

**THIS IS THE ANNEXURE MARKED 'A' REFERRED TO IN THE STATUTORY DECLARATION OF GEOFFREY
SCOTT GASKELL (PUBLIC OFFICER)**

MADE ON THE 14TH DAY OF JUNE 2006

**BEFORE ME
DEC)**

(SIGNATURE OF WITNESS ON STAT

Constitution of the NT Greens Inc.

1. Introduction

1.1 The name of the Association shall be the NT Greens Inc. (hereinafter called "the Party").

1.2 The Party operates as a member body of the Australian Greens (hereinafter "The Greens"), the national confederation of State and Territory Greens parties.

1.3 This Constitution identifies the principles and rules governing the conduct of the Party's affairs and defines the powers and roles of its constituent bodies and office-bearers.

1.4 All other Party documents are subordinate to this Constitution with the exception of the Charter of the Australian Greens and the national constitution of the Australian Greens.

2. Objects and purposes of the Party

Charter and principles

2.1 To promote the principles of the Australian Greens. These principles are defined in the Charter of The Australian Greens, and are understood to be built upon the following four pillars :

2.1.1 Ecological sustainability

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

2.1.2 Democracy

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

2.1.3 Social and economic justice

- a) To eradicate poverty by developing initiatives that address the causes as well as the symptoms of poverty.
- b) To provide affirmative action to eliminate discrimination based on gender, age,

race, ethnicity, class, religion, disability, sexuality, or membership of a minority group.

c) To introduce measures that redress the imbalance of wealth between rich and poor.

2.1.4 Peace, disarmament and non-violence

a) To adopt and promote the non-violent resolution of conflict.

b) To develop an independent, non-aligned foreign policy and a non-nuclear, defensive, self-reliant defence policy.

2.2 To promote, develop and strive to implement policies, including:

2.2.1 the international policies of the Global Greens;

2.2.2 the national policies of the Australian Greens (latest version available at <http://www.greens.org.au/policy/policyindex.htm>);

2.2.3 at a local and Territory level, policies based on the Charter of The Australian Greens and consistent with the national policies of the Australian Greens.

Electoral objectives

2.3 The Party is to act as a registered political party pursuant to the Commonwealth and NT Electoral Acts. The Party does so with the intention to stand candidates for election to the House of Representatives and Senate of the Commonwealth of Australia, and the Legislative Assembly and local governments in the Northern Territory.

2.4 The Party seeks the election or appointment to public office of people who are committed to The Greens' Charter, principles, policies and objectives.

2.5 The Party encourages other political parties to adopt our objectives by electoral strategies and direction of voting preferences.

2.6 The Party supports and assists members of the Federal Parliament and the NT Legislative Assembly who are members of The Greens or who agree with the Charter of The Greens.

Other objectives

2.7 Positive social change involves more than a change of decision makers. The Party aims for changes that will empower all people and allow them to act in greater harmony with each other and the rest of nature. Therefore, while contesting elections is an important part of our strategy it is by no means the only one. Grassroots campaign involvement is essential, especially if destructive and undemocratic values in the community are to be seriously challenged by our movement. Such involvement encompasses:

2.7.1 cooperating with and promoting the development of the international Green political movement.

2.7.2 promoting and assisting other individuals, organisations and community networks in working for the objectives of the Greens.

2.7.3 education of both ourselves and the wider community to raise awareness of the issues and concerns covered by the Charter and policies of the Greens.

2.7.4 Non-violent resistance to oppressive and destructive practices.

2.8 In addition to the basic objects of the Party, the objects and purposes of the Party shall be deemed to include:

2.8.1 the purchase, taking on lease or in exchange, and the hiring or otherwise acquiring of any real or personal property that may be deemed necessary or convenient for any of the objects or purposes of the Party;

2.8.2 the buying, selling, and supplying of, and dealing in, goods of all kinds;

2.8.3 the accepting of any gifts, whether subject to a special trust or not, for any one or more of the objects or purposes of the Party;

2.8.4 the taking of such steps from time to time as the Management Committee or the members in general meeting may deem expedient for the purposes of procuring contributions to the funds of the Party, whether by way of donation, subscriptions, or otherwise;

2.8.5 the printing and publishing of such newspapers, periodicals, books, leaflets, or other documents as the committee or the members in general meeting may think desirable for the promotion of the objects and purposes of the Party;

2.8.6 subject to the Associations Act, the borrowing and raising of money in such manner and on such terms as the Management Committee may think fit or as may be approved or directed by resolution passed at a general meeting; and securing the repayment of money so raised or borrowed or the payment of a debt or liability of the Party by giving mortgages, charges or securities upon or over all or any of the real or personal property of the Party;

2.8.7 the establishment and support or aiding in the establishment or support, of any other association formed for any of the basic objects of the Party;

2.9 The Party may do all things permitted by law and by this Constitution which may be necessary or desirable to pursue the objectives of the Party.

3. Rules of the Party

3.1 In these rules, unless the contrary intention appears "General Meeting" means a general meeting of members convened in accordance with rule 13.

3.2 Words or expressions contained in these rules shall be interpreted in accordance with the provisions of the Interpretation Act and the Associations Act as in force on the date on which the Party adopts these rules.

Part II

Membership of the Party

4. Membership

4.1 The Party must have at least five (5) members.

4.2 Individuals (natural persons) shall be welcomed as members provided they meet the following conditions:

4.2.1 they agree to the Charter of the Australian Greens and agree to abide by this Constitution;

4.2.2 they pay an annual membership fee;

4.2.3 they are not members of a proscribed organisation and refrain from joining a proscribed organisation whilst a member of the Party ;

4.2.4 their application for membership is not objectionable to the existing members of the Local Group or Electorate Branch, where the Members agree by consensus that the Party will not be compromised by the Applicant's membership.

