



Constitution

Catholic Women's League of Victoria Incorporated

Associations Incorporation Reform Act 2012

ABN18 342 098 335

Incorporations Number AOO17514E

"She has put out her hands to strong things." Proverbs 31

APPROVED BY MEMBERS IN GENERAL MEETING

15 August 2026

APPROVED BY CONSUMER AFFAIRS VICTORIA (REGISTRATION BRANCH)

20 August 2026

THE CONSTITUTION OF CATHOLIC WOMEN'S LEAGUE OF VICTORIA INC

1. NAME AND NATURE OF ASSOCIATION

- 1) The name of the organisation is “Catholic Women’s League of Victoria Incorporated”, hereafter called “the League”.
- 2) The League is:
 - a) incorporated under the *Associations Incorporation Reform Act 2012 (Victoria)*;
 - b) an Association of Christ’s Faithful under the Code of Canon Law of the Catholic Church; and
 - c) registered as a charity with the *Australian Charities and Not-for-Profits Commission*.

2. PURPOSES

- 1) The purposes of the League are to:
 - a) enable women to participate more effectively in working for and building the Kingdom of God on earth;
 - b) promote the spiritual, social, cultural and intellectual formation of women;
 - c) improve the conditions of women and children in need;
 - d) uphold the dignity of women, and encourage their participation in social and public life;
 - e) promote and support the duty of Catholic women to be educated in the teachings and traditions of the Catholic Church, so that they will be better able to enunciate, whenever necessary, Catholic values and ethics.
 - f) promote the teachings of Christ and His Church concerning the dignity, integrity and freedom of the human person;
 - g) influence legislative and administrative bodies at all levels of government in order to preserve the dignity of the human person, and build a culture of life and love;
 - h) promote and support vocations to the:
 - (i) priesthood
 - (ii) religious life
 - (iii) single life
 - (iv) Christian marriage and family;

- i) foster ecumenism and inter-faith dialogue;
 - j) promote and increase membership of the League;
 - k) support parishes, where possible, within the Dioceses of Victoria;
 - l) preserve, research and promote the legacy of Venerable Mary of the Sacred Heart Glowrey (Dr Sr Mary Glowrey JMJ), including through care of the Mary Glowrey Collection and through Mary Glowrey Heritage Limited (ABN 39 604 292 346); and
 - m) liaise and, when deemed appropriate, affiliate with like-minded state, national and international organisations, and maintain such affiliation as may be approved by the Governing Board.
- 2) The income and property of the League must be applied solely towards the promotion of the purposes of the League. No part of the income or property may be paid or transferred, directly or indirectly, to a member of the League, except in good faith for reasonable remuneration for services provided, reimbursement of expenses properly incurred on behalf of the League or payments permitted by law.

3. DEFINITIONS

- 1) In this Constitution:
 - a) *the Act* means the **Associations Incorporation Reform Act 2012** and includes any regulations made under that Act;
 - b) *the Registrar* means the Registrar of Incorporated Associations;
 - c) *financial year* means the 12-month period specified in paragraph 11.2 (1);
 - d) *special resolution* means a resolution that requires not less than three-quarters of the members present at the meeting, whether in person or by proxy, voting in favour of the resolution; and
 - e) *ordinary resolution* means a resolution that requires only a simple majority to pass (i.e. more than 50% of the members present at the meeting, either in person or by proxy).

4. MEMBERSHIP

4.1 Qualifications for Membership

- 1) Membership shall be open to every Catholic woman domiciled within the Dioceses of Victoria, subject to subrule (2).
- 2) A woman domiciled within the Diocese of Wagga Wagga who is a member on the date of the 2026 Annual General Meeting of the League is entitled to remain a member and to continue to renew her membership thereafter.

