



THE ROYAL AUSTRALIAN CHEMICAL INSTITUTE INC.

BY-LAWS

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Contents

By-law 1	OPERATION.....	3
By-law 2	MEMBERSHIP TYPES OF THE ROYAL AUSTRALIAN CHEMICAL INSTITUTE Inc.	3
By-law 3	CRITERIA FOR AND ADMISSION TO ASSOCIATE MEMBERSHIP	4
By-law 4	CRITERIA FOR AND ADMISSION TO FULL MEMBERSHIP.....	4
By-law 5	ABBREVIATED DESIGNATIONS FOR MEMBERS	5
By-law 6	CERTIFICATES.....	5
By-law 7	ADMISSION PROCEDURES	6
By-law 8	MEMBERSHIP TERMINATION	6
By-law 9	VOTING	6
By-law 10	THE ASSEMBLY OF THE RACI	6
By-law 11	POWERS AND RESPONSIBILITIES OF THE ASSEMBLY	7
By-law 12	ASSEMBLY MEETINGS.....	7
By-law 13	RACI GENERAL AND BOARD MEETINGS – CHAIR AND ADJOURNMENT	7
By-law 14	BRANCH STRUCTURE	8
By-law 15	BRANCH COMMITTEE	8
By-law 16	BRANCH COMMITTEE MEETINGS.....	11
By-law 17	BRANCH FINANCES AND REPORTING.....	12
By-law 18	BRANCH EVENTS AND PROGRAM	12
By-law 19	GROUP STRUCTURE	13
By-law 20	GROUP COMMITTEE	13
By-law 21	GROUP COMMITTEE MEETINGS.....	15
By-law 22	GROUP FINANCES AND REPORTING	15
By-law 23	GROUP EVENTS AND PROGRAM	16
By-law 24	DIVISION STRUCTURE	16
By-law 25	DIVISION COMMITTEE	17
By-law 26	DIVISION COMMITTEE MEETINGS.....	20
By-law 27	DIVISION FINANCES AND REPORTING	21
By-law 28	DIVISION EVENTS AND PROGRAM	21
By-law 29	NATIONAL GROUP STRUCTURE	22
By-law 30	NATIONAL GROUP COMMITTEE	23
By-law 31	NATIONAL GROUP COMMITTEE MEETINGS.....	24
By-law 32	NATIONAL GROUP FINANCES AND REPORTING	25
By-law 33	NATIONAL GROUP EVENTS AND PROGRAM	25
By-law 34	PRIVILEGED COMMUNICATIONS.....	26
By-law 35	IRREGULARITIES.....	26
By-law 36	CODE OF CONDUCT	26

BY-LAWS of THE ROYAL AUSTRALIAN CHEMICAL INSTITUTE INCORPORATED

By-law 1 OPERATION

- 1.1. These By-laws shall operate and have effect subject to the Constitution. They shall repeal and supersede all existing By-laws of the RACI. These By-laws are to be interpreted so as to give effect to the principles and legislation relating to equal opportunity and anti-discrimination in the Commonwealth, States and Territories of Australia.
- 1.2. Where there is a conflict between any By-law and the Constitution of the RACI, the Constitution shall take precedence.
- 1.3. Subject to the provisions of the Constitution of the RACI, the Board may determine all matters of RACI business not provided for in the Constitution or these By-laws.
- 1.4. The By-laws may be modified by a Board motion where a simple majority of the total Board vote is required to accept the proposed change.

By-law 2 MEMBERSHIP TYPES OF THE ROYAL AUSTRALIAN CHEMICAL INSTITUTE Inc.

The Board may accept individuals and organisations who demonstrate an interest in the chemical sciences as members of the RACI.

The membership structure of the RACI has been designed to accommodate a broad spectrum of individuals from those with simply an interest in the subject to the professional chemical scientist. Two membership levels exist.

2.1. Associate Membership

For those individuals with an interest in the chemical sciences:

- Associate
- Undergraduate Student
- Industry Partner
- University Partner
- Vocational Education and Training Partner
- School Partner

2.2. Full Membership

For those individuals who are utilising chemical knowledge in their chosen careers and are working in a chemical science environment:

- Member
 - Post-Graduate student
 - Early Career/Commencing Chemist
 - Ordinary member
- Fellow

The Board may admit full Members who demonstrate professional standing and provide expert knowledge in their specialised chemistry field to the grade of chartered chemist within either of the above two classes of membership.

