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# **CONSTITUTION OF THE GREENS (WA) Inc.**

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12 December 2020



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# CONSTITUTION OF THE GREENS (WA) INC.

We acknowledge the Traditional Custodians of these lands on which we live, we recognise their continuing connection to land, waters and culture. We pay our respects to their Elders past, present and emerging. These lands were never ceded.

## THE CHARTER

### **Basis of The Charter**

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 on our planet wrought by our industrial and agricultural activities. Clean air, clean water and ecological sustainability are possible. Yet this is not being done.

Worldwide, conservative 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 characterises 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, human and non-human. We recognise the mutual interdependence between humanity and the rest of nature and we seek to move down an ecologically sustainable path. We seek to eradicate poverty, oppression and discrimination and to build a society that is underpinned by the values of participatory democracy, social justice, and respect for cultural and ecological diversity. We aim to transform the political, social and economic structures that oppress people and to develop a rich, participatory cultural life that enables the flourishing of a new democratic movement for progressive change.

We believe that contesting elections is a necessary step towards the building of an ecologically sustainable and socially just society, but that it is by no means the only step. We recognise and seek to facilitate grassroots movements and community initiatives that are working towards ecological responsibility, social justice, affirmative action on behalf of groups who are discriminated against, Aboriginal land rights, peace, and Third World development.

We seek to avoid parochialism and to cultivate a global, ecological consciousness and long- range perspective in order to safeguard the interests of both existing and future generations and non- human species. We believe Australia should play an active role in building a more co-operative and ecologically sustainable world that is capable of addressing the glaring disparities in energy and resource consumption and quality of life between the rich and poor. We aim to extend recognition and assistance to progressive social movements in Australia and other countries and to international institutions that are working towards these ends.

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

### **Ecology**

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

### **Democracy**

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

### **Social Justice**

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

### **Peace**

- to adopt and promote nonviolent resolution of conflict;
- to develop an independent, nonaligned foreign policy;
- to develop a self-reliant, defensive, non-nuclear defence policy.

### **Ecological Sustainability**

- to develop economic policies which will ensure greater resource and energy efficiency as well as development and use of environmentally sustainable technologies;
- to reduce dependence on non-renewable resources and ensure sustainable use of renewable resources;
- to adopt more comprehensive social, environmental and technology assessment practices;
- to facilitate socially and ecologically responsible investment.

### **Meaningful Work**

- to encourage, develop and assist work that is safe, fairly paid, socially useful, personally fulfilling and not harmful to the environment;
- to encourage and facilitate more flexible work arrangements, (such as job sharing, part-time work, self-employment), on-going education.

### **Culture**

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

### **Information**

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

### **Global Responsibility**

- To promote equity between nations and peoples by:
- facilitating fair trading relationships;
- providing for increased development assistance and concerted international action to abolish Third World debt;
- providing increased green technology transfer and skills to developing countries;
- opposing human rights abuses and political oppression;
- ensuring that Australia plays an active role in promoting peace and ecological sustainability.

### **Long-range Future Focus**

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

# PART ONE: NAME AND DEFINITIONS

## 1. NAME OF ASSOCIATION

The name of the Association is The Greens (WA) Inc.

## 2. DEFINITIONS

Constitution of the Greens (WA) Inc.

In this Constitution, unless the contrary intention appears:

**“the Act”** means the Associations Incorporation Act 2015.

**“the Association”** means The Greens (WA) Inc.

**“The Australian Greens”** is the national confederation of State Parties known as Member Bodies that comprise *“The Australian Greens”*.

**“Body”** means any formally constituted group or meeting of the Association or any group established by authority of such formally constituted group or meeting.

**“Consensus”** means a decision making process based on co-operation, considering the expressed views and opinions of all participants to formulate a decision which is consented to by all participants.

**“Co-convenor”** means one of two Co-convenors of The Greens (WA) Inc.

**“Convenor”** means an individual elected to fulfill the convenorship role.

**“Facilitator”** means a person appointed to guide the conduct and process of a meeting of a body of The Greens (WA) Inc., to ensure that the business of the meeting is dealt with in an efficient and fair manner.

**“Financial year”** means the year from 1 July in a calendar year to 30 June in the following calendar year.

**“General Meeting”** means a meeting as defined in Clause 42.

**“Inquorate”** means a meeting attended by less Members than required by its quorum and therefore unable to conduct business formally.

**“In writing”** means a document which is handwritten, typed or submitted electronically.

**“Local group”** means that part of The Greens (WA) Inc. established under Clause 34 within a Regional Group area.

**“Member”** means a Member of The Greens (WA) Inc. according to Clause 6.2, unless otherwise provided for (also see “the Membership”).

**“National Delegate”** means the convenor of the Western Australian delegation to National Conference and the convenor of the National Working Group.

**“Newsletter”** means the newsletter of The Greens (WA) Inc. referred to in Clause 49.

**“Office bearers”** means the Co-convenors or Convenor, Secretary and Treasurer.

**“Political party”** means an organisation or group of people active in political affairs related to achieving the election of people to any State, Territory or Federal Parliament.

**“Public office”** means an elected position in a Local Government body in the State of Western Australia, in the Parliament of Western Australia or in the Parliament of the Commonwealth of Australia.

**“Quorate”** means a meeting attended by a quorum and thereby able to conduct business formally.

**“Quorum”** means the number of members of a body required to be present to transact business formally.

**“Regional Group”** means that part of The Greens (WA) Inc. referred to in Clause 33.

**“the Representatives Council”** means the Representatives Council of The Greens (WA) Inc. referred to in Clause 27.

**“Secretary”** means the Secretary referred to in Clause 21.

**“Special Resolution”** has the meaning given by Section 51 of the Associations Incorporation Act 2015 and refers to resolutions to change the Constitution or dissolve the organisation which require at least a three-fourths majority vote to pass.

**“State Member”** means the Western Australian representative to National Council referred to in Clause 37.4.

**“Deputy State Member”** means the Western Australian representative to National Council when acting as replacement for the State Member.

**“State organisation”** means the whole of The Greens (WA) Inc. in Western Australia.

**“the Membership”** means Members and Honorary Life Members of The Greens (WA) Inc. according to Clause 6.

**“Treasurer”** means the Treasurer referred to in Clause 22.

**“The Committee”** means the Committee referred to in Clause 27.



## **PART TWO: VISION, OBJECTIVES AND POWERS**

### **3. VISION AND OBJECTIVES**

#### **3.1 VISION**

The Greens (WA) Inc. uphold and work toward a global society characterised by:

- a) ecological sustainability;
- b) social justice;
- c) grassroots, participatory democracy; and
- d) peace and nonviolence.

#### **3.2 OBJECTIVES**

The Greens (WA) Inc. objectives are:

- a) to seek the election or appointment to public office in Local Councils, State Parliament and the Commonwealth Parliament, people who are committed to The Greens' Charter, principles, policies and objectives;
- b) to be a registered political party pursuant to the West Australian Electoral Act and to be the sole source of recognition of related parties of The Greens (WA) Inc.;
- c) to encourage other political parties to adopt our policies and principles by electoral strategies and direction of voting preferences;
- d) to promote and assist other associations and organisations (whether incorporated or not) and persons in working for the objectives of The Greens (WA) Inc.;
- e) to promote the development of, and participate and communicate with, the Green political movement, locally, nationally and globally;
- f) to foster a world characterised by peace and nonviolence, social justice, grassroots participatory democracy and ecological sustainability;
- g) to make, publicise and strive to implement policies on local, national and global issues as described in The Charter;
- h) to engage in education of ourselves and the rest of the community to raise awareness of the issues and concerns covered in The Charter;
- i) to coordinate mutual support and joint actions on behalf of the Members; and
- j) to carry out such tasks as the Members may from time to time delegate to the state body. This delegation may be revoked at any time.

**3.3** The property and income of The Greens (WA) Inc. shall be applied solely towards the promotion of the objectives of The Greens (WA) Inc. No part of that property or income may be paid or otherwise distributed, directly or indirectly, to any of the Membership, except in good faith in the promotion of those objectives.

**3.4** No payment shall be made to a member of the Representatives Council.

#### **4. POWERS**

The powers conferred on The Greens (WA) Inc. by Section 14 of the Act are vested, subject to this Constitution, in the State organisation and concurrently in each Regional Group provided that the following powers are reserved to the State organisation:

- a) to set annual subscriptions;
- b) to speak for The Greens (WA) Inc. on party and policy matters;;
- c) to preselect Senate candidates;
- d) to incur debts beyond the Regional Group's assets at the time the debt arises;
- e) all matters in Clause 17 and Part Eleven of this constitution, provided that the Representatives Council may delegate any or all of such matters to a Regional Group or Working Group on such terms as it thinks fit; and
- f) to censure, suspend and expel Members.