Proscribed organisations

4.3 Proscribed organisations include all other political parties and all their subordinate bodies, except those parties which have related party status with the Australian Greens. As specified in the national constitution, the National Council of the Australian Greens is empowered to decide that an organisation is proscribed or that a party has related party status, and will maintain a list of proscribed organisations and related parties

4.4 An NT Greens Special General Meeting may declare an organisation a proscribed organisation if it is not already included in the list of proscribed organisations kept by the Australian Greens. A decision to this effect must be ratified by the National Council.

5. *Membership Entitlements*

5.1 All members have the following rights:

5.1.1 to nominate to be an office-bearer;

5.1.2 to participate in discussion, debate and decision-making in any Party' meetings;

5.1.3 to receive a copy of the Charter of the Australian Greens and this Constitution;

5.1.4 to receive the newsletters of the Party;

5.1.5 to communicate with the entire membership of the Party through the Party's newsletter, within reasonable space, cost and time limitations;

5.1.6 to participate in policy formation;

5.1.7 to nominate to be an endorsed Party' candidate for Public Office;

5.1.8 to receive upon request a copy of the audited accounts of the Party for the previous year;

5.1.9 to inspect the books and records of the Party;

5.1.10 to participate in the activities of the Australian Greens.

5.2 A right, privilege, or obligation of a person by virtue of their membership of the Party

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5.2.1 is not capable of being transferred or transmitted to another person; and

5.2.2 terminates upon the cessation of their membership, whether by death, resignation, expulsion or otherwise.

5.3 Members are not liable to contribute towards payment of liabilities of the Party on a winding up.

6. *Supporters*

6.1 Individuals who are not entitled to be, or do not wish to be, members may join the Party as Supporters. Supporters are not Members and do not have the same rights and privileges as Members.

6.2 For the purposes of compatibility with the national constitution, Supporters may be regarded as Associate Members.

6.3 Supporters must agree to the Charter of the Greens and agree to abide by this Constitution.

6.4 Supporters are entitled to:

6.4.1 receive the newsletters of the Party;

6.4.2 receive a copy of the Charter of the Australian Greens and this Constitution.

6.4.3 attend any meeting of the Party with the consent of that meeting and place items on the agenda with the co-sponsorship of a member;

6.5 Supporters are not entitled to:

6.5.1 vote or block consensus;

6.5.2 hold any official position within the Party;

6.5.3 stand as candidates or hold public office in the name of the Party;

6.5.4 make public statements in the name of the Party.

7. *Applying For Membership*

7.1 Any natural person may apply for membership by paying the membership fee and completing a membership form.

7.2 In accordance with the membership form, an applicant must:

7.2.1 agree to the Charter of the Australian Greens and to abide by the Constitution of the Party;

7.2.2 declare they are not a member of a proscribed organisation and will refrain from joining such proscribed organisations while remaining a member of the Greens.

7.3 The application for membership must be forwarded to the Membership Coordinator who shall announce the name of the applicant to the next Management Committee Meeting.

7.4 If there are no objections to the application at the Management Committee Meeting, the application is thereby accepted. The Membership Coordinator shall then notify the nominee, in writing, that the nominee has been approved for membership of the Party. Upon receipt of the sum payable by or on behalf of the nominee as their first year's subscription, the Membership Coordinator shall enter the nominee's name in a register of members to be kept by the Public Officer, whereupon the nominee becomes a member of the Party.

7.5 If an objection to the application is raised by a member, the application must be approved by a majority vote at a General meeting before it shall be accepted.

7.6 Supporters shall apply for Associate membership in a similar way to a membership application, but do not need to comply with clause 7.2.2.

8. *Membership Fees*

8.1 Each Member and Associate shall pay an annual membership fee to the Party.

8.2 The rate of the membership fee for Members and Associates shall be determined at the Annual General Meeting.

8.3 Membership fees fall due every 12 months, to be calculated from the date of acceptance of the application for membership.

8.4 In the event that the membership fee of any member or associate is not paid by the due date, the member or associate remains financial for three months after which membership shall lapse.

8.5 Membership fees are not refundable after an application for membership is accepted.

9. *The Party Register*

9.1 A Party Register shall be maintained by the Membership Coordinator which shall include:

- a) Members of the Party.
- b) Associates of the Party;
- c) A record of persons endorsed and supported for public office.

9.2 Membership details shall not be passed on to any outside organisations without the written permission of the member except as required by law.

10. *Resignation*

10.1 A person may resign from the Party by notifying the Secretary in writing. The notice shall be presented to the next General Meeting of the Party.

10.2 Upon receipt of a notice under 10.1, the Membership Coordinator shall remove the name of the member by whom the notice was given from the register of members, whereupon that member ceases to be a member of the Party.

11. *Expulsion*

11.1 The Party may expel any member or associate if their conduct is considered to be inconsistent with the Charter, Constitution, policies or decisions of the Party.

11.2 A false declaration as to membership of a proscribed organisation shall be sufficient grounds for expulsion.

11.3 An expulsion may be proposed by any member but the agreement of the Management Committee is required before an expulsion action is initiated.

11.4 Notice of a proposed expulsion must:

11.4.1 be communicated to the person in writing, setting out the full particulars of the conduct in question;

11.4.2 advise the time, date, and place of the Special General Meeting which shall consider the matter;

11.5 The person in question shall be given notice of the expulsion not less than 21 days prior to the Special General Meeting at which the matter is to be considered.

11.6 The Special General Meeting at which the expulsion is considered shall afford the person concerned a reasonable opportunity to be heard and shall consider any representations in writing on the matter.

11.7 Members present shall vote by secret ballot on the question whether the expulsion should be lifted or confirmed.

11.8 If at the special general meeting a majority of the members present vote in favour of the lifting of the expulsion, the expulsion shall be deemed to have been lifted and the expelled member is entitled to continue their membership of the Party.

11.9 If at the special general meeting a majority of the members present vote in favour of the confirmation of expulsion, the expulsion takes effect, and the expelled member ceases to be a member of the Party.

