

# CONSTITUTION OF THE AUSTRALIAN COUNCIL OF FILM SOCIETIES

## 1. NAME

The name of the organisation shall be THE AUSTRALIAN COUNCIL OF FILM SOCIETIES.

## 2. AIMS

- (a) To represent the Australian Film Society movement at a national and international level.
- (b) To foster the growth of the film society movement in Australia by means of cooperation with existing state federations of film societies and where no such state federation exists to encourage by all means possible the formation of a state federation of film societies.
- (c) To cooperate with international organisations and federations of film societies in other countries.
- (d) To cooperate with other national bodies in seeking improvement of standards of film appreciation and film study generally.
- (e) To support and cooperate with bodies of film users other than film societies or federations at a national level.
- (f) To represent the film society movement nationally on matters relating to the importation, distribution, exhibition and production of films.
- (g) To support the increase of supply of films available for film study purposes and improve the distribution of such films to non-commercial bodies generally on a national level.
- (h) To encourage the exchange of information between state federation of film societies, between individual film societies, and other bodies of film users on a state and national level.
- (i) To cooperate with other national bodies in seeking the improvement of standards of film and television programs for both adults and children at a national level.
- (j) To do or concur in doing all such acts, deeds, matters and things and to enter into and make such arrangements as are incidental or conducive to the attainment of the above aims and to establish funds for the carrying out of the above aims.

## 3. MEMBERSHIP

- (a) Membership of the Australian Council of Film Societies shall be open to organisations within Australia approved by the Council in meeting which shall subscribe to the aims of the Council and which shall pay an annual membership fee which is set out in 7(a). There shall be two forms of membership:
  - i. Full membership
  - ii. Associate membership.
- (b) Full membership is open to each state or territory, federation or national specialist

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federation of film societies which shall be defined as a properly constituted organisation of not less than three film societies whose aims amongst others shall include the exhibition of films to members on a non-commercial, non-profit basis, such society members being enrolled on a membership subscription basis.

- (c) Associate membership is open to any organisation within Australia which:
- i. shall subscribe to the aims of the Council
  - ii. shall pay an annual affiliation fee set by the Council in meeting
  - iii. is not eligible for membership of a state federation of film societies
  - iv. is an organisation sympathetic to the aims of the film society movement.

Where no state federation exists associate membership shall be open to any properly constituted film society approved by the Council.

- (d) Membership shall lapse if a member body or organisation
- i. tenders its resignation from the Council
  - ii. is requested to do so by a two-thirds majority of the Council
  - iii. does not become a financial member within six months of the date of renewal of fees notified by the Council.
- (e) All applications for membership of the Council shall be submitted to the Council which may accept or reject an application. If an application is rejected the applicant shall be advised of the reasons for rejection and has the right of appeal to the Council. A further application for membership may be made at the next Council meeting following such rejection.

## **4. REPRESENTATION**

- (a) Representation of State Federations at Council Meetings shall be on the basis of the number of film societies belonging to such Federations:
- i. three to five societies - one delegate to Council
  - ii. six to ten societies - two delegates to Council
  - iii. for every ten societies thereafter, one extra delegate per Federation to Council.

The number of societies belonging to a Federation to be taken as the maximum number during the calendar year. Delegates must be officially appointed by their Federation, and written notice of such appointments shall be forwarded to the Secretary within seven days of such an appointment.

- (b) An associate member organisation shall have power to appoint one delegate to represent the organisation at Council meetings. Such delegate shall not have the power to vote on any resolution put before the Council nor stand for election to office of the Council nor vote in any election.

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- (c) In the event of the withdrawal of a delegate or the resignation of a delegate from the Council, the body which appointed the delegate shall have the power to immediately fill the vacancy.
- (d) Member bodies or organisations may appoint observers to attend Council meetings; such observers must be officially appointed in writing by the member body or organisation. If permission is given by the Council meeting observers may take part in the meeting but shall not vote on any resolution put before the Council nor stand for election to office of the Council nor vote in any election of office of the Council.
- (e) The Executive of the Council shall have the power to invite representatives of non-member organisations to attend any Council meeting in an advisory capacity; such representatives may take part in the meeting, provided that permission is given by the Council, but shall not vote on any resolution put before the Council nor stand for election to office of the Council nor vote in any election.
- (f) Written notice of the appointment of all delegates and observers eligible to attend a Council meeting shall be delivered to the Secretary on or before the morning of the said Council meeting.

## **5. MANAGEMENT**

- (a) Except to the extent otherwise expressly decided by the Council in meeting, the affairs and business of the Council shall be managed by an Executive consisting of:
  - i. President
  - ii. Secretary
  - iii. Treasurer.
  - iv. Any other office-bearers deemed necessary by the Council who shall be elected by secret ballot by and from the delegates of full members of the Council at a meeting convened to receive and adopt reports from the Secretary, the Treasurer, and to receive and adopt the financial statements and balance sheets and to elect the office bearers of the Council.
- (b) The tenure of office of the Executive shall be for not less than the period that elapses between two successive meetings of the Council called for the purposes referred to in Clause 5(a), and not more than two years.
- (c) The Executive shall have power, subject to the control of the Council in meeting, to handle the affairs of the Council.
- (d) The Executive shall confer in meeting not less than once per year between Council meetings and at all times shall have power to consult together by any available means of communication on matters approved by the Council in meeting and act accordingly.