### **PART THREE: MEMBERSHIP**

#### **5. ELIGIBILITY**

**5.1** Membership of The Greens (WA) Inc. is open to any individual who:

- a) supports The Greens (WA) Inc. charter, vision, and objectives;
- b) agrees to abide by this constitution and the Code of Conduct;
- c) pays the subscription or has contributed personal labour or skills towards the fulfilment of Greens (WA) objectives, as determined by the Representatives Council;
- d) is not a member of any other political party;
- e) is neither a candidate for a state or federal election, nor an employee of a candidate or elected representative of another political party;
- f) is neither an independent candidate for a state or federal election, nor an employee of an independent candidate or an independent elected representative unless approved by the Representatives Council; and
- g) normally resides in Western Australia.

**5.2** An individual who does not normally reside in Western Australia and is not eligible for membership of another state or territory party within the Australian Greens, may still be considered eligible for membership of The Greens (WA) at the discretion of Representatives Council.

**5.3** Members may be a member of a political party in another country, if that party shares the vision and principles of The Greens (WA) Inc.

**5.4** If, at any time, a member fails to meet the criteria for eligibility, Representatives Council can review their membership, subject to any subsequent bylaws and Clause 11.

#### **6. CATEGORIES OF MEMBERSHIP**

**6.1** There are two categories of Membership: Members and Honorary Life Members.

## **6.2 Members**

- a) must be 16 years or over;
- b) must be 18 years or over to nominate for or hold the position of a Greens (WA) Office Bearer or a Permanent Representative of a Regional Group; and
- c) shall be entitled, subject to this constitution and any by-laws made under it, to participate in all the activities of The Greens (WA) Inc.

## **6.3 Honorary Life Members**

An Annual General Meeting may confer honorary life Membership on any person who has made an outstanding contribution in achieving the vision and principles of The Greens (WA) Inc. Honorary Life Members shall have all the rights of Members.

## **7. APPLICATION FOR MEMBERSHIP**

**7.1** A person who wishes to become a Member shall apply for Membership in writing to The Greens (WA) Inc. in such form as the Representatives Council directs from time to time.

**7.2** An application for Membership:

- a) shall be considered at the first meeting of the relevant Regional Group after the application is received;
- b) shall be considered while the applicant is absent from the meeting; and
- c) shall be either approved or rejected by the Regional Group.

**7.3** If the applicant resides where there is no Regional Group the application shall be accepted or rejected by the next meeting of the Representative Council after the application is received and processed.

**7.4** The decision of the Regional Group to approve or reject shall be forwarded to the next meeting of Representatives Council. The Representatives Council shall confirm the decision or refer the approval or rejection back to the Regional Group for further consideration.

**7.5** The Regional Group shall reconsider the application at their next meeting and advise the next meeting of the Representatives Council of the decision of the Regional Group.

**7.6** The decision of the Regional Group upon reconsideration to approve or reject an application shall be accepted by the Representatives Council. The Representatives Council has no power to again refer the application back to the Regional Group.

**7.7** Where a Membership application has not been considered by a Regional Group within three calendar months of receipt of that application, that application shall be considered at the next Representatives Council meeting.

**7.8** The applicant shall become a Member of that Regional Group from the date that the Membership application is approved by the Representatives Council. The new Member will be given a copy of the Constitution of The Greens (WA).

**7.9** There is no right of appeal against a Membership decision, and there is no requirement to give the applicant a reason for the decision.

## **8. REGISTER OF MEMBERSHIP**

**8.1** The Secretary shall on behalf of The Greens (WA) Inc. ensure that a Register of Membership with postal or residential addresses, as well as email addresses, is kept and maintained in accordance with Section 53 of the Act, and that Register shall be so kept and maintained at the office of The Greens (WA) Inc. or such place as is determined by Representatives Council.

**8.2** The Secretary may delegate the maintenance of the Register of Membership to the Membership Officer where such an officer has been appointed by the Representatives Council.

**8.3** The Secretary shall ensure that the name of a person who dies or who ceases their Membership under Clauses 10 and 11 is removed from the Register of Membership.

## **9. SUBSCRIPTIONS**

**9.1** The amount of the subscription to be paid by each Member shall be determined from time to time at an Annual General Meeting.

**9.2** Each Member shall pay, on such dates as the Representatives Council from time to time determines, the amount of the subscription determined under Clause 9.1.

**9.3** A Member whose subscription is not paid within three months after the relevant date fixed by or under Clause 9.2 ceases on the expiry of that period to be a Member, unless the Representatives Council decides otherwise.

**9.4** If a Member pays their subscription within six months of lapsing, this payment will be treated as a Membership renewal. After this period, they must re-apply for Membership.

## **10. RESIGNATION OF MEMBERSHIP**

**10.1** Membership ceases immediately on a Member giving notice in writing of their resignation to the Secretary, or on a later date if specified in the letter of resignation.

## **11. CENSURE, SUSPENSION AND EXPULSION**

**11.1** Representatives Council has the authority to censure, suspend or expel a Member for conduct which is detrimental to the interests of The Greens (WA) Inc.

**11.2** If a Member is considered for censure, suspension or expulsion from The Greens (WA) Inc. because of their conduct, then the Censure, Suspension and Expulsion by-law shall be followed.

**11.3** Any Member who stands as a candidate for any other party, or as an independent for election to a state or federal seat shall have their Membership immediately revoked unless approval has been granted by the Representatives Council.

**11.4** Any Member who takes up employment with a candidate or elected representative of another political party shall have their Membership immediately revoked.

**11.5** Any Member who takes up employment with an independent candidate or an independent representative shall have their Membership immediately revoked unless approval has been granted by the Representatives Council.

## **PART FOUR: MEMBERSHIP RIGHTS**

### **12. MEMBERSHIP RIGHTS**

All Members are entitled to the following benefits:

- a) to be eligible to be elected as an Office Bearer to the state organisation or to one of its constituent groups;
- b) to participate in discussion, debate and decision-making in Greens (WA) meetings, according to the constitution of The Greens (WA) Inc., except where a by-law or working group mandate limits this entitlement;
- c) upon being accepted as a Member, to receive a copy of The Charter and the constitution of The Greens (WA) Inc.;
- d) upon request, to receive a copy of the audited accounts of the previous year. The request is to be made in writing, will be subject to a reasonable charge to cover printing and postage, and will be provided in a reasonable time;
- e) to receive and distribute communications about matters pertaining to The Greens (WA) Inc. with the entire Membership through The Greens (WA)' communication channels within reason constrained by space, cost and time limitations, and subject to party approved communication processes and protocols;
- f) to receive the recognised Members' newsletter of The Greens (WA) Inc.;
- g) to participate in policy formation according to the constitution;
- h) to seek preselection for Public Office as a candidate for The Greens (WA) Inc.;
- i) to, at any reasonable time, inspect without charge the books, records and security of The Greens (WA);
- j) to, at any reasonable time, inspect the Register of Office Bearer's Financial Interests; and
- k) to, at any reasonable time, inspect without charge the Register of Membership and the Record of Office Bearers kept in accordance with Clauses 8 and 27.1.
- l) If —
  - a. a member inspecting the register of members wishes to make a copy of, or take an extract from, the register under section 54(2) of the Act; or
  - b. a member makes a written request under section 56(1) of the Act to be provided with a copy of the register of members, the Representatives Council will require the member to provide a statutory declaration setting out the purpose for which the copy or

extract is required and declaring that the purpose is connected with the affairs of the Association.

### **13. RIGHT TO ASSOCIATE**

Members of The Greens (WA) Inc. shall have the right to associate within a particular locality or to pursue a particular issue, provided that they shall not:

- a) use the name “The Greens (WA)”;
- b) purport to represent “The Greens (WA); or
- c) expend monies belonging to The Greens (WA) Inc. or incur debts in the name of The Greens (WA) Inc. without the express authorisation of the Representatives Council or the relevant Regional Group.

### **14. CONFLICT RESOLUTION**

The Membership shall have available a mechanism to be utilised in resolving conflict within the Party by way of a Conflict Resolution By-law as adopted from time to time by Representatives Council.

### **15. NOT USED**

## **PART FIVE: POLICY**

### **16. FORMULATION OF POLICY**

**16.1** Any Member or body of The Greens (WA) Inc. may initiate policy which shall then be formulated allowing for open and full participation by Members within one or more of:

- a) Policy working groups;
- b) Regional Group or Local Group meetings;
- c) General Meetings;
- d) ballots; or
- e) the Newsletter.

#### **16.2 Core Policies**

- a) Core policies based on The Greens (WA) Inc. vision of ecological sustainability, social and economic equity, grassroots, participatory democracy, and peace and nonviolence shall comprise a set of policy principles introduced by a preamble; and
- b) The originating body or Member/s shall send a copy of the draft preamble and principles to the Secretary, who shall forward copies to every Regional Group for dissemination and discussion.

#### **16.3 Ratification of Core Policies**

Upon being satisfied that the preamble and set of policy principles are sufficiently clear and thoroughly debated, the Representatives Council shall initiate a ballot of the Members in accordance with Clause 52.2 to adopt or reject the policy.

## **16.4 Detailed Policy**

Detailed Policy will be developed and ratified in accordance with the Detailed Policy by-law.