Part III

Structure

12. Composition Of The NT Greens

12.1 The Party shall operate within the following forums:

12.1.1 General Meeting;

12.1.2 Special General Meeting

12.1.3 Annual General Meeting;

12.1.4 Management Committee;

12.1.5 Executive Committee and subcommittees

12.2 The Party may hold other non-decision-making meetings as required for such purposes as discussion of issues and public outreach.

13. General Meeting

13.1 A General Meeting shall be held at least twice a year.

13.2 A General Meeting may be called by a General Meeting or the Management Committee.

13.3 Members shall be given at least seven days notice of a General Meeting. The notice shall include details of the business to be conducted at the General Meeting. Notice may be via post or email where a member provides such details.

13.3.1 If extraordinary circumstances require decisions by the Party to be made urgently, a General Meeting may be called with shorter notice, but attempts should be made to notify all members of the meeting.

13.4 A quorum for a General Meeting shall consist of whichever is the lesser of 10% of the membership of the Party or 6 members.

13.5 The General Meeting is empowered to:

13.5.1 make decisions regarding the strategies and activities of the Party within the bounds of this Constitution, the Charter of the Australian Greens, and the Party's policies;

13.5.2 ratify or overturn any decisions made by the Management Committee;

13.5.3 call a Special General Meeting and delegate specific decision-making powers to this meeting;

13.5.4 create temporary offices that are not already defined in this Constitution and elect an office bearer;

13.5.5 approve the employment of persons by the Party and the terms and conditions of this employment;

13.5.6 approve expenditure of Party funds either to meet specific costs or as a budget for a particular project, purpose or period;

13.5.7 invite people to address the Meeting who are not members of the Greens.

13.6 General Meetings of the Party shall be facilitated/chaired by at least one person agreed to by those members present at the meeting, failing agreement by the Convenor. Any member may be a facilitator/chairperson. A member may not facilitate more than one meeting in succession unless there is a consensus of the meeting to waive this provision.

13.7 A General Meeting may decide on further rules for the conduct of meetings.

13.8 A member may be present in person at a meeting by telephone where that telephone is part of a telephone link-up arranged prior to the meeting. The Convenor shall endeavour to arrange a reliable two way telephone link up between a suitable location in Alice Springs and in Darwin prior to any General Meeting to enable members to be present and to fully participate in decision-making. The reasonable cost of the telephone link-up will be borne by the Party.

Adjournment of General Meetings

13.9 The chairperson of a 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

13.10 When a meeting is adjourned, the chairperson shall specify whether business shall be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.

13.11 Where a meeting is adjourned for thirty days or less, it is not necessary to give any notice of an adjourned meeting.

13.12 Where a meeting is adjourned for more than thirty days the like notice of the adjourned meeting shall be given as in the case of the original meeting.

14. Special General Meeting

14.1 A Special General Meeting may be called for in either of the following ways:

14.1.1 a resolution agreed to by a General Meeting or Management Committee meeting;

14.1.2 a petition addressed to the Management Committee and signed by the lesser of 12 members or 20% of the membership.

14.1.2.1 A requisition for a Special General Meeting shall state the objects of the meeting and shall be signed by the requisitioner and delivered to the Secretary and may consist of several documents in the like form, each signed by one or more of the requisitioners.

14.1.2.2 If the Management Committee does not cause a Special General Meeting to be held within twenty-one days from the date on which a requisition thereof is deposited at the office of the Party, the requisitioners, or any of them may convene the meeting; but any meeting so convened shall not be held after three months from the date of the deposit of the requisition.

14.1.2.3 A Special General Meeting convened by requisitioners in pursuance of these rules shall be convened in the same manner as nearly as possible as that in which those meetings are convened by the Management Committee, and all reasonable expenses incurred in convening the meeting shall be refunded by the Party to the persons incurring them.

14.2 At least 21 days notice of the meeting shall be given to members. The notice shall include details of the business to be discussed at the Meeting and any decisions that need to be made at the Meeting. Notice may be via post or email where a member provides such details.

14.3 In addition to the powers of a General Meeting, the Special General Meeting is empowered to:

14.3.1 adopt policies of the Party;

14.3.2 endorse candidates for elections;

14.3.3 suspend office-bearers and appoint interim office-bearers until the next Annual General Meeting;

14.3.4 ratify or overturn any decision made by a General Meeting;

14.3.5 expel members in accordance with section 11;

14.3.6 decide on any matters referred to it by the Meeting or petitioners who called the Special General Meeting;

14.4 A quorum for the Meeting shall consist of whichever is the lesser of 10% of the membership of the Party or 6 members.

15. *Annual General Meeting*

15.1 In addition to other General Meetings, an Annual General Meeting shall be held not more than five months after the close of the financial year, on such day as the Management Committee may determine.

15.2 At least 21 days notice of the meeting shall be given to members.

15.2.1 The notice shall specify the meeting as an AGM

15.2.2 The notice shall include details of the business to be discussed at the Meeting and any decisions that need to be made at the Meeting. Notice may be via post or email where a member provides such details.

15.2.3 The Public Officer of the Party shall, at least fourteen days before the date fixed for holding an Annual General Meeting of the Party cause to be inserted in a newspaper

published daily in the Northern Territory an advertisement specifying the place, day, and time for the holding of the meeting.

15.3 In addition to the powers of a General Meeting, the Annual General Meeting is empowered to:

15.3.1 receive the Annual Report by the Convenor;

15.3.2 receive the audited financial statements for the previous year by the Treasurer;

15.3.2 A appoint an Auditor for the following 12 months;

15.3.3 receive any other annual reports from other Office-Bearers;

15.3.4 elect Office-Bearers for the following 12 months;

15.3.5 elect the Registered Officer for the following 12 months;

15.3.6 elect the Public Officer for the following 12 months;

15.3.7 determine the schedule of membership fees;

15.3.8 determine the minimum donation amount that requires acceptance by a General Meeting;

15.3.9 determine the minimum donation amount that may be publicly disclosed.

15.3.10 Confirm the minutes of the last Annual General Meeting and any previous General Meeting held since that meeting.

15.4 A quorum for the Meeting shall consist of whichever is the lesser of 20% of the membership of the Party or 12 members.