By-law 3 CRITERIA FOR AND ADMISSION TO ASSOCIATE MEMBERSHIP

The Board shall admit persons and organisations to one of six grades of Associate Membership levels of the RACI. The criteria for each of the associate member grades are:

3.1. **Associate**

- Individuals who have expressed an interest in the chemical sciences **or**
- work in a chemical related environment **and**
- are not eligible for admission as a full RACI Member.

3.2. **Associate - Undergraduate Student Membership**

Those individuals studying a Cert IV, Diploma, Bachelors, Honours or Masters degree involving chemical science subjects.

3.3. **Industry Partner**

Organisations operating in a chemical related area.

3.4. **University Partner**

Open to tertiary educational institutions providing science education.

3.5. **Vocational Education and Training Partner**

Open to vocational education and training institutions providing science education.

3.6. **School Partners**

Open to all schools providing science education to school students.

By-law 4 CRITERIA FOR AND ADMISSION TO FULL MEMBERSHIP

The Board shall admit persons to one of two grades of full Membership of the RACI, either the Member or the Fellow grade. The criteria for each of the full member grades are:

4.1. **Member**

4.1.1. Ordinary Member

- holds a degree in a chemistry-related field from an Australian University or its equivalent approved by the Board **or**
- holds a diploma in a chemistry related field from an Australian tertiary or vocational education and training institution or equivalent approved by the Board **or**
- has at least three years of professional experience in chemistry-related employment that is approved by the Board.

4.1.2. Early Career/Commencing Chemist Member

- holds a degree in a chemistry-related field from an Australian University or its equivalent approved by the Board **or**
- holds a diploma in a chemistry related field from an Australian tertiary or vocational education and training institution or equivalent approved by the Board **and** be in the first three years of their career.

4.1.3. Post-Graduate Member

- Is past three years of their career
- is a Post-Graduate PhD student

4.2. **Fellow**

The Fellowship grade of Membership is reserved for those individuals that satisfy the Board that they have made major contributions within the broad field of chemistry in any employment sector, such

as, but not limited to academia, government, and industry, and/or who have made substantial contributions to the RACI organisation over a number of years.

4.3. Full Membership Sub-Classes

4.3.1. Chartered Member Class

Members and Fellows can be promoted to the class of Chartered Chemist which signifies the individual is regarded as a chemistry professional. The criteria for this are:

- a PhD with a chemical science focused thesis **or**
- a degree majoring in chemical science from an RACI accredited university program with three years of professional experience in chemical science -related employment that satisfies the Board of sufficient professional standing in the chemical sciences **or**
- a chemical science related degree from a non-accredited university program with at least four years of professional experience in chemistry-related employment that satisfies the Board of sufficient professional standing in chemistry **or**
- the Board is satisfied that an individual without a degree has achieved a high standing in the field of chemical science as shown by professional experience in their career spanning at least ten years.

4.3.2. Concessional Status

Full Members may be granted concessional status upon completion of the relevant online form if they are:

- Unemployed - valid for twelve months only
- Retired

4.3.3. Honorary Life Membership

The Board may determine the circumstances under which long serving full Members of the RACI will be granted Honorary Life Membership of the RACI. The standard criterion is fifty years continuous Membership. All Members granted Honorary Life Membership under this By-law, without paying Membership subscriptions, shall retain all rights and privileges of continuing full Membership.

By-law 5 ABBREVIATED DESIGNATIONS FOR MEMBERS

The Board shall determine the abbreviated designations or post nominals to be used by each grade of Membership after the Member's name.

- 5.1. A full Member and Post-Graduate Member shall be entitled to use the abbreviated designation MRACI.
- 5.2. A Member Chartered Chemist shall be entitled to use the abbreviated designation MRACI CChem.
- 5.3. A Fellow shall be entitled to use the abbreviated designation FRACI.
- 5.4. A Fellow Chartered Chemist shall be entitled to use the abbreviated designation FRACI CChem.
- 5.5. Associate Members of the RACI shall be entitled to use the abbreviated designation ARACI.
- 5.6. The post nominals may not be used once the individual ceases to be a member of the RACI.