4.2 Admission for Membership – Branch and General

- 1) To become a member, a woman must complete the League's membership form.
- 2) The membership form must:
 - a) indicate if the applicant wishes to join a Branch or to join as a General Member
 - b) be signed by the applicant;
 - c) be signed by two members who wish to nominate the applicant; and
 - d) be delivered to the General Secretary or General Treasurer of the League to the address or in the manner provided on the membership form from time to time.
- 3) The woman must:
 - a) support the purposes of the League; and
 - b) agree to comply with the League's Constitution and By-Laws.
- 4) The Governing Board must, at its next meeting following receipt of an application for membership, decide by resolution whether to accept or reject the application.
- 5) The Governing Board must notify the applicant in writing of its decision as soon as practicable after the decision is made.
- 6) If the Governing Board rejects the application, it must return any money accompanying the application to the applicant.
- 7) The Governing Board is not required to give a reason for a rejection of an application.
- 8) A woman shall be deemed a member from the first date that both of the following have occurred—
 - (a) the Governing Board approves the woman's membership; and
 - (b) the woman pays the annual membership subscription,until the end of that calendar year, except as provided in subrule (9). Thereafter, an annual membership subscription is payable to renew her membership.
- 9) If an applicant first becomes a member under subrule (8) between 1 September and 31 December, her membership shall extend until the end of the following calendar year. Thereafter, an annual membership subscription is payable to renew her membership

4.3 General Rights of Members

- 1) A member of the League is entitled to vote in person, or via proxy, on all **resolutions** put forward at the Annual General Meeting and any other meeting of the League.

- 2) A member has the right:
 - a) to receive notice of the Annual General Meeting, any other meeting of the League and of proposed resolutions in the manner and time prescribed in paragraph 12.2 (4);
 - b) to submit items of business for consideration at all such meetings;
 - c) to attend and be heard at all such meetings;
 - d) to have access to the minutes of the Annual General Meeting and all such meetings and other documents of the League pursuant to the provisions in paragraph 16.4; and
 - e) to inspect the register of members.

4.4 Rights not Transferable

- 1) The rights of a member are not transferable and end when membership ceases.

4.5 Cessation of Membership

- 1) The membership of a person ceases on resignation, expulsion or death or if the member fails to pay the annual membership subscription fee within the period required under this Constitution or the By-Laws, after written notice has been given to the member.
- 2) If a person ceases to be a member of the League, the General Treasurer must, as soon as is practicable, enter the date the person ceased to be a member in the register of members.

4.6 Register of Members

- 1) The General Treasurer must keep and maintain a register of all members which includes:
 - a) the member's name;
 - b) the address for notice last given by the member;
 - c) any other information determined by the Governing Board; and
 - d) for each former member, the date of ceasing to be a member.
- 2) Each Parish Branch Treasurer shall keep and maintain a register of the full name, address and the date of becoming a member of each member of the Branch.
- 3) Each Parish Branch Treasurer shall forward their membership list and all membership subscriptions to the General Treasurer by 7th February each year.
- 4) Any member may, at a reasonable time and free of charge, inspect the register of members by writing to the General Secretary or the General Treasurer at the postal address of the League, as notified from time to time.

5. SPIRITUAL DIRECTION

- 1) The League may have a General Spiritual Director who will be appointed by the Bishops of the Victorian Dioceses.
- 2) Branch Spiritual Directors may also be appointed by the Parish Priest or his appointee.
- 3) Gospel meditation, or other spiritual exercises as suggested by a Spiritual Director of the League, may be part of all meetings.

6. GOVERNING BOARD

- 1) The League shall be governed by a committee, known as the “Governing Board”. The Governing Board shall be responsible for the management of the League including, but not limited to, its corporate governance, financial oversight and policy framework. The Governing Board is also collectively responsible for ensuring that the League complies with *the Act*.
- 2) Except as provided in subrules (19) and (20), the Governing Board shall have nine (9) members. At each Annual General Meeting, the members of the League domiciled in each of the four Victorian Dioceses must elect a member who is domiciled in their Diocese to be a member of the Governing Board. The remaining five (5) members of the Governing Board may be from any of the Victorian Dioceses and shall be elected by all the members at the Annual General Meeting.
- 3) The Governing Board shall meet at least five times a year. The quorum for such meeting shall be a majority of the Governing Board members holding office.
- 4) The office bearers of the Governing Board shall be the General President, the Vice-President, the General Secretary, the General Treasurer, the Assistant Treasurer and the Assistant Secretary.
- 5) The General Secretary must:
 - a) perform any duty or function required under *the Act* to be performed by the secretary of an incorporated association;
 - b) keep custody of the common seal of the League;
 - c) give the Registrar notice of her appointment within 14 days after the appointment.
- 6) Except as provided in subrules (19) and (20), the office bearers of the Governing Board shall be elected for a three (3) year term. An office shall be held for two consecutive terms only.
- 7) Except as provided in subrules (19) and (20), a member of the Governing Board shall be eligible to serve on the Governing Board for no more than three (3) consecutive terms of three (3) years.
- 8) Except as provided in subrules (19) and (20), (i) an elected member of the Governing Board shall retire at the completion of each three (3) years and may re-nominate for

election if eligible; and (ii) when vacancies occur, nominations are called for and, if required, elections are held at the Annual General Meeting. .