15.5 Notwithstanding clause 15.1, if a quorum is not present at the Annual General Meeting as called, the Meeting shall be adjourned by one month.

16. Committees

The Management Committee

(a) The Committee may exercise all the powers of the Association except those matters that the Act or this Constitution requires the Association to determine through a general meeting of members.

(b) The Committee may appoint and remove staff.

16.2 The Management Committee shall consist of

(a) the office bearers

(b) electoral candidates (until return of the writ following the election which they contested)(ex-officio)

(c) registered officers(ex-officio)

(d) delegates to national council of the Australian Greens(ex-officio) and

(e) 3 ordinary members

16.3 The management committee shall be as far as possible representative of the membership in gender, race, age and geography.

16.4 Any other members may be elected to the Management Committee by consensus at a general meeting.

Election of Members of Management Committee and Delegates to National Council and other Bodies of the Greens

16.5 Nominations of candidates for election as an office bearer, as an ordinary Management Committee member or as a delegate to National Council or other Bodies of the Greens -

16.5.1 shall be made in writing signed by two members of the Party and accompanied by the written consent of the candidate (which may be endorsed on the form of nomination); and

16.5.2 shall be delivered to the Public Officer of the Party at least two days before the date fixed for the holding of the Annual General Meeting.

16.6 If insufficient nominations are received to fill a vacancy, further nominations shall be received at the Annual General Meeting.

16.7 If the number of nominations received for any position is equal to the number of vacancies to be filled, the person(s) nominated shall be deemed to be elected, unless an objection is raised in which case a ballot shall be held with "seek further candidate" as one option and otherwise in accordance with clause 17 or where this is not possible in such usual and proper manner as the Management Committee may direct..

16.8 If the number of nominations for any position exceeds the number of vacancies to be filled, a ballot shall be held.

16.9 The ballot shall be conducted at the Annual General Meeting in accordance with clause 17 or where this is not possible in such usual and proper manner as the Management Committee may direct.

Vacation of Office

16.8 For the purposes of these rules, the office of an officer of the Party or of an ordinary Management Committee person becomes vacant if the officer or Management Committee person -

(a) dies;

(b) becomes bankrupt or applies to take or takes advantage of any law relating to bankrupt or insolvent debtors or compounds with their creditors;

(c) becomes of unsound mind;

(d) resigns their office by writing under their hand addressed to the Management Committee;

(e) ceases to be resident in the Northern Territory;

(f) fails, without leave granted by the Management Committee, to attend three consecutive meetings of the Management Committee;

(g) ceases to be a member of the Party; or

(h) fails to pay all arrears of subscription due by them within fourteen days after they have received a notice in writing signed by the public officer stating that they have ceased to be a financial member of the Party.

Meetings of the Management Committee and Sub-Committees

16.7 The Management Committee shall meet at least once every three months at such places and at such times as the Management Committee may determine. The provisions of Clause 13.8 apply except “Management Committee” replaces “General”.

16.8 The Convenor or any three Management Committee members may convene special meetings of the Management Committee.

16.9 Notice shall be given to members of the Management Committee of any special meeting, specifying the general nature of the business to be transacted.

16.10 Five members of the Management Committee constitute a quorum for the transaction of the business of a meeting of the Management Committee.

16.11 No business shall be transacted unless a quorum is present. If within an hour of the time appointed for the meeting a quorum is not present, the meeting shall stand adjourned unless the meeting was a special meeting, in which case it lapses.

16.12 At meetings of the Management Committee either of the Convenor, or in their absence the Deputy Convenor, such one of the remaining members of the Management Committee as may be chosen by the members present shall preside.

16.13 Questions arising at meetings of the Management Committee or of any sub-committee appointed by the Management Committee shall be determined by consensus. If this method fails, determination is on a show of hands or, if demanded by a member, by a poll taken in such a manner as the person presiding at the meeting may determine. Each member present at a meeting of the Management Committee or of any sub-committee appointed by the Management Committee (including the person presiding at the meeting) is entitled to one vote. In the event of an equality of votes of any question, the person presiding may exercise a second or casting vote.

16.14 Notice of each Management Committee meeting shall be served on each member of the Management Committee by delivering to them at a reasonable time before the meeting by post, email or telephone.

Sub-Committees and Executive Committee

16.15 The Management Committee may at any time appoint a sub-committee from the Management Committee as it may deem fit and shall prescribe the powers and functions thereof.

16.16 The Management Committee may co-opt persons into a sub-committee as it deems fit, whether or not those persons are members of the Party.

16.17 Three appointed members of a sub-committee constitute a quorum at a meeting of the sub-committee.

16.20 An Executive Committee consisting of the Convenor, the Treasurer and the Secretary may issue instructions to the Public Officer and the agents of the Party in matters of urgency connected with the management of the affairs of the Party during the intervals between meetings of the Management Committee. Where any such instructions are issued the Executive Committee shall report thereon to the next meeting of the Management Committee.

Office Bearers

17. Election of Office-Bearers

17.1 The Office-Bearers of the Party shall be the Convenor (geography, race, gender and age should be considered in selection), Deputy Convenor, Secretary, Membership Coordinator and Treasurer.

17.2 Office-Bearers shall be elected at the Annual General Meeting by consensus, or failing consensus, be elected by secret ballot using the optional preferential voting system.

17.3 If approved by an Annual General Meeting, Office-Bearers may hold up to two offices.

17.4 Members nominated to be Office-Bearers must have consented in writing or in person at a General Meeting to stand.

17.5 From time to time other Office-Bearers may be appointed by a General Meeting to fill temporary offices. The need for such offices shall be reviewed at the Annual General Meeting and, if still necessary, the Annual General Meeting shall elect new Office-Bearers.

17.6 A Special General Meeting may suspend Office-Bearers if they are unable or refuse to fulfill their designated responsibilities. If an Office-Bearer is suspended or resigns from the position in writing or ceases to be a member of the Party, a Special General Meeting shall appoint an interim office-bearer until the next Annual General Meeting.