By-law 6 CERTIFICATES

A Certificate of Fellowship or Membership shall be issued to each full Member. The Certificate will be issued in digital format only and will be accessible via the membership portal.

By-law 7 **ADMISSION PROCEDURES**

- 7.1. Applications for any level of Membership of the RACI shall be made in accordance with the Constitution on the relevant application form and pay the set membership fee for the membership type applied for before the application can be considered.
 - 7.1.1 Applications for membership shall be processed through RACI National.
 - 7.1.2 For admission as a Fellow of the RACI the Fellowship application form must be used. Applicants must complete the form, attach a copy of their CV, and have the form signed by two Fellows acting as referees who shall certify that the applicant is personally known to them and worthy of admission as a Fellow. Applications will be submitted electronically to the Membership Assessment Committee who will determine suitability and provide a recommendation to the Board for admission.
- 7.2. The Board shall determine the procedure for considering applications for admission to each class of Membership.

The Board may refuse the application for admission.

By-law 8 **MEMBERSHIP TERMINATION**

8.1. **Arrears**

A Member who is three months or more in arrears with their subscription will have their membership details deactivated from the Register of Members and not be able to access any of the RACI systems, and is not eligible for any member discounts or privileges.

8.2. **Resignation**

Members may resign their membership by writing or via email to the National Office. Any resignations made after the renewal date will be issued a pro-rata refund.

8.3. **Breach of Professional Conduct**

The Board may terminate the membership of those members found in breach of the organisation's code of conduct, subject to the procedures set out in the Constitution. The Code of Conduct is available on the RACI website.

By-law 9 **VOTING**

- 9.1. Except as specifically provided in the Constitution or these By-laws, all full Members, other than those who are in arrears with their subscriptions for more than three months, shall be entitled to vote either in person or by proxy on any matters raised in General Meetings of the RACI.
- 9.2. The Board shall appoint a Returning Officer to receive and count votes for all RACI national ballots.
- 9.3. Associate members are only allowed to vote at Branch, Group, Division and/or National Group level and on matters concerning the Branch, Group, Division and /or National Group.

By-law 10 **THE ASSEMBLY OF THE RACI**

- 10.1. "Assembly" is a body established by the Board. The Assembly is an advisory body only, to the Board. The Board may also communicate its decisions to the RACI through the Assembly delegates.
- 10.2. The Assembly of the RACI shall consist of the following office holders:
 - the members of the Board,

- Branch Presidents,
- Division Chairs, and
- Board Committee Chairs

- 10.3. The President shall determine staff or Members of the RACI as deemed necessary to attend meetings of the Assembly.
- 10.4. Members of the Assembly representing Branches and Divisions and unable to attend meetings may appoint a proxy from within the Branch or Division elected leadership, who shall be a full Member of the RACI.
- 10.5. All Members of the Assembly shall, except as otherwise provided in these By-laws, hold office until the conclusion of the terms of their relevant positions.

By-law 11 POWERS AND RESPONSIBILITIES OF THE ASSEMBLY

Subject to any conditions imposed by the Board, the Assembly shall:

- make nominations for replacement of Board positions falling vacant outside the normal terms of office.
- be responsible for disseminating and gathering information from their constituents on matters considered in meetings of the Assembly and meetings of the Board to provide meaningful advice to the Board.
- form committees, working parties, project teams or make similar arrangements to assist the Board in performing its function.
- assist in calls from fellow societies and nominate candidates where required.
- do all things appropriate to promote the interests of the Members of the RACI and the chemical sciences.
- form an appeal committee to hear appeals related to unprofessional conduct and make final recommendations to the Board as laid out in the Constitution.