## **PART SIX: SPEAKING RIGHTS**

### **17. SPOKESPEOPLE**

**17.1** The only people with continuous authority to give interviews or make public statements on behalf of The Greens (WA) Inc. shall be:

- a) spokespeople appointed by the Representatives Council, Regional Groups or Local Groups;
- b) Members in Public Office endorsed by The Greens (WA) Inc.;
- c) endorsed candidates for Public Office; and
- d) the Co-Convenors or Convenor.

**17.2** This authority may be revoked by decision of the authorising body.

**17.3** Representatives Council has the power to review speaking rights and revoke, if necessary, consistent with any relevant by-laws.

**17.4** Statements made by Regional Group or Local Group spokespeople shall be limited to matters directly related to that Group unless determined otherwise by the Membership of the Group in conjunction with the Representatives Council.

**17.5** Where a spokesperson has been appointed by Representatives Council to speak on behalf of a Working Group, they shall be limited to the mandate of that Working Group.

**17.6** Representatives Council may from time to time approve binding protocols for spokespeople.

### **18. FREEDOM OF EXPRESSION**

**18.1** Members who disagree with a policy or decision of The Greens (WA) Inc. shall remain wholly free to express and advocate their own views, except on occasions when they are communicating in a public capacity as representatives of The Greens (WA) Inc. In such instances they may express their own views, but make it clear these views do not reflect the position of The Greens (WA) Inc., which they shall also state.

**18.2** Notwithstanding this freedom of expression, all Members when expressing a view about The Greens (WA) policies or decisions shall express themselves in ways that are consistent with The Greens (WA) safe meeting procedures.

## **PART SEVEN: OFFICE BEARERS**

### **19. OFFICE BEARERS**

**19.1** The Office Bearers shall be two Co-Convenors or one Convenor, a Treasurer, and a Secretary.

**19.2** A Member may not hold the same office bearer position for more than three consecutive full terms and may not be an office bearer for more than four consecutive full terms.

**19.3** A Member may not hold more than one office bearer position at a time

## **20. CO-CONVENORS OR CONVENOR**

**20.1** The Co-convenors or Convenor shall support and encourage the Membership and groups to achieve the vision and objectives of The Greens (WA) Inc.

**20.2** With regard to General Meetings and meetings of the Representatives Council and of the Quick Decision Making Group, the Co-convenors or the Convenor shall:

- a) determine the time and place of meetings, in accordance with the requirement of this constitution;
- b) ensure that the appropriate notices of meetings, proposals and agendas are given;
- c) ensure that one or more Facilitators are appointed for each meeting; and
- d) ensure that meetings are conducted in accordance with the requirements of this constitution.

**20.3** One of the Co-convenors or the Convenor shall perform the duties of Registered Officer under The Commonwealth Electoral Act and equivalent duties with regard to State and Local Government elections.

## **21. SECRETARY**

The Secretary shall:

- a) coordinate the correspondence of The Greens (WA) Inc.;
- b) ensure that full and correct minutes of the proceedings of General Meetings and the meetings of the Representatives Council, Quick Decision Making Group and Administration Working Group are kept;
- c) comply on behalf of The Greens (WA) Inc. with:
  - (i) sub-clause 12k) of The Greens (WA) Inc. constitution and Section 27 of the Act in respect of the Register of Membership;
  - (ii) sub-clause 12c of The Greens (WA) Inc. constitution and Section 28 of the Act in respect of the constitution; and
  - (iii) sub-clause 12k) of The Greens (WA) Inc. constitution and Section 29 of the Act in respect of the Record of the Office Bearers and Members of the Representatives Council (excluding Rotating Representatives), by maintaining a record of the names and residential or postal addresses of the Office Bearers provided for by these rules.
- d) be responsible for receiving and disseminating information between the Representatives Council, Regional Groups, Local Groups and the Membership;
- e) ensure safe custody of all books, documents, records, seals and registers of The Greens (WA) Inc., including those referred to in sub-clause 21.1c) Clause 24 and Clause 54, other than those required by Clause 22.1
- f) to be kept and maintained by, or in the custody of, the Treasurer; and



g) perform such other duties as are directed by Representatives Council and the Administration Working Group.

## **22. TREASURER**

The Treasurer shall:

- a) be responsible for ensuring the receipt of all monies paid to or received by The Greens (WA) Inc., or by them on behalf of The Greens (WA) Inc., and for the issue of receipts for those monies in the name of The Greens (WA) Inc.;
- b) be responsible for the payment of all monies referred to in sub-clause 22.1a) into such account or accounts of The Greens (WA) Inc. as the Representatives Council may from time to time direct;
- c) be responsible for making payments from the funds of The Greens (WA) Inc. with the authority of a General Meeting or of the Representatives Council and in so doing ensure that all cheques are signed by two of four signatories authorised by the Representatives Council;
- d) comply on behalf of The Greens (WA) Inc. with Sections 25 and 26 of the Act in respect of the accounting records of The Greens (WA) Inc. by:
  - (i) keeping such accounting records to correctly record and explain the financial transactions and financial position of The Greens (WA) Inc.;
  - (ii) keeping such accounting records in a manner as will enable true and fair accounts of The Greens (WA) Inc. to be prepared from time to time;
  - (iii) keeping such accounting records in a manner as will enable true and fair accounts of The Greens (WA) Inc. to be conveniently and properly audited; and
  - (iv) submitting to the Membership at each Annual General Meeting of The Greens (WA) Inc. accounts of The Greens (WA) Inc. showing the financial position of The Greens (WA) Inc. at the end of the immediately preceding financial year.
- e) whenever directed to do so by the Co-convenors or Convenor or the Representatives Council, submit to the Representatives Council a report, balance sheet or financial statement in accordance with that direction;
- f) ensure safe custody of all securities, books and documents of a financial nature and accounting records of The Greens (WA) Inc., including those referred to in sub-clauses 22.1 d) and 22.1 e);
- g) perform such other duties as directed by the Representatives Council; and
- h) perform the duties of Agent under the Commonwealth Electoral Act and equivalent duties with regard to State and Local Government Electoral Acts.

## **23. ELECTION OF OFFICE BEARERS**

**23.1** Office Bearers shall be Members of The Greens (WA) Inc. as defined in Clause 6.2.

**23.2** Nominees shall have consented in writing to stand for election.

**23.3** Nominees shall sign a declaration that they understand the requirements of the Act, and their obligations under the Act, including Section 40 (Persons who are not to be members of Committee) and their Duties under Sections 3, 44, 45, 46, 47 and any other relevant sections.

**23.4 Method of Election**

- a) each Office Bearer shall be elected by secret ballot at the Annual General Meeting of The Greens (WA) Inc. Such ballots shall include a “Seek other candidates” option even if there is only one nomination; and
- b) the method of election shall be optional preferential, that is, a vote shall be valid if preferences are shown for one or more of the candidates.

**24. DISCLOSURE OF FINANCIAL INTERESTS**

**24.1** The Secretary shall on behalf of The Greens (WA) Inc. keep and maintain a Register of the Financial Interests of Office Bearers, the National Delegate, the State Member and the deputy State Member.

**24.2** Representatives Council may make by-laws governing the disclosure process, including determining a standard form upon which a disclosure is to be made and the period that the records shall be retained.

**24.3** Those named in Clause 24.1 shall, within one month of assuming their position, fully disclose their financial interests as under Clause 24.2, which shall be placed upon the Register.

**24.4** Should Representatives Council determine that a disclosure in the Register is incomplete or otherwise unacceptable, that disclosure shall be removed from the Register and those named in Clause 24.1 will be required to re-disclose their interests as under Clause 24.2.

**25. CASUAL VACANCIES OF OFFICE BEARERS**

**25.1** A casual vacancy shall be declared if an Office Bearer:

- a) dies;
- b) resigns by notice in writing delivered to a Co-convenor, the Convenor or, if both Co- convenors are resigning, to the Secretary;
- c) is convicted of an offence under the Act;
- d) is permanently incapacitated by ill health;
- e) fails to disclose their financial interests as required under Clause 24;
- f) is absent from more than:
  - (i) three consecutive Representatives Council meetings; or
  - (ii) three Representatives Council meetings in the same financial year, of which they have received notice, and has not tendered an apology to each of those meetings; or
- g) ceases to be a Member of The Greens (WA) Inc.

**25.2** Casual vacancies in the positions of Co-convenor or Convenor, Secretary or Treasurer shall be filled by secret ballot of the Representatives Council.

## **PART EIGHT: STRUCTURE AND PROCEEDINGS**

### **26. AFFIRMATIVE ACTION**

The Greens (WA) Inc. will endeavour to ensure that the representation in all elected or appointed positions reflects the demographic composition of the Western Australian population. The Greens (WA) Inc. processes will reflect affirmative action to improve the position of marginalised and disadvantaged groups. The Representatives Council may make by-laws to achieve this.