17.7 Office-Bearers shall keep records of all written material relevant to their office and transfer all records to the incoming Office-Bearer when a change of Office occurs.

17.8 A General Meeting may decide to give Office-Bearers additional duties to those set out in this Constitution.

17.9 Office bearers shall hold Office until the Annual General Meeting next after the date of their election. They shall then be eligible for re-election.

17.10 In the event of a casual vacancy in any office, the Committee may appoint a member of the party to the vacant office. The member so appointed may continue in office up to and including the conclusion of the Annual General Meeting next following the date of their appointment.

18. Convenor

18.1 The duties of the Convenor comprise:

- 18.1.1** the overall coordination of the activities of the Party;
- 18.1.2** ensuring that items of business that need to be addressed by a meeting are placed on its agenda;
- 18.1.3** ensuring that the decisions of these meetings are acted upon;
- 18.1.4** reporting on quick decisions that are made by the Executive Committee;
- 18.1.5** presenting an annual report to the Annual General Meeting.
- 18.1.6** acting as spokesperson on party organisational matters
- 18.1.7** liaison with other state Green parties and the Australian Greens
- 18.1.8** hearing complaints and coordinating the mediation process in the case of disputes except where the dispute involves the Convenor
- 18.1.9** fulfilling legislative requirements under the Commonwealth and Northern Territory Electoral Acts
- 18.1.10** presiding as chairperson at each General Meeting

19. Deputy Convenor

19.1 The duties of the Deputy Convenor are to assist the Convenor in their duties and to act for the Convenor or other office bearers during temporary absences. If the Convenor resigns from the office or is suspended, the Deputy Convenor shall act as Convenor until a new Convenor is elected.

19.2 In the case of complaints or disputes involving the Convenor, the Deputy Convenor has the responsibility of coordinating the mediation process.

19.3 In the absence of the Convenor at a General Meeting, the Deputy Convenor shall preside as chairperson.

20. Secretary

20.1 The duties of the Secretary comprise:

- 20.1.1** preparing notices of all General meetings of the Party for distribution in good time to all members;
- 20.1.2** coordinating the correspondence of the Party and tabling correspondence at meetings as necessary;
- 20.1.3** keeping a register of by-laws made under this Constitution;
- 20.1.4** keeping a record of the agenda of General and Management Committee meetings, keeping minutes of the proceedings of these meetings, and recording the attendance of all persons present;
- 20.1.5** maintaining the constitution, rules and decisions of the Management Committee;
- 20.1.6** managing correspondence;
- 20.1.7** maintaining records of Management Committee appointments.

21. Membership Coordinator

- 21.1** The duty of the Membership Coordinator is to maintain Party registers of
- 21.1.1** members;
 - 21.1.2** associate members;
 - 21.1.3** the skills and resources of all members and supporters;
 - 21.1.4** nominated candidates; and
 - 21.1.5** electoral officers.

21.2 These registers shall be made available by the Membership Coordinator for inspection by any member, free of charge, at any reasonable time.

21.3 The Membership Coordinator shall :

- 21.3.1** produce membership forms and invitations;
- 21.3.2** receive all membership related correspondence; and
- 21.3.3** coordinate membership promotions

21.4 Upon acceptance of a new member, the Membership Coordinator shall bank any funds and advise the Treasurer, and arrange subscription to the Australian Greens' magazine.

22. Treasurer

22.1 The duties of the Treasurer comprise:

- 22.1.1** receiving and banking monies paid to the Party
- 22.1.2** issuing receipts and depositing monies in accounts as determined from time to time by the Management Committee;
- 22.1.3** ensuring that all money paid out by the Party accords with decisions taken by the Party and this Constitution;
- 22.1.4** ensuring that all cheques are signed by two authorised members of the Party;
- 22.1.5** maintaining records of accounts and financial books
- 22.1.6** preparing accounts for external auditing when required by the Management Committee
- 22.1.7** submitting to the Annual General Meeting a report and an audited financial statement
- 22.1.8** submitting those particulars to the Management Committee, General Meeting and Auditor when requested;
- 22.1.9** assisting the Party Agent in the performance of their duties and adhering to recording and reporting procedures as required under the Commonwealth and NT Electoral Acts.
- 22.1.10** forwarding membership and affiliation fees owed by the Party.

23. Electoral Positions

23.1 Registered Officer

23.1.1 The duty of the Registered Officer is to nominate to the NT Electoral Commission the names of the Party candidates for NT Legislative Assembly elections, and to the

Australian Electoral Commission the names of the Party candidates for Federal elections. The Registered Officer may be an Office-Bearer.

23.1.2 The Registered Officer shall also hold the position and powers of a Deputy Registered Officer at the national level within the Australian Greens. The Registered Officer shall be accountable to the Party and Australian Greens to carry out all such duties as set out in the relevant legislation.

23.1.3 A General Meeting may decide to appoint a Deputy Registered Officer who shall execute the duties of the Registered Officer if the Registered Officer is unable to execute those duties.

23.2 Party Agent

An Agent for the Party shall be appointed by the consensus decision of the Management Committee. The Agent will perform the duty of Agent under the Commonwealth Electoral Act and equivalent duties under Territory and local government Electoral Acts.

23.3 Candidates

23.3.1 The following sub-clauses apply unless the timing of an upcoming election demands a shorter process, in which case "Management Committee" shall replace the words "General" or "Special General".

23.3.2 Within a reasonable time before an upcoming election, a General Meeting may decide whether the Party will participate in the election, and whether to proceed with endorsing candidates to stand in the election.

23.3.3 A General Meeting shall elect a Returning Officer for the purposes of receiving nominations for candidacy, and, if necessary, conducting a ballot to select candidates from acceptable nominations.

23.3.4 The Management Committee or a General Meeting shall decide on a closing date for nominations for candidates. All members shall be given notice of the call for nominations at least 21 days before the close of nominations, unless the timing of an upcoming election demands shorter notification time.

