executive* and *State Council* informed of any dispute that is likely to affect the well-being, reputation, finances or legal obligations of the AGV.
- 85.6. The *State Council* may make bylaws with respect to any aspect of the dispute resolution process.

Appendix

THE CHARTER OF THE GREENS

We live at a crucial time in history. Never before have we had so many answers to the problems that have dogged our developing world. Solutions now exist that could greatly decrease the poverty, hunger and ill-health of our fellow humans and we now have technologies to reduce and repair much of the ecological damage to our planet.

Clean air, clean water and ecological sustainability are possible. Yet this is not being achieved. World-wide, governments lack the political will to make the necessary adjustments that will bring an end to the conflict, pollution, poor health and social inequity that characterise our time.

The *Greens* have evolved in this climate to show a new way forward. A Green response to the ecological crisis proceeds on the basis of a respect for all life, both human and non-human.

We recognise the mutual interdependence between humanity and the rest of nature and we seek to move toward an ecologically sustainable path.

We seek to eradicate poverty, oppression and discrimination and to build a society underpinned by values of participatory democracy, social justice, and the respect for cultural and ecological diversity. We aim to transform the political, social and economic structures that disempower and oppress people and to develop a rich, participatory cultural life that enables the flourishing of new democratic movements for progressive change.

We believe that contesting elections is a necessary step toward the building of an ecologically sustainable and socially just society, but that it is by no means the only step. We seek to encourage and facilitate grassroots movements and community initiatives that are working towards ecological responsibility, social justice, affirmative action and global equity. We seek to avoid parochialism and to cultivate a global, ecological consciousness and a long-term perspective in order to safeguard the interests of both existing and future generations and nonhuman species. We believe Australia should play an active role in building a more co-operative world that is capable of addressing the glaring disparities in energy and resource consumption and quality of life between rich and poor. We aim to extend recognition and assistance to progressive social movements in other countries and to international institutions that are working toward these ends.

Reflecting an awareness of the interrelatedness of all ecological, social and economic processes, the general principles of the *Greens* are:

ECOLOGY:

1. to ensure that human activity respects the integrity of ecosystems and does not impair biodiversity and the ecological resilience of life supporting systems.
2. to encourage the development of a consciousness that respects the value of life.

DEMOCRACY:

1. to increase opportunities for public participation in political, social and economic decision-making.
2. to break down inequalities of wealth and power which inhibit participatory democracy.

SOCIAL JUSTICE:

1. to eradicate poverty by developing initiatives that address the causes as well as the symptoms of poverty.
2. to provide affirmative action to eliminate discrimination based on gender, age, race, ethnicity, class, religion, disability, sexuality or membership of a minority group.
3. to introduce measures that redress the imbalance between rich and poor.

PEACE:

1. to adopt and promote a non-violent resolution of conflict.
2. to develop an independent, non-aligned foreign policy and a non-nuclear, defensive, self-reliant defence policy.

AN ECOLOGICALLY SUSTAINABLE ECONOMY:

1. to develop economic policies which will ensure greater resource and energy efficiency and development and use of environmentally sustainable technologies. ecological resources on behalf of future generations.
2. to reduce dependence on non-renewable resources and ensure sustainable use of renewable resources.
3. to adopt more comprehensive social, environmental and technology assessment practices.
4. to facilitate socially and ecologically responsible investment.

MEANINGFUL WORK:

1. to encourage, develop and assist work that is safe, fairly-paid, socially useful, personally fulfilling and not harmful to the environment.
2. to encourage and facilitate more flexible work arrangements (such as job sharing, part-time work, self-employment), on-going education, training and social welfare (including childcare) so that more people can engage in meaningful work.

CULTURE:

1. to respect and protect ethnic, religious and racial diversity.
2. to recognise the cultural requirements of the original Australians, and to assist in ensuring the achievement of Aboriginal land rights and self-determination.