### **27. STATE ORGANISATION**

#### **27.1 Management**

The affairs of The Greens (WA) Inc. shall be managed by a council of representatives (“the committee”) (herein called “The Representatives Council”) consisting of:

- a) a Permanent Representative of each Regional Group, to be elected for a one-year term by the Regional Group from the Members of the respective Regional Group;
- b) the Co-convenors or the Convenor, the Secretary and the Treasurer;

**27.2** Only the above Members shall have voting rights.

**27.3** Only Members with voting rights shall be considered to be members of “the committee.”

**27.4** The following are expected to attend the Representatives Council and are able to participate in consensus but shall have no voting rights.

- a) another representative (known as the Rotating Representative) from each Regional Group, appointed from time to time, by the Regional Group from the Members of the respective Regional Group;
- b) one representative appointed annually by The Greens (WA) Inc. Local Government councillors from amongst their Members;
- c) one representative appointed annually by The Greens (WA) Inc. State parliamentarians from amongst their Members; and
- d) one representative appointed annually by The Greens (WA) Inc. Federal parliamentarians from amongst their members.

**27.5** An employee of The Greens (WA) Inc. may not be a Permanent Representative of a Regional Group.

**27.6** A Member shall not be a Permanent Representative of a Regional Group for more than three consecutive full terms, unless a Regional Groups requests it and approval is granted by Reps Council.

**27.7** Regional Group representatives shall represent the decisions of their Regional Group, subject to the process of Consensus Decision Making (see Clause 50).

### **28. CASUAL VACANCIES IN THE MEMBERSHIP OF REPRESENTATIVES COUNCIL**

**28.1** A casual vacancy shall be declared in the office of a Representatives Council member if the Representatives Council member:

- a) dies;
- b) resigns by notice in writing delivered to a Co-convenor or the Convenor or to the Secretary;
- c) is convicted of an offence under the Act;
- d) is permanently incapacitated by ill health;
- e) is absent from more than:
  - (i) three consecutive Representatives Council meetings; or
  - (ii) three Representatives Council meetings in the same financial year, of which they have received notice, and has not tendered an apology to each of those meetings; or
- f) ceases to be a Member of The Greens (WA) Inc.

**28.2** A casual vacancy in the membership of Representatives Council shall be filled by the Regional Group or the Body which elected or appointed that representative.

## **29. OPEN MEETINGS**

**29.1** Any Member not elected or appointed to any particular body may attend any meeting of that body as an Observer (with the exception of the Preferences Working Group). Attendance may be limited by the requirements of privacy legislation, The Greens (WA) Inc. Grievance procedures, The Greens (WA) Censure, Suspension and Expulsion by-laws and The Greens (WA) Inc. Employee Grievance Procedure. The right to attend Representatives Council Meetings, Working Group Meetings, Regional or Local Group Meetings or parts of those meetings may, at the discretion of the meeting, be restricted or limited for Members (whether they are a member or an observer of that group) who have, or are perceived to have, a conflict of interest in relation to some or all of the matters being discussed at those meetings.

**29.2** Where such a meeting is composed of representative or appointed Members, at the discretion of the meeting, observers may participate in the consensus process, but may not block consensus.

**29.3** Participation in meetings other than by physical presence shall be supported, as determined in by-laws adopted by Representatives Council from time to time.

## **30. MINUTES OF MEETINGS OF THE GREENS (WA) INC.**

**30.1** The Secretary shall ensure proper minutes of all proceedings of all General Meetings and meetings of the Representatives Council, Quick Decision-Making Group and the Administration Working Group to be taken and distributed within 21 days after the holding of each General Meeting or Representatives Council meeting.

**30.2** The Co-convenors or the Convenor shall ensure that the minutes taken of meetings under Clause 30.1 are brought to the succeeding relevant meeting for confirmation.

**30.3** When minutes have been confirmed as correct under Clause 30.2, they shall, until the contrary is proved, be evidence that:

- a) the meeting to which they relate (in this sub-clause called “the meeting”) was duly convened and held;
- b) all proceedings recorded as having taken place at the meeting did in fact take place; and
- c) all appointments or elections purporting to have been made at the meeting have been validly made.

**30.4** In the absence of, or at the request of the Secretary, a meeting may appoint a Member other than the Secretary as Minutes Secretary for that meeting.

**30.5** Minutes of meetings of all other bodies of The Greens (WA) Inc. shall be taken and kept, and a copy shall be provided to the State Secretary.

## **31. PROCEEDINGS OF REPRESENTATIVES COUNCIL**

**31.1** The Representatives Council shall ordinarily meet monthly for the dispatch of business.

**31.2** The Co-convenors or Convenor may, subject to Clause 31.3, convene an extraordinary meeting of the Representatives Council.

**31.3** The Secretary shall give at least 11 days notice of all Representatives Council meetings, together with any agenda items and any proposals, to all Representatives Council members. **31.4** A Representatives Council meeting is quorate if all of the following conditions are met:

- a) Permanent Representatives are present from 50% of Regional Groups;
- b) at least 50% of the members of the Representatives Council as defined in Clause 27.1 are present; and
- c) at least 2 office bearers are present.

**31.5** The order of business to be followed at a Representatives Council meeting shall be determined by the Representatives Council members present.

**31.6** The Co-convenors or the Convenor shall ensure that proposals that have been circulated to Regional Groups are given reasonable priority in the order of business.

**31.7** A Representatives Council member having any direct or indirect pecuniary interest referred to in Sections 21 or 22 of the Act shall comply with those Sections.

**31.8** Proxies of Representatives Council Members

- a) A Representatives Council member (in this sub-clause called the “appointing member”) who is unable to attend may appoint in writing another Member of The Greens (WA) Inc. who is not a current voting member of the Representatives Council as their proxy to participate on their behalf, with their full rights and entitlements.
- b) Voting members of Representatives Council may not act as a proxy for an appointing member.
- c) Proxies shall attend meetings in person and shall be entitled to only one proxy vote.
- d) Attendance by proxy does not contribute to the quorum.

## **32. QUICK DECISION MAKING GROUP**

### **32.1 Function and Powers**

- a) A Quick Decision Making Group shall be established to make decisions for The Greens (WA) Inc. on any matter of such urgency that it must be resolved before the next scheduled meeting of the Representatives Council.
- b) Decisions made by the Quick Decision Making Group shall be, as far as possible, consistent with existing policies and precedents of The Greens (WA) Inc.
- c) All decisions shall have effect only until the next meeting of The Representatives Council, unless ratified by that meeting.

### **32.2 Members**

The Quick Decision Making Group shall comprise the following Members:

- a) the Co-convenors or Convenor;
- b) the Treasurer;
- c) the Secretary;
- d) three people who are permanent representatives to Representatives Council from different Regional Groups: two from two of the Legislative Council metropolitan regions, and one from one of the Legislative Council country regions. The Representatives Council shall appoint these Members annually at the Representatives Council meeting immediately following the Annual General Meeting, and may replace these members from time to time as it sees fit; and
- e) The Representatives Council shall at the time of appointment also appoint a substitute permanent representative for each regional member to take the place of that member should they be unavailable.

### **32.3 Quorum**

Quorum for the Quick Decision Making Group shall be five Members

### **32.4 Proceedings**

- a) The Quick Decision Making Group may be convened by either Co-convenor or the Convenor and shall meet as often as is necessary, and no notice of the meeting or the business of the meeting is required.
- b) In matters relating to particular Regions or particular issues, the Quick Decision Making Group shall consult, where possible, with the Membership or bodies of The Greens (WA) Inc. who may be directly affected by the decision.
- c) Decisions of the Quick Decision Making Group shall be by consensus only.
- d) The Quick Decision Making Group shall meet in person and/or by phone. If any member is unable to attend, participation by electronic communication as agreed by the Quick Decision Making Group is acceptable.
- e) A Co-convenor or the Convenor shall report decisions made by the Quick Decision Making Group to the next meeting of the Representatives Council, which may ratify or negate the decision, take further actions, or issue guidelines for future decision making.

## **33. REGIONAL GROUPS**

**33.1** Regional Groups are the constituent groups of The Greens (WA) Inc. and manage the affairs of The Greens (WA) Inc. within the Regional Group area and contribute to the overall management of The Greens (WA) Inc. through their Permanent Representatives to the Representatives Council.

**33.2** Where there is no Regional Group, decisions on behalf of that region and its Members shall be by the Representative Council where possible after consultation of those Members.

### **33.3 Establishment of Regional Groups**

a) Membership of each Regional Group, subject to sub-clause 33.2 e), shall be composed of the Members who reside within that Regional Group's boundary.

b) Regional Group boundaries shall be based upon the Federal House of Representatives electorates and may be varied with the approval of the Representatives Council.

c) Variations to Regional Group boundaries shall be by:

(i) amalgamation of House of Representatives electorates or parts thereof to form a Regional Group; or

(ii) division of House of Representatives electorate into separate Regional Groups.

d) Variations to the House of Representatives electorate boundaries for the purpose of defining Regional Group boundaries shall be on the basis of:

(i) community of interests;

(ii) geography;

(iii) distance;

(iv) location of the Membership;

(v) ease of administration of a Regional Group;

(vi) meeting arrangements for a Regional Group;

(vii) obtaining quorum for Regional Group meetings;

(viii) functionality and size of the Representatives Council; or

(ix) any other relevant consideration.

e) Members may request a transfer to another Regional Group. Such transfers must be approved by the receiving Regional Group.

f) A Member shall be recorded as being affiliated to only one Regional Group at a time.

g) Where no Regional Group exists, 20 Members may apply in writing to be accredited by Representatives Council as a Regional Group.

h) Where a Regional Group exists, 20 Members may apply in writing to Representatives Council for a change to the Regional Group boundaries.

i) Adjoining Regional Groups may jointly propose to the Representatives Council a change in their boundaries.