- 9) If the position of General Secretary becomes vacant, the Governing Board must appoint a member within 14 days to fill the vacancy until a person is elected at the Annual General Meeting.
- 10) As soon as is practicable after being elected or appointed to the Governing Board, each Governing Board member must become familiar with the Constitution and *the Act*.
- 11) The Governing Board may exercise all the powers of the League except those powers that this Constitution or *the Act* require to be exercised by general meetings of the members of the League.
- 12) The Governing Board shall also have the power to:
 - a) interpret the meaning of the Constitution, and decide any matters not provided for in the Constitution;
 - b) determine the policy of The Horizon, the official magazine of the League and ensure that the Governing Board's policy is followed;
 - c) convene an extraordinary meeting of the Governing Board with at least one (1) week's notice;
 - d) co-opt a member to fill any vacancy occurring during the year.
- 13) Governing Board members must exercise their powers and discharge their duties:
 - a) with reasonable care and diligence.
 - b) in good faith in the best interests of the League; and
 - c) for a proper purpose.
- 14) The Governing Board shall appoint the Minutes Secretary.
- 15) On any question arising at a Governing Board meeting, each member present at the meeting has one vote.
- 16) A member of the Governing Board who has a material personal interest in a matter being considered at a committee meeting must disclose the nature and extent of that interest to the Governing Board. The member must not be present while the matter is being considered at the meeting; and must not vote on the matter.
- 17) The Annual General Meeting of the League shall be called by the Governing Board within the timeframe set out in *the Act*. At this meeting, annual reports and financial statements of the Governing Board and the Apostolates shall be tabled.
- 18) The General President shall be responsible for issuing all public statements for and on behalf of the League. The General President may delegate this responsibility.

Transitional provisions

- 19) In each of the calendar years 2027, 2028 and 2029, and subject to subrule (20), the Governing Board shall comprise 6 members elected by all the members at the 2026 Annual General meeting , and:
- (a) for 2027, up to five Diocesan representatives nominated by the Diocesan Committees in existence during or prior to the 2026 Annual General Meeting; and
 - (b) for 2028 and 2029, four Diocesan Liaison persons, each elected for a term of two years at the 2027 Annual General Meeting by the members domiciled in her Diocese.
- 20) If a vacancy occurs in a position of Diocesan Liaison or other elected member of the Governing Board in 2027 or 2028, nominations should be called for and, if required, an election shall be held at the following Annual General Meeting to fill the vacancy, but the term of any member elected to fill such a vacancy shall expire at the end of calendar year 2029.

7. DIOCESAN LIAISON MEMBERS OF THE GOVERNING BOARD

- 1) Each of the members of the Governing Board elected by the members of the League domiciled in her Diocese under paragraph 6(2), or 6(20), or elected or nominated under paragraph 6(19), will be designated a Diocesan Liaison member of the Governing Board.
- 2) One of the duties of a Diocesan Liaison member of the Governing Board is to act as a liaison between the Governing Board and the other members of the League in her Diocese.

8. BRANCHES

- 1) Annual Branch Meetings shall be held between 1st September and 31st December, at which the office bearers shall be elected.
- 2) Branches shall meet formally at least four (4) times each year.
- 3) The members of each Branch shall control all activities within their Branch.
- 4) A Branch shall cease to function if it has fewer than four (4) members
- 5) When a Branch ceases to function, all assets and funds shall be distributed at the Branch's discretion after consultation with the Governing Board.