23.3.5 Only members of the Party shall be endorsed as candidates.

23.3.6 A member shall not be endorsed as a candidate if that member has already served two consecutive terms in public office, unless there is a decision to waive this provision by a Special General Meeting before the endorsement of candidates for what could be the member's further candidature.

23.3.7 A General Meeting held after the close of nominations shall decide whether to accept each of the nominations received for candidates, and should seek to follow the

recommendation of any preselection sub-committee which may have interviewed the candidate.

23.3.8 At an election where more candidates are deemed to be acceptable than are to be endorsed, the candidates may be chosen by consensus at a Special General Meeting. If consensus cannot be reached the Returning Officer shall conduct a postal ballot of all members using an optional preferential voting system.

23.3.9 For elections where more than one Party' candidate is to be listed on the ballot paper, the running order of the accepted candidates may be decided by consensus at a Special General Meeting. If consensus cannot be reached the Returning Officer will determine the running order by a postal ballot of all members using the optional preferential system.

23.3.10 Where an upcoming election does not allow time for postal ballots, those ballots may be held at a Special General Meeting.

23.3.11 A General Meeting may decide on by-laws to regulate the selection of candidates in addition to the provisions of this Constitution and any guidelines set by National Council of the Greens.

23.3.12 Any decision on the allocation of preferences shall be made by a Special General Meeting.

Other Positions

24. Spokespersons

24.1 The following persons shall have general authority to make public statements to the media on behalf of the Party:

24.1.1 endorsed candidates;

24.1.2 the Convenor

24.2 Spokespersons may also be appointed by the Management Committee to make media statements on specific issues as directed by the Management Committee.

24.3 Public statements shall be consistent with Party' policies and decisions. Spokespersons must refer to Greens policy before making public statements.

24.4 Where no Party' policy or decision exists on an issue, then the Management Committee shall be consulted for direction on the stance to be taken.

24.5 If spokespersons make public statements on behalf of the Party without prior consultation they must report on their statement to the Management Committee or a General Meeting at the first opportunity.

25. Delegates To National Council Or Other National Bodies Of The Australian Greens

25.1 Delegates to National Council or other National Bodies of the Greens shall be appointed at the Annual General Meeting in accordance with the process set out in clause 16.3 unless appointments by the Management Committee are required prior to the next Annual General Meeting due to resignation or the formation of new bodies.

25.2 Delegates' duties are to

25.2.1 represent the views of the Party in national bodies; and

25.2.2 report back to the Party on the deliberations of the national bodies.

25.3 Delegates shall seek instruction from the Management Committee regarding positions to be taken on issues to be decided by a National body.

25.4 If Delegates are unable to participate in a meeting of the national body of which they are a member, the Management Committee may appoint a substitute delegate for that meeting.

26. Public Officer

26.1 The duty of the Public Officer is to exercise the relevant responsibilities specified in the Associations Act.

26.2 The Public Officer may be an office-bearer.

26.3 The Public Officer shall be elected by the Annual General Meeting.

26.4 If a Public Officer resigns or is removed from this office, the Management Committee shall appoint a new Public Officer for the period until the next Annual General Meeting.

Decision Making

27. General Decision Making

27.1 Decisions at meetings shall be made by cooperative decision-making processes, which include the options of consensus and voting.

Consensus Decision Making

27.2 Consensus shall be attempted to make all decisions before any form of voting is proposed. Consensus is achieved when all members present at a meeting agree with a

proposed course of action or, where some members disagree with the proposal and these members decide not to oppose the rest of the members' agreement. Consensus is blocked if any member decides to oppose the rest of the members' agreement to a proposal.

27.3 In attempting to reach consensus, sufficient time shall be allowed for discussion of different views on a proposal and to make amendments to a proposal, including provision for non-decision-making meetings where time allows. Informal or straw voting may be held to gauge a meeting's opinion about a proposal, but such votes are not binding.

27.4 Where consensus is not reached about a proposal at a meeting, the matter shall be deferred to a future meeting, except where clause 27.5 applies.

Urgency motion

27.5.1 Any member present at a meeting may propose an urgency motion that a particular proposal must be decided at the meeting and not be deferred.

27.5.2 To be successfully carried, an urgency motion requires the consensus of the meeting or, where consensus is blocked, a vote of those members present with two-thirds in favour of the motion.

27.5.3 If an urgency motion is passed regarding a proposal and consensus on the proposal is not achieved at the meeting, a vote on the proposal shall be held before the end of the meeting. To be successful a vote requires a two-thirds majority of those members present, unless other rules apply as provided for elsewhere in this Constitution.

27.6 Voting

27.6.1 Voting shall be conducted by a show of hands except in the case of contested elections to be determined by secret ballot. Unless otherwise stated, a two-thirds majority of votes will decide the question.

27.6.2 Upon any question arising at a general meeting of the Party, a member has one vote only.

27.6.3 All votes shall be given in person. Voting by proxy shall not be allowed, unless this provision is expressly waived.

27.6.4 In the case of a tied vote, the chairperson of the meeting is entitled to exercise a second or casting vote.

27.6.5 The chairperson shall direct the manner of voting to be taken on any question at that meeting. The result of the poll shall be deemed to be the resolution of the meeting on that question.

27.6.6 Where a poll is demanded to elect a chairperson, or on a question of adjournment, it shall be taken forthwith.

27.6.7 Where a poll is demanded on any other question, it shall be taken at such time before the close of the meeting as the chairperson may direct.

27.6.8 Provision shall be made for important or contentious issues to be resolved by all members.

27.6.9 A postal ballot may be convened if initiated by a General Meeting or a petition of at least 20% of the membership.

27.6.10 The text of the motion to be put to the ballot must have the endorsement of all those calling the ballot.

27.6.11 For the ballot to be successful, a minimum of 20% of the membership must vote on the motion.

27.8 Decisions on whether the Party will join a coalition of parties and/or independents to contest an election may only be made by a Special General Meeting.