### **33.4 Accreditation of Regional Groups**

a) The Representatives Council shall, subject to this constitution, accredit a Regional Group.

- b) An accredited Regional Group shall be known as “The (name) Regional Group of The Greens (WA) Inc.”.
- c) Following accreditation and subject to this constitution, Regional Groups shall have autonomy in relation to their own affairs, noting the financial provisions in Section 33.9.
- d) The provisions of this constitution shall apply to the Regional Group as if the Regional Group were The Greens (WA) Inc. provided that the Regional Group shall be entitled to make by-laws for the proper administration of meetings or business so long as such by-laws do not conflict with this constitution or by-laws created by The Greens (WA) Inc.

### **33.5 Withdrawal of Accreditation of Regional Groups**

- a) Accreditation shall be reviewed:
  - (i) if the number of Regional Group Members drops below 20;
  - (ii) if three calendar months have elapsed without a quorate Regional Group meeting having been held. Accreditation must be reviewed at the next Representatives Council meeting.
- b) The Representatives Council may decide not to withdraw accreditation. However, the matter shall remain on its agenda until such time as the Regional Group meetings are quorate, or a decision is made to withdraw accreditation.

### **33.6 Censure, Suspension or Withdrawal of Accreditation**

- a) The decision of the Representatives Council to censure, suspend or withdraw accreditation of a Regional Group for conduct which is detrimental to the interests of The Greens (WA) Inc. shall be by consensus.
- b) If consensus fails and a vote is taken, a three-fourths majority is required to censure, suspend or withdraw accreditation of a Regional Group.
- c) Upon withdrawal of accreditation, the Regional Group shall no longer be entitled to be represented at Representatives Council and shall cease to use the name of The Greens (WA) Inc. and the name of the Regional Group.

### **33.7 Management**

- a) Each Regional Group shall hold an Annual General Meeting not more than four months after the beginning of the financial year. Notice of Annual General Meeting shall be 14 days.
- b) The quorum for an Annual General Meeting shall be the quorum for a Regional Group meeting.
- c) The Office Bearers of the Regional Group shall be elected from the Members of the Regional Group at its Annual General Meeting and shall include a Convenor or Co-convenors, Secretary, Treasurer and Permanent Representative.
- d) The Permanent Representative may neither be an Office Bearer of The Greens (WA) Inc. nor an employee of The Greens (WA) Inc.
- e) Nominees for the role of Permanent Representative shall sign a declaration that they understand the requirements of the Act, and their obligations under the Act, including Section 39 (Persons who are not to members of Committee)



and their Duties under Sections 3, 44, 45, 46, 47 and any other relevant sections.

### **33.8 Proceedings**

a) The quorum for a Regional Group meeting shall be calculated on the number of Members of the Regional Group at the start of the financial year and shall apply throughout that financial year, as follows:

- (i) five for Regional Groups with less than 30 Members;
- (ii) six for Regional Groups with between 30 and 70 Members; or
- (iii) seven for Regional Groups with more than 70 Members.

b) Any Regional Group whose geographical distance between boundaries in any direction exceeds 100 kilometres shall allow for proxy voting.

c) Proxy voting shall be dealt with as provided for in Clauses 31.8 and 47.9.

d) Attendance by proxy does not contribute to quorum.

e) Inquorate groups can meet and discuss proposals and business but they cannot:

- (i) make any decisions binding on the group;
- (ii) approve new Members;

f) The Permanent Representative of an inquorate group may take part in all proceedings of the Representatives Council but may not block consensus.

g) Regional Groups may meet online. Regional Groups may develop protocols consistent with this Clause to govern online meetings.

### **33.9 Financial Control**

a) Any Regional Group which, notwithstanding legal obligations placed on The Greens (WA) Inc., does not cooperate in a financial audit or provide financial records to the Treasurer within one month of a formal request to do so, may have responsibility for its financial affairs taken over by the Treasurer, until such an audit is conducted and the financial affairs of the Regional Group are in accordance with all legal requirements.

b) Where the financial affairs of any Regional Group are taken over by the Treasurer, a reasonable charge may be made against the funds of that Regional Group to cover the costs (including staff time) associated with administering its financial affairs.

c) Other ongoing Regional Group expenditure can still be made by the Regional Group, with the consent of the Treasurer.

## **34. LOCAL GROUPS**

**34.1** A Regional Group may approve the establishment and dissolution of Local Groups within its regional area.

**34.2** If no Regional Group exists, the Representatives Council may approve the establishment or dissolution of Local Groups

**34.3** The Local Group shall be known as: (Name of Regional Group) (Name) Local Group or (Name) Local group should there be no Regional Group.

**34.4** The minimum number of Members required to form a Local Group shall be 10.

**34.5** The affairs of the Local Groups shall be conducted in accordance with by-laws adopted by their Regional Group or where there is no Regional Group by the Representatives Council.

**34.6** No more than three local groups may be constituted within a Region before a Regional Group is required to be established.

## **35. STANDING WORKING GROUPS**

There shall be two Standing Working Groups of The Greens (WA) Inc.: the Administration Working Group and the National Working Group. These bodies shall be ongoing with powers and membership requirements defined in the appropriate by-laws. By-laws of Standing Working Groups shall be reviewed by the Representatives Council from time to time as necessary.

## **36. ADMINISTRATION WORKING GROUP**

### **36.1 Functions and Powers**

The Administration Working Group will be responsible for the day-to-day administrative management of The Greens (WA) Inc. The Administration Working Group will:

- a) monitor and report on the implementation of all Representatives Council decisions;
- b) monitor and report on adherence with all legal obligations of an administrative nature;
- c) support and facilitate the overall functioning of the party, including preparation and presentation of the draft Greens (WA) annual budget to the Representatives Council;
- d) support the Office Bearers in the performance of their duties;
- e) provide detailed written reports to Representatives Council;
- f) be collectively responsible for the management of staff, volunteers and contractors;
- g) be responsible for the production of the newsletter and any other party publication or document; and
- h) do any other tasks specifically delegated by the Representatives Council.

### **36.2 Membership**

Administration Working Group shall consist of at least five and no more than nine Members being:

- a) the Co-Conveners or the Convenor;
- b) the Secretary;
- c) the Membership Officer (ex officio);
- d) the Treasurer; and
- e) up to four other Members selected and appointed by Representatives Council. Equality of gender will be an objective.

### **36.3 Duration**

Members shall be appointed for a 12-month term. Membership of the Administration Working Group is forfeited when, without reasonable excuse or without leave, a Member fails to attend three consecutive Administration Working Group meetings.

### **36.4 Quorum**

Quorum shall be three including two Office Bearers.

## **37. NATIONAL WORKING GROUP**

### **37.1 Functions**

The National Working Group will facilitate and coordinate communication between The Greens (WA) Inc., member bodies of The Australian Greens, and The Australian Greens. The National Working Group will:

- a) ensure that National Council and National Conference proposals are considered in a timely and effective manner by The Greens (WA) Inc.;
- b) encourage, facilitate and coordinate the development of proposals for The Australian Greens; and
- c) manage and distribute communications between The Greens (WA) Inc., relevant Working Groups and The Australian Greens.

**37.2** The Greens (WA) Inc. National Delegate, the State Member and the deputy State Member are ex-officio Members of the National Working Group.

**37.3** The National Delegate shall:

- a) convene/co-convene the National Working Group;
- b) coordinate The Greens (WA) Inc. delegation to National Conferences;
- c) liaise with the State Member on The Greens (WA) Inc.'s position on any proposals for National Conference; and
- d) be subject to disclosure of financial interests under Clause 24

**37.4** The State Member shall:

- a) attend National Council meetings;
- b) attend, report to and follow directions of the Representatives Council;
- c) attend, report to and follow directions of the Election Campaign Committee (when an Election Campaign Committee is established). In the circumstances of any difference of direction between the Election Campaign Committee and the Representatives Council, the Representatives Council's direction will prevail;
- d) consult and be informed by relevant state Working Groups and Western Australian representatives on Australian Greens Working Groups;
- e) ask The Greens (WA) Inc. Co-convenors to initiate a Quick Decision Making Group meeting if a decision is to be made by National Council:
  - (i) on expenditure or commitment to expenditure by The Greens (WA) Inc. outside of an agreed Australian Greens budget;
  - (ii) on any matter that has legal implications for The Greens (WA) Inc.;

(iii) when, in the opinion of The Greens (WA) Inc. State Member, the decision is likely to impact disproportionately on the interests of The Greens (WA) Inc.;

(iv) when, in the opinion of The Greens (WA) Inc. State Member, the decision requires further feedback from stakeholders within Western Australia, but a quick decision is required; or

(v) when requested to do so by a Greens (WA) office bearer, the convenor of a Greens (WA) Working Group, the convenor of a Regional Group, or a member of the Western Australian Party Room and there is insufficient time to bring the matter to a Representatives Council meeting for discussion and direction; and

f) be subject to disclosure of financial interests under clause 24

**37.5** The duties of the deputy State Member are to:

a) whenever required and requested by the State Member to assist in carrying out the duties described in Clause 37.4;

b) substitute for the State Member at National Council or the Representatives Council meetings if the State Member cannot attend;

c) perform such other duties as The Greens (WA) Inc. may from time to time determine; and

d) be subject to disclosure of financial interests under clause 24.