9. CONDUCT OF ELECTIONS AND USE OF TECHNOLOGY

- 1) Members of the Governing Board shall be eligible for re-election in accordance with the relevant provisions at paragraph 6(8) unless they notify the respective Secretary of the Committee to the contrary.
- 2) All elections shall be conducted by secret ballot.
- 3) All nominations for Governing Board shall be submitted to the respective Secretary not less than six (6) weeks prior to each annual general meeting.
- 4) A member of the Governing Board, , an Apostolate or a Branch who is not physically present at a meeting of the Governing Board, Apostolate or Branch (as the case may be) may participate in the meeting by the use of technology that allows that member and the other members present at the meeting to clearly and simultaneously communicate with each other. A member participating in a meeting in this way is taken to be present at that meeting and, if the member votes at that meeting, is taken to have voted in person.

10. VACANCIES

- 1) The office of an officer of the League, or of an ordinary member of any committee, becomes vacant if the officer or member:
 - a) ceases to be a member of the League; or
 - b) is disqualified from managing a corporation within the meaning of the *Corporations Act 2001* (Cth); or
 - c) is disqualified by the Australian Charities and Not-for-profits Commissioner from being a responsible person, or responsible entity, of a registered charity; or
 - d) resigns from office by notice in writing given to the respective Secretary.
- 2) The Governing Board may continue to act despite any vacancy in its membership.

11. FINANCE

- 1) The Governing Board shall determine the annual membership subscription of the League.
- 2) The annual membership subscription shall be apportioned as determined by the Governing Board.
- 3) The funds of the League shall be derived from annual membership subscriptions, Branch levies, donations, fundraising activities, grants and any other sources approved by the Governing Board.
- 4) The League must keep financial records that:

- a) correctly record and explain its transactions, financial position and performance; and
 - b) enable financial statements to be prepared as required by *the Act*.
- 5) The League must retain the financial records for seven (7) years after the transactions covered by the records are completed.
- 6) The General Treasurer must keep in her custody, or under her control:
- a) the financial records for the current financial year; and
 - b) any other financial records as authorised by the Governing Board.
- 7) For each financial year, the Governing Board must ensure that the requirements under *the Act* relating to the financial statements of the League are met.
- 8) All books, documents and financial statements shall be available for inspection by members.

11.1 Cheques and electronic transfers of funds

- 1) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments, and all electronic transfers of funds shall be signed or authorized by any two (2) of the three (3) signatories. The signatories will be the General Treasurer, the General President and the General Secretary.
- 2) Branches and Apostolates shall have three (3) designated signatories for all financial transactions, and any two (2) designated signatories may sign.

11.2 Financial Year

- 1) The Financial Year shall end on:
- a) **31st August** for all Parish Branches and General Members; and
 - b) **31st March** for the Governing Board and Apostolates.

12. MEETINGS

- 1) All meetings, other than the Annual General Meeting, shall be called general meetings with the exception of an extraordinary meeting or disciplinary appeal meeting.
- 2) The Governing Board may convene an extraordinary meeting or disciplinary appeal meeting of the League.
- 3) On the request in writing of members, representing not less than five percent (5%) of the total number of members, the Governing Board shall convene an extraordinary meeting of the League.

- 4) The request for an extraordinary meeting shall state the objects of the meeting, shall be signed by the members making the request, and shall be sent to the General Secretary of the League. It may consist of several documents in a like form, each signed by one or more of the members making the request.
- 5) If the Governing Board does not cause an extraordinary meeting to be held within one (1) month after the date on which the request is sent to the General Secretary of the League, the members making the request may convene an extraordinary meeting to be held not later than three (3) months after that date.
- 6) If an extraordinary meeting is convened by members in accordance with the provisions of this Constitution, it must be convened in the same manner so far as possible as a meeting convened by the Governing Board and all reasonable expenses incurred in convening the meeting shall be refunded to the persons incurring the expenses.
- 7) No business, other than that set out in the notice convening the meeting, shall be transacted at the meeting.

12.1 Minutes of Meetings

- 1) Each Committee must ensure that minutes are taken and kept of each meeting.
- 2) The minutes must record the business considered at the meeting, any resolution on which a vote is taken, the result of the vote, and any material personal interest disclosed.
- 3) In addition, the minutes of each Annual General Meeting must include:
 - a) the names of the members attending the meeting;
 - b) proxy forms given to the General Secretary in accordance with the provisions at paragraph 12.3 (2);
 - c) the financial statements submitted to the members;
 - d) the certificate signed by two Governing Board members certifying that the financial statements give a true and fair view of the financial position and performance of the League; and
 - e) any report with respect to the financial statements that is required under *the Act*.