27.9 Decisions to negotiate and allocate electoral preferences may only be made by a Special General Meeting.

28. *Urgent Matters*

28.1 The Executive Committee shall make decisions for the Party on urgent matters to be resolved before the next scheduled meeting of the Management Committee or a General Meeting.

28.2 Decisions made by the Executive Committee shall be consistent with the Charter and the policies, decisions and practices of the Party.

28.3 The Executive Committee shall comprise the Convenor, the Secretary and the Treasurer. A Convenor shall contact any relevant spokespersons regarding a quick decision that needs to be made.

28.4 The Executive Committee shall meet only as often as essential.

28.5 In matters relating to particular issues, the Executive Committee shall consult where possible with members or bodies who may have a direct interest in the decision.

28.6 Decisions of the Executive Committee shall follow the rules in section 27.

28.7 The Convenor shall report on any urgent matters to the next meeting of the Management Committee or a General Meeting. The meeting may then decide to ratify the decision, take further actions or issue guidelines for future decision making.

29. Formulation And Adoption Of NT Greens' Policies

29.1 NT Greens' policies on matters only relevant to the NT shall be decided in accordance with this Section.

29.2 Policies of the Party on national issues shall be decided in accordance with the national Constitution of the Australian Greens.

29.3 Party' policies shall be formulated with the maximum participation of members through sub-committees designated for this purpose.

29.4 Decisions to approve or amend policies shall only be made at Special General Meetings called for this purpose. Policy decisions may only be made by consensus at these meetings, or by vote if the meeting passes an urgency motion regarding the decision.

29.5 Where consensus cannot be reached at a Special General Meeting about a policy proposal and no urgency motion has been passed, a decision on the policy proposal shall be made by postal ballot.

29.6 For a ballot to be successful, a minimum of 20% of the membership must vote on the motion and at least two thirds of the total number of votes must favour the motion.

29.7 The Management Committee may make emergency policy decisions. These decisions shall be submitted to a Special General Meeting as soon as possible. The Management Committee shall not make any emergency policy decision contradicting any policy already approved by the Party.

29.8 Policy shall be reviewed when proposed by a petition supported by the signatures of not less than 10% of the members.

29.9 Copies of all policies adopted by the Party shall be forwarded immediately to the National Secretary.

Formal Matters

30. Finances

30.1 The financial year of the Party is the period beginning on 1st July in each year and ending on the 30th June the following year.

30.2 The funds of the Party shall be gathered from membership fees, donations and fund-raising activities. The Party shall not pursue any form of fund-raising or income generation, or accept any donations or gifts with or without conditions, which are or might be in conflict with the Charter or policies of the Party.

30.3 The funds and assets of the Party shall be applied solely towards achieving the objectives of the Party.

30.4 An Annual General Meeting shall decide the minimum donation amount requiring approval.

30.4.1 Before they are accepted, a General meeting shall approve donations to the Party in terms of money, goods or services over and above this minimum.

30.4.2 The details of such substantial donations to the Party or candidates over this minimum amount shall be open to public inspection.

30.5 Expenditure of Party funds shall be approved by a General Meeting either to meet specific costs or as a budget for a particular project, purpose or period approved by the General Meeting.

30.6 Two members of the Management Committee shall sign cheques and other financial transactions involving the expenditure of party funds.

30.7 Membership fees shall be collected and recorded by the Treasurer and distributed between the Greens and the Party on a basis and in proportions determined by the National Council of the Greens.

31. *Notices*

31 Notice may be given on behalf of the Party to any member either in person or by post as a prepaid letter addressed to the member at their usual or last-known postal address or sent via

email addressed to a member's last known email address.

32. *Disputes*

32.1 Serious disputes between members and the Party or disputes among members (in their capacity as members of the Party) will be referred to mediation.

32.2 The mediator shall be appointed as agreed between the parties. If the parties are unable to agree then the office bearers of the Greens shall appoint a mediator.

32.3 At least 7 days before a mediation session is to commence, the parties are to exchange statements of the issues that are in dispute between them and supply copies to the mediator.

33. *Alteration of the Constitution*

33.1 A Special General Meeting shall interpret the Constitution should a dispute arise over the meaning of any provision.

33.2 This Constitution may be amended by resolution passed by a three-quarters majority of members voting at a Special General Meeting.

33.3 Notice of the proposed amendment shall be included in the notice calling the Special General Meeting.

33.4 An amendment to the objects and purposes of the Party shall not be effective until approved by the Commissioner.

33.5 An alteration of the objects, purposes or rules is of no effect until a copy of the alteration is lodged with the Registrar of Associations in the Northern Territory.

34. *Liability and Indemnity*

34.1 Individual members of the Party are not liable in any way for the acts and defaults of any other members of the Party.

34.2 The liability of a member to contribute towards the payment of debts and liabilities of the Party or the costs, charges and expenses of winding up the Party is limited to the amount, if any, unpaid by the member in respect of membership of the Party.

34.3 The Party may incur debts but will remain responsible for these debts.

34.4 Members of the Party who act on behalf of the Party with any written authority of the Management Committee in accepting or incurring any personal pecuniary liability shall be held indemnified against that personal liability in respect of such action.

35. *Seal of the Party*

35.1 The seal of the Party shall be in the form of a rubber stamp, inscribed with the name of the Party encircling the word "Seal".

35.2 The seal of the Party shall not be affixed to any instrument except by the authority of the Management Committee and the affixing thereof shall be attested by the signatures of two members of the Management Committee, and that attestation is sufficient proof for all purposes that the seal was affixed by authority of the Management Committee.

35.3 The seal shall remain in the custody of the Secretary.

35.4 The Secretary will record each use of the seal.

36. *Income and Property of Association*

36.1 The income and property of the Party, however derived, shall be applied solely towards the promotion of the objects and purposes of the Party and no portion thereof shall be paid or transferred, directly or indirectly, by dividend, bonus, or otherwise to any member of the Party.