**37.6** The deputy State Member will attend any meeting as the State Member only if the State Member is unable to attend.

**37.7** The deputy State Member shall be accorded observer status at any National Council Meetings

**37.8** The National Delegate, the State Member and deputy State Member shall be elected at The Greens (WA) Inc. Annual General Meeting and shall not serve for more than three consecutive full terms in each position.

**37.9** No member may hold more than one of the positions of:

a) State Member

b) Deputy State Member

c) National Delegate

**37.10** Members of the Representatives Council shall be ineligible to hold the positions of State Member, Deputy State Member, or National Delegate.

**37.11** A casual vacancy shall be declared if the National Delegate or the deputy State Member:

a) dies;

b) resigns by notice in writing delivered to a Co-convenor, the Convenor or, if both Co-convenors are resigning, to the Secretary;

c) is convicted of an offence under the Act;

d) is permanently incapacitated by ill health;

e) fails to disclose their financial interests as required under Clause 24

f) become ineligible to hold the position under Clauses 37.9 and 37.10; or

g) ceases to be a Member of The Greens (WA) Inc.

**37.12** A casual vacancy shall be declared if the State Member:

- a) dies;
- b) resigns by notice in writing delivered to a Co-convenor, the Convenor or, if both Co- convenors are resigning, to the Secretary;
- c) is convicted of an offence under the Act;
- d) is permanently incapacitated by ill health;
- e) fails to disclose their financial interests as required under Clause 24;
- f) is absent from more than:
  - (i) three consecutive Representatives Council meetings; or
  - (ii) three Representatives Council meetings in the same financial year, of which they have received notice, and have not tendered an apology to each of those meetings
- g) becomes ineligible to hold the position under Clauses 37.9 and 37.10; or
- h) ceases to be a Member of The Greens (WA) Inc.

**37.13** Casual vacancies in the positions of National Delegate, State Member, or Deputy State Member shall be filled by secret ballot of the Representatives Council.

## **38. WORKING GROUPS**

**38.1** The Representatives Council or Regional Groups may establish Working Groups for specific purposes and duration. These bodies shall report to the establishing body.

### **38.2 Powers**

- a) The powers of the Working Group shall be determined by the establishing body and shall not exceed those of the establishing body.
- b) A Working Group shall not set up a subcommittee without the approval of the establishing body.

**38.3** Proceedings shall be conducted in accordance with the mandate conferred by the establishing body. Where the mandate is not explicit on these matters, proceedings shall be conducted according to the following Rules:

- a) Working Group participants shall appoint a convenor, who will be confirmed by the establishing body, for a term of 12 months.
- b) The convenor shall ensure that minutes are taken and submitted to the Secretary of the establishing body.
- c) The Working Group shall meet not less than every three months and shall report to the following meeting of the establishing body.
- d) The quorum for Working Groups shall be three.
- e) All Working Group meetings shall be open to any Member unless otherwise specifically defined in its mandate.
- f) If the Working Group does not meet for three months, its mandate may be reviewed by the establishing body.
- g) Decisions shall be made by consensus.

**38.4** Working Group mandates shall be reviewed annually.

### **38.5 Financial Control**

- a) Any Working Group which, notwithstanding legal obligations placed on The Greens (WA) Inc., does not cooperate in a financial audit or provide financial records to the Treasurer within one month of a formal request to do so, may have responsibility for its financial affairs taken over by the Treasurer, until such an audit is conducted and the financial affairs of the Working Group are in accordance with all legal requirements.
- b) Where the financial affairs of any Working Group are taken over by the Treasurer, a reasonable charge may be made against the funds of the Working Group to cover the costs (including staff time) associated with administering the financial affairs of the Working Group concerned.
- c) Other ongoing expenditure can still be made by the Working Group, with the consent of the Treasurer.

### **39. ELECTION CAMPAIGN COMMITTEES**

Representatives Council, Regional Groups and Local Groups may from time to time establish election campaign committees which shall be Working Groups with powers and functions as mandated by the Representatives Council.

#### **39.1 Financial Control**

- a) Any Election Campaign Committee which, notwithstanding legal obligations placed on The Greens (WA) Inc., does not cooperate in a financial audit or provide financial records to the Treasurer within one month of a formal request to do so, may have responsibility for its financial affairs taken over by the Treasurer, until such an audit is conducted and the financial affairs of the Election Campaign Committee are in accordance with all legal requirements.
- b) Where the financial affairs of any Election Campaign Committee are taken over by the Treasurer, a reasonable charge may be made against the funds of the Election Campaign Committee to cover the costs (including staff time) associated with administering the financial affairs of the Working Group concerned.
- c) Other ongoing expenditure can still be made by the Working Group, with the consent of the Treasurer.

### **40. SPECIAL INTEREST GROUPS**

Special Interest Groups shall be formed on the authority of The Greens (WA) Inc. for purposes of affirmative action on behalf of disadvantaged sectors of the community or particular policy campaigns. Special Interest Groups shall be conducted in accordance with a mandate determined by the Representatives Council.

#### **40.1 Financial Control**

- a) Any Special Interest Group which, notwithstanding legal obligations placed on The Greens (WA) Inc., does not cooperate in a financial audit or provide financial records to the Treasurer within one month of a formal request to do so, may have responsibility for its financial affairs taken over by the Treasurer,

until such an audit is conducted and the financial affairs of the Special Interest Group are in accordance with all legal requirements.

b) Where the financial affairs of any Special Interest Group are taken over by the Treasurer, a reasonable charge may be made against the funds of the Special Interest Group to cover the costs (including staff time) associated with administering the financial affairs of the Working Group concerned.

c) Other ongoing expenditure can still be made by the Special Interest Group, with the consent of the Treasurer.

## **41. PARLIAMENTARY REPRESENTATIVES**

### **41.1 Conduct of Parliamentary Representatives**

a) A Greens (WA) Member of Parliament shall adhere to the policies formulated by The Greens (WA) Inc.:

(i) except that where the views of an elected member are in conflict with The Greens (WA) Inc. policy, the elected member may vote according to their conscience; or

(ii) if, in the opinion of an elected member, their duty to the electorate is in conflict with The Greens (WA) Inc. policy, the elected member may vote according to their duty to their electorate.

b) When an elected member recognises a conflict between their conscience or duty to the electorate and The Greens (WA) Inc. policy, the elected member shall furnish a statement accounting for their position to Representatives Council; and

c) When an elected member votes against Greens (WA) policy, they shall at the earliest opportunity furnish a statement to Representatives Council accounting for the reason(s) for such a vote.

### **41.2. Accountability**

Parliamentary Members shall report in writing or in person to each Representatives Council meeting and in the newsletter.

**41.3** State Parliamentary Members shall determine protocols which they shall table at the Representatives Council after each State election. If the protocols are amended they shall be tabled at the next meeting of the Representatives Council.

## **42. GENERAL MEETINGS**

General Meetings of The Greens (WA) Inc. shall be Annual General Meetings, Ordinary General Meetings or Special General Meetings.

## **43. ANNUAL GENERAL MEETINGS**

**43.1** The Administration Working Group shall convene an Annual General Meeting within each calendar year not more than four months after the close of the financial year. Notice of Annual General Meeting shall be 14 days.

**43.2** A notice shall be sent to all Members advising of the opening of nominations for elected positions. Nominations shall open 21 days prior to the AGM and shall close at 5pm two days prior to the AGM. A Returning Officer shall be appointed by Representatives Council, prior to the opening of nominations.

**43.3** Business shall include, but shall not be limited to:

- a) presentation of the Annual Report;
- b) receipt of the audited financial statements for the previous year;
- c) election of Office Bearers;
- d) election of the State Member, deputy State Member and National Delegate to The Australian Greens; and
- e) approving the schedule of subscription fees to be paid by the Membership.

#### **44. ORDINARY GENERAL MEETINGS**

**44.1** Any group of the Membership may organise Ordinary General Meetings with the approval of the Representatives Council.

**44.2** Notice of meeting shall be at least 14 days.

**44.3** Ordinary General Meetings may receive reports from all bodies of The Greens (WA) Inc., debate matters of concern to the Membership, and make recommendations to Representatives Council, Regional Groups and the Membership.

#### **45. SPECIAL GENERAL MEETINGS**

**45.1** The Representatives Council may convene a Special General Meeting for the purpose of removing office bearers, amending the constitution or dissolving The Greens (WA) Inc.