By-law 12 ASSEMBLY MEETINGS

- 12.1. The Board President shall chair meetings of the Assembly. In the President's absence, or if they decline to act, the President-Elect shall preside.
- 12.2. If after fifteen minutes after the time appointed for holding a meeting the President and President-Elect are not present, or if they decline to act, another Member of the Assembly shall be elected Chair for the meeting.
- 12.3. An annual schedule for Assembly meetings will be determined by the Board President.
- 12.4. For the transaction of business, one half (taken to the next whole number) of the total Members of the Assembly shall constitute a quorum.
- 12.5. The Board may seek a resolution from the Assembly where a vote may be required, in such an event a simple majority cast by Members of the Assembly entitled to vote and present at any meeting, is deemed to have passed. The Board President has the deciding vote. Resolutions of the Assembly are not binding on the Board.

By-law 13 RACI GENERAL AND BOARD MEETINGS – CHAIR AND ADJOURNMENT

- 13.1. The Board President shall chair General Meetings of the RACI. In the President's absence the

President-Elect shall preside at General Meetings of the RACI.

- 13.2. If after thirty minutes after the time appointed for holding a General Meeting the President and President-Elect are not present, or decline to act, another Member of the Board shall be elected Chair for the Meeting.
- 13.3. The President of the RACI, or in the President's absence, the President-Elect, shall preside at all meetings of the Board.

By-law 14 BRANCH STRUCTURE

A Branch is composed of the central Branch and, for larger branches, a number of interest Groups.

In addition to the membership, the Branches should focus on general chemistry-related outreach programs and events, that promote the positive aspects of chemical science to the public, and provide assistance to schools in the teaching of chemical science and fostering school students' interest in science.

14.1. Current Branches

RACI Branches in Australia are currently divided into eight Branch areas based on the six states and two territories:

- Australian Capital Territory
- New South Wales
- Northern Territory
- Queensland
- South Australia
- Tasmania
- Victoria
- Western Australia

Overseas based Members are administered by RACI National.

14.2. Formation or Closure of a Branch

Depending on membership numbers, and at the discretion of the Board, additional Branches may be created if a logical geographical area can be identified. Should a Branch fail to deliver a positive net financial result, the Board at its discretion will disband a Branch with activities absorbed into other Branches or Divisions.

14.3. Branch Constituents

The constituents of a Branch are all those Members of the RACI residing in the geographical area of the Branch.

By-law 15 BRANCH COMMITTEE

- 15.1. The affairs of each Branch are administered by a Branch Committee led by an elected Branch President under the direction of the Board. The committee has responsibility to:
- always act in the best interest of the RACI and adhere to all rules and priorities as determined by the Board.
 - ensure that sufficient events and activities are produced to provide an acceptable range of benefits for the Members in the area.
 - collaborate with other Branches, Groups, Divisions, National Groups in the design and delivery of events and activities to minimise duplication and resource wastage.
 - ensure the timely preparation of branch and group budgets for approval, and ongoing

monitoring of budgets to ensure all events and activities remain within budget. Approved budgets cannot be altered once set. Expenditure cannot exceed allocations, any overspend will be recorded and reduced from a future budget.

- ensure all events and activities provide a positive return to the RACI. The rate of net profit will be determined by the Board but must be at minimum 10%. The net profit cannot include any funds from the RACI Event Incentive Scheme, or other funds granted by the Board. This excludes Independent Community Events (ICE) which should aim to provide a net profit where feasible.
- ensure that all events and activities comply with the RACI's purpose, Constitution, By-laws and policies.
- strive to meet any diversity targets set by the Board.
- hold and record Branch Committee meetings. No Annual General Meeting (AGM) is required, however Branch Committees must meet at least once every three months, with one meeting to finalise the appointment of committee members.
- run a transparent nomination and election process to appoint committee members.
- Branches cannot create or grant awards without the approval of the Board. Approval must be sought in writing and detail the reason for the award or grant, including the source and sustainability of any funds to be granted.

15.2. Powers of Branch Committees

- 15.2.1. Arrange and conduct events and activities to provide benefits for the membership, promote the chemical sciences to the general public and/or raise funds for the purposes of the Branch and the RACI.
- 15.2.2. Regulate and control the committees, events and activities of the Groups, including their budgets.
- 15.2.3. Accept a gift or bequest on behalf of the RACI subject to notification and approval by RACI National prior to accepting a gift or bequest.
- 15.2.4. Appoint representatives on local committees of a public or scientific nature, but no such representative shall bind the RACI or the Branch to any recommendation or other action, except with authorisation from the Board or the CEO.
- 15.2.5. The Branch Committee or any of its members cannot act as legal signatories for the RACI. However, the Branch Committee may negotiate and sign memoranda of understandings (MOUs) with societies, associations and organisations, if there are no financial costs or payments involved for the RACI and the document has been reviewed and approved by the CEO.