12.2 Annual General Meeting

- 1) The Governing Board must convene an Annual General Meeting of the League to be held within five (5) months after the end of each financial year.
- 2) The Governing Board may determine the date, time and place of the Annual General Meeting.

- 3) The ordinary business of the annual general meeting is as follows:
 - a) to confirm the minutes of the previous Annual General Meeting and of any extraordinary meeting held since then; and
 - b) to receive and consider—
 - (i) the annual report of the League on the activities during the preceding financial year; and
 - (ii) the financial statements of the League for the preceding financial year submitted by the Governing Board in accordance with Part 7 of *the Act*;
- 4) The General Secretary must give each Branch and General Member at least twenty-eight (28) days' notice of an Annual General Meeting of the League. The General Secretary shall send a notice, by post or electronically, to each Branch Secretary and all General members.
- 5) The notice must:
 - a) specify the date, time and place of the meeting; and
 - b) indicate the general nature of each item of business to be considered at the meeting; and
 - c) if a *special resolution* is to be proposed—
 - (i) state in full the proposed resolution; and
 - (ii) state the intention to propose the resolution as a *special resolution*.

12.3 Proxies

- 1) Each member of the League may vote via proxy on all *resolutions* put forward at the Annual General Meeting. The appointment of a proxy must be in writing using the form provided in the League's By-Laws and signed by the member making the appointment.
- 2) The form appointing a proxy must be given to the General Secretary no later than 24 hours before the commencement of the meeting.

12.4 Proceedings at an Annual General Meeting

- 1) All business that is transacted at an Annual General meeting shall be deemed to be general business.
- 2) No item of business shall be transacted at an annual meeting unless a quorum of members entitled under this Constitution to vote is present during the time when the meeting is considering that item.
- 3) Twenty-five (25) members present (being members entitled to vote at a general meeting) constitute a quorum for the transaction of the business at an Annual General Meeting.

- 4) If, after half an hour of the appointed time for the commencement of an Annual General Meeting, a quorum is not present, the meeting, if convened upon the request of members, shall be dissolved and in any other case shall stand adjourned to the same day next week, and at that time and (unless another place is specified by the Chairperson at the time of the adjournment, or by written notice to members given before the day to which the meeting is adjourned) at the same place and if, at the adjourned meeting, a quorum is not present within half an hour after the appointed time for commencement of the meeting, the members present, being not less than fifteen (15), shall be deemed a quorum.
- 5) The General President or, in her absence, the Vice-President, shall chair the meeting.
- 6) If the General President and Vice-President are absent, the members present may elect any member of the Governing Board to chair the meeting.

12.5 Adjournment of an Annual General Meeting

- 1) The Chairperson of an Annual General Meeting at which a quorum is present may, with the consent of the meeting, adjourn the meeting from time to time and place to place, but no business shall be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
- 2) Where a meeting is adjourned for fourteen (14) days or more, a like notice of the adjourned meeting shall be given in accordance with the provisions at paragraph 12.4 (4).

12.6 Voting at an Annual General Meeting

- 1) All members are entitled to vote, in person or via proxy, on all *resolutions*.
- 2) A question arising at an Annual General meeting of the League shall be determined on a show of hands, and unless before, or, on the declaration of the show of hands, a poll is demanded, a declaration by the Chairperson that a resolution, on a show of hands, has been carried or carried unanimously or carried by a particular majority or lost. An entry to that effect in the minute book of the League is evidence of the fact without proof of the number or proportion of the votes recorded in favour of, or against, that resolution.
- 3) Except in the case of a special resolution, the question must be decided on a majority of votes.
- 4) If votes are divided equally on a question, the Chairperson of the meeting has a casting vote.
- 5) If, at a meeting, a poll on any question is demanded by not less than three members, it shall be taken at that meeting in such manner as the Chairperson may direct, and the resolution of the poll shall be deemed to be a resolution on that question.

- 6) A poll that is demanded on the election of a chairperson, or on a question of an adjournment, must be taken forthwith and a poll that is demanded on any other question must be taken at such time before the close of the meeting as the Chairperson may direct.