**45.2** Notice of a Special General Meeting shall be at least 14 days.

**45.3** Membership Right to Call Special General Meetings

- a) If a request, in writing, from not less than 10 percent of the Members to convene a Special General Meeting is received by the Representatives Council, then the Representatives Council will convene a Special General Meeting within 30 days of receiving that request.
- b) The Members making the request shall:
  - (i) state the purpose of the Special General Meeting; and
  - (ii) sign that request.
- c) If a Special General Meeting is not convened within 30 days, then the Members who made the request may themselves convene a Special General Meeting.
- d) When a Special General Meeting is convened under c):
  - (i) the Representatives Council shall ensure that the Members convening the Special General Meeting are provided free of charge the Register of Membership; and
  - (ii) The Greens (WA) Inc. shall pay the reasonable expenses of convening the Special General Meeting.



## **46. NOTICE OF GENERAL MEETINGS**

**46.1** The Secretary shall give the Membership at least 14 days notice of a General Meeting and of any agenda items to be dealt with by the General Meeting.

**46.2** A notice given under Clause 46.1 shall specify:

- a) when and where the General Meeting is to be held; and
- b) particulars of the business to be transacted at the General Meeting and the order in which that business is to be transacted.

**46.3** The Secretary shall give the Membership not less than 14 days notice of a Special General Meeting at which a Special Resolution is to be proposed and of any other motions to be moved at that Special General Meeting.

**46.4** The Secretary may give a notice under Clause 46.1 by:

- a) serving it on a Member personally; or
- b) sending it by post or electronically to a Member at their address appearing in the Register of Members kept and maintained under Clause 8; or
- c) publishing it in the newsletter.

**46.5** When a notice is sent by post, sending of the notice shall be deemed to be properly effected if the notice is sufficiently addressed and posted to the Member concerned by ordinary prepaid mail.

**46.6** When a notice is sent by electronic means, sending of the notice shall be deemed to be properly effected if the notice is sent to an electronic address provided by that Member.

## **47. QUORUM AND PROCEDURE AT GENERAL MEETINGS**

**47.1** At an Ordinary General Meeting 20 Members present shall constitute a quorum.

**47.2** At an Annual General Meeting or a Special General Meeting, 30 Members present shall constitute a quorum.

**47.3** Proxies cannot contribute to a quorum for General Meetings.

**47.4**

a) If within 30 minutes after the time specified for the holding of a General Meeting (apart from a meeting pursuant to Clause 45.3) a quorum is not present, the General Meeting lapses and the General Meeting stands adjourned to the same time on the same day in the following week and to the same venue.

b) If within 30 minutes after the time specified for the holding of a Special General Meeting pursuant to Clause 45.3) a quorum is not present, the Special General Meeting lapses.

**47.5** If within 30 minutes of the time for the resumption of an adjourned General Meeting a quorum is not present, the Members who are present in person or by proxy may nevertheless proceed with the business of that General Meeting as if a quorum were present.

**47.6** The Co-convenors or Convenor may, with the consent of a General Meeting at which a quorum is present, if so directed by such a General Meeting, adjourn that General Meeting from time to time and from place to place.

**47.7** There shall not be transacted at an adjourned General Meeting any business other than business left unfinished or on the agenda at the time when the General Meeting was adjourned.

**47.8** When a General Meeting is adjourned for a period of 30 days or more, the Secretary shall give notice under Clause 46 of the adjourned General Meeting as if that General Meeting were a fresh General Meeting.

**47.9** A Member (in this clause called “the appointing Member”) may appoint in writing another Member who is a natural person to be their proxy and to attend and vote on their behalf at any Annual or Special General Meeting provided always:

- a) A Member may only be a proxy for up to three appointing Members.
- b) A proxy must physically be present at the meeting.
- c) The appointment is valid only for the specified meeting.

## **48. RIGHT TO MEET**

Nothing in this constitution entitles The Greens (WA) Inc. to prohibit the Membership from initiating groups based on locality and holding meetings to discuss issues, provided always that such groups or meetings shall not represent themselves as bodies of The Greens (WA) Inc. unless they have a mandate from The Greens (WA) Inc.

## **49. NEWSLETTER**

There shall be published at regular intervals, not less than four times per year, a Newsletter which shall be circulated to the Membership as a vehicle for communication among the Membership, as an impartial medium for comment and debate and for notification of Party matters and events of interest to members.

## **PART NINE: DECISION MAKING**

### **50. CONSENSUS**

**50.1** The Greens (WA) Inc. are committed to decision making by consensus.

**50.2** Consensus decision making shall be based on co-operation, considering the expressed views and opinions of all participants to formulate a decision which is consented to by all participants.

**50.3** With the exception of decisions requiring a ballot every effort shall be made to reach decisions by consensus.

### **51. FAILURE TO REACH CONSENSUS**

**51.1** If consensus cannot be reached at a meeting, as a last resort, certain groups may proceed to a vote.

**51.2** No meeting shall have the right to determine a matter by vote other than when:

- a) the body or meeting has a voting entitlement under Clause 51.5; and

b) the matter has been fully discussed but consensus has not been reached, and a vote is requested by at least three-fourths of the Members present who are eligible to vote.

**51.3** Where a matter is not resolved by consensus and the matter is not put to a vote, it may, at the request of any Member present and entitled to vote, be put on notice for consideration at either:

- a) the next scheduled meeting of the body; or
- b) a duly constituted special meeting of the body.

**51.4** Where a body has under this constitution no provision for voting, any Member present and entitled to participate in the consensus may require that the matter, after it has been fully discussed, be referred to an appropriate and duly constituted body which has under this constitution provision for voting. That body may decide or refer the matter, always subject to Clauses 50 and 51 requiring that every effort is made to reach consensus.

**51.5** The bodies which are entitled to go to a vote when consensus has failed are:

- a) Representatives Council;
- b) Regional Groups;
- c) Election Campaign Committees;
- d) Annual General Meetings; and
- e) Special General Meetings

## **52. VOTING PROCEDURES**

### **52.1 Methods of Voting**

- a) Voting shall be by a show of hands except that all contested elections and all ballots shall be decided in secret.
- b) Unless otherwise provided in the constitution, matters put to vote shall be resolved by not less than a two-thirds majority.
- c) A Special Resolution vote shall be decided by a majority of not less than three-fourths in accordance with Section 51 of the Act.
- d) A record of the vote result shall be recorded in the minutes of Representatives Council and Regional Group meetings.

### **52.2 Ballots**

A ballot shall be conducted:

- a) for preselection of Number 1 candidates for the Senate and the Legislative Council regions;
- b) for nomination of a Member to fill a vacancy in the Senate;
- c) for all Special Resolutions to remove office bearers, make major changes to the constitution or dissolve the party;
- d) upon the request of 10 percent of Members to remove any Office Bearer;
- e) upon the request of the Representatives Council or of one half or more of Regional Groups;
- f) to ratify policy in accordance with Clause 15; and

g) to bind The Greens (WA) Inc. in any other matter within the powers of The Greens (WA) Inc.

### **52.3 Eligibility to Vote in Ballots**

All Members are eligible to vote, provided that their subscription is current at the beginning of the month in which the ballot opened.

### **52.4 Conduct of Ballots**

a) The Representatives Council or the relevant Regional Group shall appoint a Returning Officer to conduct the ballot.

b) Where a decision by ballot of Members is required, a ballot form, notice of the proposal, statements representing the cases for and against the proposal where applicable, and any other material relating to the ballot and notice of the date of the close of the ballot shall be sent to all Members at least 14 days prior to the close of the ballot.

c) Except as provided for by this constitution, any ballot other than a ballot for an elected position shall not be conclusive unless at least 20 percent of the eligible Members vote. If the ballot is not conclusive, the ballot lapses.

d) A policy ballot shall be determined by a two-thirds majority of those voting in such a ballot.

e) The results of a ballot of the Members, as declared by the Returning Officer, shall be:

- (i) considered definitive as to the opinion of the Members;
- (ii) binding on all the Membership, Office Bearers and bodies of The Greens (WA) Inc. in accordance with the provisions of this constitution;
- (iii) deemed to be effective from the date on which the ballot closed or such later date as may have been specified in the ballot itself; and
- (iv) published in the Newsletter as soon as possible after the result of the ballot has been declared.

f) A question which has been determined by a ballot of Members may not be re-balloted within a period of 12 months following the declaration of that ballot, except by virtue of this constitution.

### **52.5 Regional Group Ballots**

Except as may be otherwise provided for in this constitution, the constitution of a Regional Group may specify:

a) which matters need to be determined by ballot of the Members of that Regional Group;

b) which matters are to be determined by procedure other than ballot;

c) the method of counting, the majority required and such other matters as are relevant to determining the outcome of a particular ballot; and

d) in the absence of such provision in a Regional Group's constitution, the provisions of this constitution apply.

## **53. PRESELECTION OF CANDIDATES**

### **53.1 Authorisation**

No Member may stand as a Greens (WA) candidate for election to a Parliament or Local Government without the approval of the relevant Regional Group or Representatives Council.