15.3. Branch Committee Positions

Each Branch Committee should consist, as far as possible, of the following elected members:

- the Branch President
- the Branch President-Elect
- the Branch Secretary
- the Branch Treasurer.

Additional members, no more than three, excluding Chairs of Groups, if required may include:

- a Student member
- a Post-Graduate Student member
- an Early Career/Commencing Chemist member
- for Branches with active Groups, the Chairs of the Groups
- one appointed member, if required, to fill an expertise gap on the Committee.

The Branch President, President-elect, Treasurer, Secretary and Group Chairs must all be full elected Members of the RACI (MRACI or FRACI) and the rest of the Committee must all be Members (Full or Associate) of the RACI.

All Committee members must be financial, having no outstanding membership fees. All committee members who become unfinancial must inform the Branch immediately and step down from any role.

Branch Committee members that take on a position with the RACI Board are ineligible to hold any Division, Branch, Group Committee position and must vacate any position held immediately upon appointment to the Board. This is to ensure the independence of the Board.

15.4. Branch Committee Terms

- 15.4.1. The Branch President position is for a term of two years.
- 15.4.2. The Branch President Elect position is for a term of four years, two years as President-Elect and two years as President.
- 15.4.3. Branch Presidents will step down immediately from the Committee when their term of President ends and cannot stand for re-election for a period of two years.
- 15.4.4. Group Chairs will remain on the Branch Committee for their term of office as Group Chair.
- 15.4.5. A person appointed to the Branch Committee to fill an expertise gap may be appointed at the time the expertise gap is identified and should serve for one year.
- 15.4.6. All other Branch Committee members will serve a term of two years.
- 15.4.7. The maximum time a member, apart from those who have held the role of President, may be continuously part of a Branch Committee is four years. Committee members who have held a role continuously for four years are not eligible to stand for re-election for a period of two years.

15.5. Branch Committee Elections

- 15.5.1. The electorate for a Branch Committee consists of all Members (Full and Associate) whose names appear on a Register of Members in the relevant RACI National database for that Branch and who are financial, having no outstanding membership fees.
- 15.5.2. All Branch Committee elections will be conducted over an eight week period commencing the start of the third week of August and concluding by the end of the second week of October each year.
- 15.5.3. Voting will be carried out via a ballot paper that must be created by the Branch Secretary and distributed via the My RACI system, or via an alternate means determined by the Branch Committee. RACI National will not be involved or provide support apart from verifying the eligibility of candidates and updating records on the relevant system.
- 15.5.4. Calls for nominations are generated by the Branch Secretary and distributed electronically to all Branch members via the My RACI system at the start of the third week of August each year. A period of two weeks will be given for nominations to be received by the Branch Secretary.
- 15.5.5. Each candidate for election to the Branch Committee must be nominated and seconded by two members of the Branch. Each nomination form must be countersigned by the candidate. The nomination form should be accompanied by a short manifesto of no more than half a page from the nominee about themselves and what they would like to achieve on the Committee. If no candidate for election to any of the Branch office positions is nominated by the due date, the Branch Committee shall nominate one or more candidates for the office, with the nomination subsequently treated like all others in the election process.
- 15.5.6. The Branch Secretary will ensure all nominees are financial prior to accepting the nomination by providing a list of nominees to RACI National's membership unit to check. Please note that this process may take up to one week.
- 15.5.7. Following confirmation of nominee eligibility, the Branch Secretary will collate and send out all nominee details and accompanying manifestos via My RACI to all Branch members. The Branch Secretary will create the ballot paper and send it across to Branch members via the My RACI system, or notify Branch members of the alternate means for voting. A period of two weeks must be allocated to allow Branch members to familiarise

themselves with each candidate and lodge their votes.