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- (e) The Executive shall have power to consult with all delegates of the Council at all times by any available means of communication on any matters, and it shall be valid for the Council to make decisions by majority vote by correspondence, provided that each delegate has the opportunity to submit a vote by any available means of communication.
- (f) In the event of a resignation from the Executive, the vacancy may be filled after consultation by any available means of communication with delegates of Council, by the remaining members of the Executive. Provided that the delegates may in their discretion that the vacancy be not filled until the following Council meeting.
- (g) The Secretary of the Council shall call for nominations for election to the Executive at least six weeks before the election is to be held. Nominations shall be in writing and shall be signed by the nominator and the nominee and shall be delivered to the Secretary not less than three weeks before the election is to be held. The Secretary shall then immediately notify all the delegates or member organisations of the names of the nominees.

Provided that if there are no nominations received for any position or positions within the prescribed time then nominations can be called from the assembled delegates at the Council meeting referred to in Clause 5(a).

- (h) Delegates who cannot attend the Council Meeting at which the election is to be held shall have the right to apply for a postal vote and these votes must be received by the Secretary of the Council at least three days before the date of the meeting at which the election is to be held.
- (i) A delegate representing a full member of the Council may be nominated for more than one office but may be elected to only one.
- (j) The members of the Executive may be replaced by the calling of a Special Meeting convened for such purpose as set out in Clause 6(f) hereunder.
- (k) In the event of a delegate being unable to attend a Council meeting, then the delegate's member organisation may appoint another delegate as provided for in Clause 4(a) and (f), above.

## **6. COUNCIL**

- (a) Delegates to the Council shall be appointed by their member organisations and such appointment shall take effect from the 30th June of any one year until revoked by their member organisation.
- (b) Members of the Council shall advise the Secretary of the Council in writing of the names of the appointed delegates as soon as they have been appointed.
- (c) The Secretary shall give all members not less than six weeks notice of all meetings in writing and shall request agenda items for all such meetings and these shall be circulated in writing to all members at least two weeks before the date of the Council meeting.

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- (d) The quorum of any Council meeting shall consist of not less than a simple majority of delegates appointed by full members attending the meeting providing that two Federations at least are represented.
- (e) A secret vote shall be taken on any resolution if any two delegates representing full members of the Council request it and two delegates of the Council shall be appointed to conduct the ballot.
- (f) A Special Meeting may be called at any time upon request by the Executive or upon the written request of not less than twenty-five percent of delegates of full members of the Council, any such written request shall state the object any such Special Meeting and the business of the meeting shall be limited to that object as stated in the written request from the delegates.
- (g) The Council shall have power to appoint subcommittees, any such sub-committee shall be under the Chairmanship of at least one delegate of a full member of the Council and shall be responsible to report back to the Council and shall have no power to initiate any action without the Council's approval.
- (h) The Executive shall be responsible to the Council for all its actions and decisions and shall issue a half-yearly written report to all Council delegates. Once in every year a full report from the Secretary and the Treasurer shall be delivered to all delegates.

## **7. FINANCE**

- (a) Each member shall pay an annual membership fee to the Treasurer on a date to be fixed by the Council in meeting, the amount of such fee and the basis for the assessment of the fee shall be determined by the Council in meeting with or without recommendation from the Treasurer.
- (b) The Council shall operate a bank account or bank accounts. Such account or accounts to be operated upon by any two members of the Executive.
- (c) The Council in meeting may direct the investment of funds in an approved trustee investment.
- (d) The Treasurer shall issue a half-yearly statement of the financial affairs of the Council such statement to be circulated with the report from the Executive as set out in Clause 6(h) above.

## **8. ALTERATION OF THE CONSTITUTION**

- (a) A full member of the Council or the Executive may propose any alteration or amendment to the Constitution of the Council. Only delegates of full members of the Council may vote on any proposed changes to the Constitution though all proposals shall be circulated to all delegates of full and associate members of the Council.

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- (b) Notice of motion to propose any alteration or amendment to the Constitution with details of any proposed alterations or amendments must be received by the Secretary in writing at least twelve weeks before the Annual Council Meeting.
- (c) The notice of motion to propose any alteration or amendment to the Constitution with details of any proposed alteration and amendments together with the existing clauses must be circulated in writing to all delegates by the Secretary as soon as possible after the receipt of the notices of motion.
- (d) Any amendment to the alterations or amendments proposed must be received by the Secretary in writing within three weeks of the receipt of the original notification of the proposed alterations or amendments. The Secretary shall then circulate in writing the amendments received to all proposed amendments or alterations to all delegates at least five weeks before the Annual Council Meeting.
- (e) A vote by the majority of delegates of full members of the Council shall be taken as sufficient to alter any part of or the whole of the Constitution of the Australian Council of Film Societies.
- (f) The Secretary shall advise all delegates of any changes to the Constitution of the Council as a result of the ballot and these shall be advised in writing and at some later date the agreed upon amended Constitution shall be circulated to all delegates of the Council and copies shall be made available upon request to delegates of full and associate members of the Council.

## **9. WINDING UP THE AUSTRALIAN COUNCIL OF FILM SOCIETIES.**

The Australian Council of Film Societies shall be wound up if at a Special Council Meeting called pursuant to the provisions of Clause 6(f) above a majority of the full members require it. If upon the winding up or dissolution of the Council there remains after satisfaction of all its debts and liabilities any property whatsoever, the same shall be distributed amongst the full members of the Council and so far as effect cannot be given to the foregoing provision then to some charitable object.

**Last Amended March 2004**