INFORMATION:

1. to facilitate a free flow of information between citizens and all tiers of government.
2. to ensure that Australians have the benefit of a locally responsible, diverse, democratically controlled and independent mass media.

GLOBAL RESPONSIBILITY:

To promote equity between nations and people by:

1. facilitating fair trading relationships.
2. providing for increased development assistance and concerted action to abolish Third World debt.
3. providing increased green technology transfer and skills to developing countries.
4. opposing human rights abuses and political oppression.
5. ensuring that Australia plays an active role in promoting peace and ecological sustainability.

LONG RANGE FUTURE FOCUS:

1. to avoid action which might risk long-term or irreversible damage to the environment.
2. to safeguard the planet's ecological resources on behalf of future generations.

SCHEDULE 1

1. Whereas at the time of the adoption of certain amendments to the Constitution which commenced in February 2012, there were a number of *Branches* in existence whose geographic jurisdiction did not correspond to one or more Local Government Area, the purpose of this Schedule is to:
 - (a) ensure that within such Local Government Areas (only), either those *Branches* may continue or other arrangements as provided for in this Schedule are given effect; and
 - (b) prescribe the representation of such *Branches* on *State Council*.
2. The Local Government Areas referred to in clause 1 of this Schedule are the City of Greater Geelong, the Borough of Queenscliffe and the Shire of Yarra Ranges. The *Branches* referred to in clause 1 (being those which were in existence at the time of the amendments to the Constitution in February 2012 and still in existence at the time of the inclusion of this Schedule in the Constitution) are Geelong and District, Bellarine, Dandenong Ranges, Healesville and Upper Yarra. These are referred to in this Schedule respectively as “Schedule 1 LGAs” and “Schedule 1 *Branches*.”
3. Notwithstanding the terms of the Constitution, but subject to this Schedule, each Schedule 1 Branch shall continue in existence and shall have the same geographic jurisdiction (or such expanded jurisdiction as *State Council* may determine, but only for the purpose of ensuring that each *AGV member* within a Schedule 1 LGA is covered by the jurisdiction of a Schedule 1 *Branch*) unless and until that *Branch* votes to dissolve itself or lapses or is suspended in accordance with the Constitution and is not re-established within 12 months. Should such a *Branch* vote to merge with another *Branch* it may only do so if it amalgamates with another *Branch* or *Branches* in the same Schedule 1 LGA; or otherwise such that the resultant merged *Branch* corresponds to one or more Local Government Area.
4. Where a Schedule 1 *Branch* exists whose jurisdiction does not correspond to one or more Local Government Area, the representation on *State Council* of the relevant *Branches* by Branch Representatives will be such that the *AGV members* in each Schedule 1 LGA shall, if it has at least 15 *AGV members*, elect one Branch Representative to *State Council* (including to a casual vacancy), in accordance with any by law enacted by *State Council*, or in default of such a by law, by a postal ballot of the relevant *AGV Members* conducted at the same time as elections for regional representatives.
5. Where the person or committee appointed by the *State Executive* is responsible for determining which Legislative Council region a *Branch* falls into for the purposes of *State Council* representation, Schedule 1 *Branches* which abut each other must all be assigned to the same Legislative Council region, which shall be the Legislative Council region that a plurality of members of the abutting Schedule 1 *Branches* reside within.
6. Whereas certain functions, powers and responsibilities are vested in a *Branch* under clauses:
 - (a) 24.1 (e) (replacing a *State Council* representative);
 - (b) 24.1 (h) (endorsing local government candidates);
 - (c) 55.2 (*Branches* being local government campaign committees);
 - (d) 56.4 (a) (local government pre-selection); and
 - (e) 57.1 (preferences in local government);in the case of *Branches* within or partly within Schedule 1 LGAs, *State Council* may enact by laws prescribing how such decisions may be made jointly by the relevant Schedule 1 *Branches* or by the members of those *Branches*. In default of such by laws any decision which would otherwise be made by a *Branch* corresponding to one or more Local Government Area may be made by concurrent decisions of all the relevant *Branches*.