- 15.5.8. Votes must be received by the cut off date and time determined by the Branch Committee. No late votes will be accepted.
- 15.5.9. The Branch Committee must appoint an independent returning officer, who is not a member of the Branch, RACI National staff, or a Board Member.
- 15.5.10. The returning officer will tally the votes and submit the results to the Branch Secretary within one week of completion of voting. The Branch Secretary will notify all Branch Members of the results via the My RACI system. The Branch Secretary will notify RACI National membership unit of all changes to the Committee immediately upon receiving the results via relevant forms provided.
- 15.5.11. RACI National membership unit will update any changes on the relevant systems.
- 15.5.12. The term of office for all Committee members, including succession of President, commences at the end of the normal business at the first meeting immediately following their election.
- 15.5.13. Appointed Branch Committee members shall be proposed at a Branch Committee meeting and appointed if the majority of Committee members present vote in their favour.
- 15.5.14. A Branch Committee may appoint a full Member of the Branch to fill any vacancy in the Committee caused by death, resignation, removal from office, or illness. The appointment will cease at the next election cycle for that position.
- 15.5.15. The Branch Secretary must inform the Branch membership of any appointments to the Committee within one month via the My RACI system.
- 15.5.16. The Branch Secretary will notify RACI National membership unit of all changes to the Committee immediately upon receiving the results via relevant forms provided.

15.6. Removal of a Branch Committee Member from Office

- 15.6.1. A Branch Committee member can be removed before the expiration of the member's term of office by the Branch Committee for:
 - failure to adhere to the governance rules
 - breach of the RACI Code of Conduct
 - not acting in the interests of the RACI or its Members.
- 15.6.2. Removal of a Branch Committee member before the expiration of the holder's term of office requires the resolution of the majority of the Branch Committee. A special meeting must be convened for this purpose and the individual identified for removal must be notified. This must occur two weeks in advance of the meeting.
- 15.6.3. The individual identified for removal has the right to hear the allegations made against them and be given the opportunity to respond.
- 15.6.4. A full and accurate record of the meeting must be kept by the Branch Secretary and stored in the Branch My RACI library.

15.7. Filling a Branch Committee Vacancy

A Branch Committee may fill a vacancy on the committee caused by:

- death
- resignation
- ill health
- removal by Branch Committee

by a two thirds majority vote in favour of a candidate proposed by a committee member.

By-law 16 BRANCH COMMITTEE MEETINGS

- 16.1. A Branch Committee shall meet at least once every three months. The meeting may be physical, virtual or a hybrid. Branches are encouraged to make one of these meetings a general meeting of all Branch members.

- 16.2. The Branch President shall be Chair. If the President cannot act as Chair, the President Elect shall be Chair. In the absence of both, and if a quorum is present, a member of the Branch Committee, who must be a full Member, shall be elected Chair of the meeting.
- 16.3. The Branch President may call a Branch Committee meeting at any time giving seven days' notice to the Committee.
- 16.4. Three or more members of a Branch Committee may request a special meeting by submitting a notice to the Branch Secretary. The extraordinary meeting must be held within twenty one days after the application.
- 16.5. For the transaction of its business, fifty per cent (taken to the next whole number) of the Members (Full and Associate) of a Branch Committee shall constitute a quorum.
- 16.6. Resolutions of a Branch Committee shall be passed, or amended, only by the concurring vote of a majority of members present at any legitimately called meeting.
- 16.7. The Branch Secretary is responsible for having minutes produced and recorded for all Branch Committee meetings. All meeting minutes must be stored in the Branch My RACI library. The Branch My RACI library must be sensible and easy to navigate. The Branch is responsible for storing Group meeting minutes and must ensure that Groups provide these.