13. AMENDMENT OF CONSTITUTION

- 1) The Constitution of the League may be altered only by *special resolution*, namely, a resolution passed by a majority of not less than 75% of members present, whether in person or via proxy, voting at the Annual General Meeting of which notice specifying the intention to propose the resolution has been given in accordance with this Constitution.
- 2) Notice of such proposed alterations must be sent by the General Secretary to the Secretary of each Branch each Apostolate and each General Member at least two (2) months prior to the date of the Annual General Meeting.

14. DISCIPLINARY ACTION

- 1) The Governing Board, on its own motion or on request from an Apostolate, Branch or a General Member, may take disciplinary action against a member if it is determined that the member:
 - (a) has failed to comply with this Constitution; or
 - (b) refuses to support the purposes of the League; or
 - (c) has engaged in conduct unbecoming a member, or prejudicial to the League.
- 2) If the Governing Board is satisfied that there are sufficient grounds for taking disciplinary action against a member, the Governing Board must appoint a disciplinary subcommittee to hear the matter and determine what action, if any, to take against the member.
- 3) The members of the disciplinary subcommittee:
 - (a) may be from the Governing Board, members of the League or anyone else; but
 - (b) must not be biased against, or in favour of, the member concerned.
- 4) Before disciplinary action is taken against a member, the General Secretary must give written notice to the member:
 - a) stating that the League proposes to take disciplinary action against the member;
 - b) stating the grounds for the proposed disciplinary action;
 - c) specifying the date, place and time of the meeting at which the disciplinary subcommittee intends to consider the disciplinary action (the disciplinary meeting);
 - d) advising the member that she may do one or both of the following—

- (i) attend the disciplinary meeting and address the disciplinary subcommittee at that meeting; or
 - (ii) give a written statement to the disciplinary subcommittee at any time before the disciplinary meeting;
and setting out the member's appeal rights under the provisions at paragraphs 14.1 and 14.2; and
 - e) advising the member that she is entitled to have a support person present at the disciplinary meeting.
- 5) The notice must be given no earlier than 28 days, and no later than 14 days, before the disciplinary meeting is held.

14.1 Decision of Subcommittee

- 1) At the disciplinary meeting, the disciplinary subcommittee must:
 - a) give the member an opportunity to be heard; and
 - b) consider any written statement submitted by the member.
- 2) After complying with subrule (1), the disciplinary subcommittee may:
 - a) take no further action against the member; or
 - b) subject to subrule (3)—
 - (i) reprimand the member; or
 - (ii) suspend the membership rights of the member for a specified period; or
 - (iii) expel the member from the League.
- 3) The disciplinary subcommittee may not fine the member.
- 4) The suspension of membership rights or the expulsion of a member by the disciplinary subcommittee under this rule takes effect immediately after the vote is passed.
- 5) The disciplinary subcommittee members must vote by secret ballot on the question of whether to reprimand, suspend or expel the member.
- 6) A member may not vote by proxy at the meeting.
- 7) Not less than three quarters of the members voting at the meeting must vote in favour of the resolution.

14.2 Appeal Rights

- 1) A person whose membership rights have been suspended or who has been expelled from the League pursuant to paragraph 14.1(2) may give notice to the effect that she wishes to appeal against the suspension or expulsion.
- 2) The notice must be in writing and given:

- a) to the disciplinary subcommittee immediately after the vote to suspend or expel the person is taken; or
 - b) to the General Secretary not later than 48 hours after the vote.
- 3) If a person has given notice under subrule (2), a disciplinary appeal meeting must be convened by the League as soon as practicable, but in any event not later than 21 days, after the notice is received.
- 4) Notice of the disciplinary appeal meeting must be given to each member of the League as soon as practicable and must:
- a) specify the date, time and place of the meeting;
 - b) state the name of the person against whom the disciplinary action has been taken;
 - c) the grounds for taking that action; and
 - d) that at the disciplinary appeal meeting the members present must vote on whether the decision to suspend or expel the person should be upheld or revoked.

14.3 Conduct of disciplinary appeal meeting

- 1) At a disciplinary appeal meeting:
- a) no business other than the question of the appeal may be conducted;
 - b) the Governing Board must state the grounds for suspending or expelling the member and the reasons for taking that action; and
 - c) the person whose membership has been suspended or who has been expelled must be given an opportunity to be heard.
- 2) After complying with subrule (1), the members present at the meeting must vote by secret ballot on the question of whether the decision to suspend or expel the person should be upheld or revoked.
- 3) A member may not vote by proxy at the meeting.
- 4) The decision is upheld if not less than three quarters of the members voting at the meeting vote in favour of the decision.