36.2 the Party shall not appoint a person who is a member of the Management Committee to any office to the holder of which there is payable any remuneration by way of salary, fees, or allowances or pay to any such person any remuneration or other benefit in money or money's worth (other than the repayment of out-of-pocket expenses).

36.3 Nothing in the foregoing provisions of this rule prevents the payment in good faith to a servant or member of the Party of -

36.3.1 remuneration in return for services actually rendered to the Party by the servant or member or for goods supplied to the Party by the servant or member in the ordinary course of business;

36.3.2 interest at current bank overdraft rate on money lent; or

36.3.3 a reasonable and proper sum by way of rent for premises let to the Party by the servant or member.

37. *Accounts of receipts, expenditure etc*

37.1 True accounts shall be kept -

37.1.1 of all sums of money received and expended by the Party and the matter in respect of which the receipt or expenditure takes place, and

37.1.2 of the property, credits, and liabilities of the Party.

37.2 Subject to any reasonable restrictions as to time and manner of inspecting them that may be imposed by the Party for the time being, these accounts shall be open to the inspection of the members of the Party.

37.3 The Treasurer of the Party shall faithfully keep all general records, accounting books, and records of receipt and expenditure connected with the operations and business of the Party in such form and manner as the Management Committee may direct.

37.4 The Accounts, books, and records referred to in this clause shall be kept at the Party's office or at such other place as the Management Committee may decide.

38. *Banking and Finance*

38.1 The Treasurer of the Party shall, on behalf of the Party, receive all monies paid to the Party.

38.2 The Management Committee shall cause to be opened with such bank, building society or credit union as the Management Committee selects an account in the name of the Party into which all moneys received shall be paid by the Treasurer as soon as possible after receipt thereof.

38.3 The Management Committee may receive from the Party's bank, credit union or building society for the time being the cheque drawn by the Party on any of its accounts with the bank, credit union or building society and may release and indemnify the bank, credit union or building society from and against all claims, actions, suits, or demands that may be brought against the bank or bankers arising directly or indirectly out of those cheques or the surrender thereof to the Party.

38.4 No cheques shall be drawn on the Party's account except for the payment of expenditure that has been authorised by the Management Committee.

38.5 All cheques, drafts, bills of exchange, promissory notes, and other negotiable instruments shall be signed by the Treasurer and one other member of the Management Committee or, in the absence of the Treasurer, by two members of the Management Committee nominated for that purpose.

39. Auditor

39.1 At each Annual General Meeting of the Party, the members present shall appoint a person who is not a member or the Public Officer of the Party as the Auditor of the Party.

39.2 A person so appointed shall hold Office until the Annual General Meeting next after that at which they are appointed, and is eligible for re-appointment.

39.3 The first Auditor of the Party may be appointed by the Management Committee before the first Annual General Meeting, and, if so appointed, shall hold office until the first Annual General Meeting, unless previously removed by a resolution of the members at a General Meeting, in which case the members at that meeting may appoint another auditor to act until the first Annual General Meeting.

39.4 If an appointment is not made at an Annual General Meeting the Management Committee shall appoint an Auditor of the Party for the then current financial year of the Party.

39.5 If a casual vacancy occurs in the Office of Auditor during the course of a financial year of the Party, the Management Committee may appoint a person as the Auditor and the person so appointed shall hold office until the next succeeding Annual General Meeting.

39.6 Once at least in each financial year of the Party, the Auditor shall examine the accounts of the Party.

39.7 The Auditor shall certify as to the correctness of the accounts of the Party and shall report thereon to the members present at the Annual General Meeting.

39.8 In their report, and in certifying to the accounts, the Auditor shall state -

39.8.1 whether they have obtained the information required by them;

39.8.2 whether, in their opinion, the accounts are properly drawn up so as to exhibit a true and correct view of the financial position of the Party according to the information at their disposal and the explanations given to them and as shown by the books of the Party; and

39.8.3 whether the rules relating to the administration of the funds of the Party have been observed.

39.9 The Public Officer of the Party shall cause to be delivered to the Auditor a list of all the accounts, books and records of the Party.

39.10 The Auditor has a right of access to the accounts, books, records, vouchers and documents of the Party.

39.11 The Auditor may require from the servants of the Party such information and explanations as may be necessary for the performance of their duties as auditor.

39.12 The Auditor may employ persons to assist them in investigating the accounts of the Party:

39.13 The Auditor may, in relation to the accounts of the Party, examine any member of the Management Committee or any agent of the Party.

40. *Disclosure of Interest in Contracts etc*

40.1 A member of the Management Committee who is interested in any contract or arrangement made or proposed to be made with the Party shall disclose their interest at the first meeting of the Management Committee at which the contract or arrangement is first taken into consideration, if their interest then exists, or, in any other case, at the first meeting of the Management Committee after the acquisition of their interest.

40.2 If a member of the Management Committee becomes interested in a contract or arrangement after it is made or entered into they shall disclose their interest at the first meeting of the Management Committee after they become so interested.

40.3 No member of the Management Committee shall vote, as a member of the Management Committee, in respect of any contract or arrangement in which they are interested and if they do so, their vote shall not count.

40.4 Where contracts or arrangements are considered at other meetings the clauses 40.1-40.3 apply except the words "Management Committee" are replaced with "the Party".

41. *Dissolution of Association*

41.1 The Party may be wound-up by a special resolution of the members passed at a General Meeting called for that purpose. Not less than six weeks notice shall be given of

this meeting. A special resolution must be passed by 75% of the members present and eligible to vote and no proxy or postal votes are allowed. The dissolution of the Party shall be effective within 30 days after the result of the vote, or on whichever day is stipulated by the motion.

41.2 If, when winding up the Party, any property of the Party remains after satisfaction of the debts and liabilities of the Party and the costs, charges and expenses of winding up, the property of the Party will be distributed to the National Council of the Greens.

42. *By-laws*

42.1 The Management Committee shall make, alter or revoke by-laws in accordance with this Constitution.

42.2 The by-laws shall be effective on publication by notice to all members.

42.3 The Management Committee shall keep a register of all by-laws.