### **53.2 Methods of Preselection**

- a) Subject to Clause 52.2, the Representatives Council shall establish by-laws for the methods of preselection for the Senate and the House of Representatives, the Legislative Council and the Legislative Assembly, and for local government and by-elections.
- b) Any contested preselection shall be decided by consensus and, where consensus cannot be reached will be decided by secret ballot.

### **53.3 Voting Entitlements**

Only Members residing in the relevant electorate have the right to vote in the preselection ballot for that electorate, as follows:

- a) in a contested Senate preselection only Members residing within the state are entitled to vote;
- b) in a contested Legislative Council region preselection, only Members residing in that region are entitled to vote;
- c) in contested House of Representatives and Legislative Assembly preselections, only Members residing in that electorate are entitled to vote; and
- d) in contested local government preselections only Members residing in the relevant local government area are entitled to vote.

### **53.4 Emergency Provisions**

- a) If either the Representatives Council or the Quick Decision Making Group believe that there is insufficient time for the conduct of the preselection process by ballot referred to in sub-clause 53.2 b):
  - (i) for the Senate and for state upper house regions, the preselection decision shall be made by the Representatives Council in consultation with the relevant election campaign committee if established; and
  - (ii) for federal and state lower house seats, the preselection decision shall be made by the relevant Regional Group.
- b) If the relevant bodies are unable to act, the Representatives Council will make the decision.

## **PART TEN: NATIONAL STRUCTURE**

### **54. NATIONAL STRUCTURE**

**54.1** Clauses 54.2 to 54.6 apply only when The Greens (WA) Inc. is a member of the national confederation of State Parties - Member Bodies known as "The Australian Greens".

**54.2** As stated in the constitution of The Australian Greens and adopted hereby, The Greens (WA) Inc. and constituent groups are free to have explicit autonomy to make decisions relating to their own affairs provided that these decisions remain compatible with the Charter and agreed policy frameworks of The Australian Greens.

**54.3** The Greens (WA) Inc. agree to abide by the Charter and constitution of The Australian Greens.

**54.4** Representatives of The Greens (WA) Inc. who do not hold national office positions shall remain accountable to The Greens (WA) Inc. when attending meetings of the national organisation.

**54.5** A ballot of 50 percent or more of Members will be required for The Greens (WA) Inc. to cease to be a member of the confederation of The Australian Greens.

**54.6** If The Greens (WA) Inc. ceases to be a member of the confederation of The Australian Greens, a ballot of 50 percent or more of the Members will be required for The Greens (WA) Inc. to rejoin the confederation of The Australian Greens.

**54.7** A ballot to leave or rejoin The Australian Greens shall be conducted in accordance with Clause 52.2 of The Greens (WA) Inc. constitution or by a petition of 10 percent of Members.

## **PART ELEVEN: FORMAL MATTERS**

### **55. COMMON SEAL OF THE GREENS (WA) INC.**

**55.1** The Greens (WA) Inc. shall have a Common Seal on which its corporate name shall appear in legible characters.

**55.2** The Common Seal of The Greens (WA) Inc. shall not be used without the express authority of the Representatives Council and every use of that Common Seal shall be recorded in the minutes of the Representatives Council meeting.

**55.3** The affixing of the Common Seal of The Greens (WA) Inc. shall be witnessed by any two of the Office Bearers.

**55.4** The Common Seal of The Greens (WA) Inc. shall be kept in the custody of the Secretary or of such other person as the Representatives Council from time to time decides.

### **56. AUDITOR**

The Membership in an Annual General Meeting shall appoint an auditor. The position of auditor may be honorary or the Annual General Meeting may determine the sum of an honorarium. The auditor shall submit a written report to the Annual General Meeting of The Greens (WA) Inc. The auditor shall not be a Member and shall be a qualified accountant, being a member of a recognised professional association or of a Secretarial Institute.

### **57. INDEMNITY**

Members acting on behalf of and by the authority of The Greens (WA) Inc. who accept or incur any pecuniary liability shall be held indemnified against personal liability in respect of such action.

## **58. ALTERATION OF THE CONSTITUTION**

**58.1** This constitution may be repealed, altered or amended by the processes set out in this clause.

**58.2** The process to amend the constitution shall vary according to whether the proposed amendments are considered “major” or “minor”.

**58.3** A proposed amendment will be considered to be major if Representatives Council decides that it requires the wider coverage and input that comes about from holding a ballot of all Members.

**58.4** The decision as to whether proposed amendments are major or minor shall be made by consensus of the Representatives Council taking into account:

- a) whether the proposed amendments appear to be controversial or contentious;
- b) whether the proposed amendments are in the nature of procedural or formal matters only;
- c) the inability of some Members to attend a Special General Meeting;
- d) the cost of a ballot; or
- e) any other relevant consideration.

**58.5** If the proposed amendments are considered to be major, the process to amend the constitution shall be by way of Special Resolution put to ballot and voting at a Special General Meeting.

**58.6** If the proposed amendments are considered to be minor, the process to amend the constitution shall be by way of Special Resolution put to a vote at a Special General Meeting.

**58.7** The process to put amendments to the constitution to the Members may be initiated by:

- a) a decision of Representatives Council;
- b) a petition by 10 percent of Members; or
- c) a petition by 50 percent of Regional Groups.

**58.8** If the proposed amendments are considered to be major, the process shall be as follows:

- a) Representatives Council shall debate the proposed amendments.
- b) Representatives Council shall authorise preparation of a statement explaining the proposed amendments and the implications of their implementation.
- c) Representatives Council shall appoint a Returning Officer to conduct the ballot.
- d) Representatives Council shall set a date and time for the Special General Meeting at which the votes of the ballot will be reported and added to any votes cast at the Special General Meeting.

e) At the Special General Meeting, Members may vote only on the voting papers previously distributed to them by submitting them to the Returning Officer, or in their absence, to the facilitator of the meeting at the commencement of the meeting.

f) The amendments to the constitution are effected if the Special Resolution is passed by a majority vote of not less than three-fourths.

g) The Returning Officer or facilitator shall report the results of the vote to the meeting. If the Special Resolution has been passed, the meeting shall direct the Secretary to advise appropriate authorities of the amendments within the required time.

**58.9** If the amendments are minor, the process shall be as follows:

a) Representatives Council shall debate the proposed amendments.

b) Representatives Council shall authorise preparation of a statement explaining the proposed amendments and the implications of their implementation.

c) Representatives Council shall set a date and time for the Special General Meeting at which the Special Resolution shall be put.

d) With the notice of the Special General Meeting the statement explaining the proposal will be forwarded.

e) The amendments to the constitution are effected if the Special Resolution is passed by a majority of not less than three-fourths of the Members who are entitled to vote in person or by proxy at the Special General Meeting.

f) If the Special Resolution is passed, the Secretary shall advise appropriate authorities of the amendments within the required time.

## **59. DISSOLUTION OF THE GREENS (WA) INC.**

**59.1** On the petition in writing of at least 25 percent of Members signifying their desire that The Greens (WA) Inc. be dissolved, a Special General Meeting shall be called.

**59.2** The petition shall specify the reasons why dissolution is sought and a copy of the petition shall be attached to the Notice of Special General Meeting, which shall be distributed at least thirty days before the date of such meeting.

**59.3** Dissolution shall be by not less than a three-fourths majority vote of Members in a ballot under Clause 52.2.

## **60. DISTRIBUTION OF SURPLUS**

If, on the winding up of The Greens (WA) Inc., any property of The Greens (WA) Inc. remains after satisfaction of the debts and liabilities of The Greens (WA) Inc. and the costs, charges and expenses of that winding up, the property shall be distributed:

a) to another incorporated association having objects similar to those of The Greens (WA) Inc.; or

b) an organisation that holds a current license under the Charitable Collections Act 2006.



which incorporated association or purposes, as the case requires, shall be determined by resolution of the Members when authorising and directing the Representatives Council under Section 33 (3) of the Act to prepare a plan for the distribution of the surplus property of The Greens (WA) Inc.

## **61. BY-LAWS**

**61.1** Where authorised by this constitution, the Representatives Council may approve by-laws, which shall come into effect following notification in the newsletter.

**61.2** Any by-law may be repealed, altered or amended by resolution of a Representatives Council meeting.

**61.3** In addition to matters provided for elsewhere in this constitution, the Representatives Council may make by-laws on the following matters:

- a) conduct of ballots;
- b) process of policy making;
- c) procedures for keeping accounts, minutes and records;
- d) arrangements for the employment of staff;
- e) electronic participation in meetings;
- f) conduct of candidate preselection process under Clause 53.2;
- g) membership and proceedings of Election Campaign Committees;
- h) the manner of publication of the Newsletter;
- i) the regulation of Affirmative Action under Clause 26
- j) the conduct of the Office Bearers selection process under Clause 24 and sub-clause 33.6 c);
- k) the procedures for dealing with grievances and conflict within The Greens (WA); or
- l) any other matters not provided for within this constitution as may be determined by the Representatives Council from time to time.