15. GRIEVANCE PROCEDURES

- 1) These grievance procedures apply to disputes between:
- a) a member and another member;
 - b) a member and the Governing Board; and
 - c) a member and the League
- 2) A member must not initiate a grievance procedure in relation to a matter that is the subject of a disciplinary procedure until the disciplinary procedure has been completed.

15.1 Parties Must Attempt to Resolve the Dispute

- 1) The parties to a dispute must attempt to resolve the dispute between themselves within 14 days of the dispute coming to the attention of each party.

15.2 Appointment of Mediator

- 1) If the parties to a dispute are unable to resolve the dispute between themselves within the time required by paragraph 15.1 (1), the parties must within 10 days:
 - a) notify the League of the dispute;
 - b) agree to or request the appointment of a mediator; and
 - c) attempt in good faith to settle the dispute by mediation.
- 2) The mediator must be:
 - a) a person chosen by agreement between the parties; or
 - b) in the absence of agreement—
 - (i) if the dispute is between a member and another member—a person appointed by the League; or
 - (ii) if the dispute is between a member and the Governing Board or the League — a person appointed or employed by the Dispute Settlement Centre of Victoria.
- 3) A mediator appointed by the Governing Board may be a member or former member of the League but in any case, must not be a person who:
 - a) has a personal interest in the dispute; or
 - b) is biased in favour of or against any party.

15.3 Mediation Process

- 1) The mediator to the dispute, in conducting the mediation, must:
 - a) give each party every opportunity to be heard;
 - b) allow due consideration by all parties of any written statement submitted by any party; and
 - c) ensure that natural justice is accorded to the parties throughout the mediation process.
- 2) The mediator must not determine the dispute.

15.4 Failure to Resolve Dispute by Mediation

- 1) If the mediation process does not resolve the dispute, the parties may seek to resolve the dispute in accordance with *the Act* or otherwise at law.

16. GENERAL MATTERS

16.1 Bequests

In the event of any bequest or bequests being made by will or codicil by any person to the League without special reference as to the payment or delivery of any such bequest or bequests, the bequest or bequests in question shall be paid to the Governing Board.

16.2 Notice Requirements

- 1) Any notice required to be given to a member or a committee member may be given:
 - a) by handing the notice to the member personally;
 - b) by sending it by post to the member at the address recorded for the member on the register of members;
 - c) by sending it to the Secretary of the Branch; or
 - d) by email or facsimile transmission.

16.3 Seal

- 1) The Common Seal of the League shall be kept in the custody of the General Secretary.
- 2) The Common Seal shall not be affixed to any instrument except by the authority of the Governing Board.
- 3) The affixing of the Common Seal shall be attested by the signatures of either two (2) Office Bearers of the Governing Board or one (1) Office Bearer of the Governing Board and the General Secretary of the League.

16.4 Custody of Records

- 1) Except as otherwise provided in this Constitution, the General Secretary shall keep in her custody or under her control all books, documents and securities of the Governing Board.
- 2) Members may on request inspect free of charge:
 - a) the register of members;
 - b) the minutes of general meetings; and
 - c) subject to subrule (3), the financial records, books, securities and any other relevant document of the League, including minutes of Governing Board meetingsby writing to the General Secretary at the postal address of the League, as notified from time to time.
- 3) The Governing Board may refuse to permit a member to inspect records of the League that relate to confidential, personal, employment, commercial or legal matters or where to do so may be prejudicial to the interests of the League.

- 4) The Governing Board must on request make copies of this Constitution available to members and applicants for membership free of charge.

17. WINDING UP OR CANCELLATION

- 1) In the event of winding up or cancellation of the incorporation of the League, any surplus assets remaining after the payment of the League's liabilities shall not be distributed to members and shall be transferred to another fund or like-minded charity which has similar purposes, which is not carried on for the profit or gain of its individual members and which has rules prohibiting the distribution of its assets and income to its members.
- 2) The liability of members to contribute towards the payment of debts and liabilities of the League or the cost, charges and expenses of the winding-up of the League is limited to the amount, if any, unpaid by the member in respect of membership of the League.