By-law 17 BRANCH FINANCES AND REPORTING

- 17.1. The Branch will prepare and present annual budgets covering the proposed events and activities of the Branch and Groups to the Board for approval, based on the budgeting procedure set by the Board. RACI National will provide each Branch with an annual budget allocation based on the number of members per Branch. The amount of funds assigned per member will be set annually by the CEO, in consultation with the Board. The Branch Treasurer is responsible for working with Group Treasurer's to allocate funds to each Group.
- 17.2. The administration of Branch and its Groups' financial transactions are the responsibility of the Branch Treasurer and are subject to any conditions specified by the Board through the financial procedures.
- 17.3. Transactions shall be approved by two authorised signatories of the Branch Committee who are not financially involved in the transaction and are full Members of the RACI.
- 17.4. RACI National will carry out the financial accounting for each Branch and Group. A report comparing financial actual activity against budget shall be uploaded to the RACI Financial portal, no other reports will be produced or provided by RACI National.
- 17.5. A report of the activities of each Branch and the Groups within the Branch shall be forwarded to the CEO to assist with the compilation of the RACI annual report. The CEO will notify the Branch Committee of timing.

By-law 18 BRANCH EVENTS AND PROGRAM

- 18.1. Branch events and programs exceeding \$100,000 in expenditure require Board approval and must be submitted using the relevant forms to RACI National. The event must also be endorsed by the Branch President and Treasurer prior to submission to the Board.
- 18.2. All organisational aspects of an event are subject to the RACI diversity policy, financial, code of conduct and event management policies and procedures.
- 18.3. All events and programs below \$100,000 will be approved by the CEO or their delegate.
- 18.4. The Branch will be required to provide RACI National with an overview of each event and program that it undertakes, as requested. The Board may direct the closure of an event or program should the event or program be found to not be in the best interest of the RACI.
- 18.5. Any event or program excluding Independent Community Events (ICE) that cannot produce at minimum a 10% net financial return will not be approved. The net amount cannot include any funds from the RACI Event Incentive Scheme (REIS), or other funds provided by the Board.
- 18.6. Any program that cannot show an annual growth in engagement or participation of at least 5% per year after two years of operation will be immediately suspended until plans for revitalisation are developed by the relevant organising committee and approved by the CEO. The CEO may provide an exemption to this if the net financial return is at minimum 10% and can be maintained for at least a

further two consecutive years.

By-law 19 GROUP STRUCTURE

These By-laws form the backbone of the governance structures of the Groups, with the goal being to have a standardised set of rules to promote good governance procedures.

19.1. Purpose of Groups

Groups exist within Branches to provide for the networking, knowledge sharing and professional development needs of the membership in a general interest area or in a specific chemical science disciplinary area.

19.2. Formation of a Group

The Board may form special interest Groups. The justification for forming a new Group should be supported by the Branch and forwarded to the Board via RACI National and the proposal should include:

- support from the Branch Committee.
- an outline of the purpose of the Group.
- how the Group aligns with the mission of the RACI.
- a definition of the interested demographic to be serviced by the Group.
- how the Group will meet the needs of the interested members.
- a list of any Divisions within the RACI with some common interest areas including how the group will collaborate on events and activities.
- membership of the organising Committee.
- a list of supporting members – at least twenty.
- a list of proposed events with a cash positive budget covering activities for two years.

19.3. Closure of a Group

The Board, at its discretion, may close a Group if a Group fails to run an event or program in two years.

19.4. Group Constituents

- 19.4.1. The constituents of the Group will be the original list of founding members plus any members answering a call for interest in the Group circulated by the Group Secretary via the My RACI system. The Group Secretary will need to liaise with the Branch Secretary to facilitate the use of the My RACI system.
- 19.4.2. Group member details will be held within relevant RACI systems and is accessible via My RACI. The Group Secretary is responsible for liaising with the Branch Secretary to access these records via the My RACI system.
- 19.4.3. All governance communication to the constituents will be done by the Group Secretary via the My RACI system, in conjunction with the Branch Secretary.

By-law 20 GROUP COMMITTEE

- 20.1. The affairs of each Group are administered by a Group Committee led by a Group Chair under the direction of the Branch Committee, some aspects may be overseen by the Board.

Group Committee responsibilities include to:

- always act in the best interest of the RACI and adhere to all rules and priorities as determined by the Board.
- ensure that sufficient events and activities are produced to provide an acceptable range of benefits for the Members in the area.
- collaborate with other Branches, Groups, Divisions, National Groups in the design and

- delivery of events and activities to minimise duplication and resource wastage.
- ensure the timely preparation of Group budgets for approval by the Branch Treasurer, and ongoing monitoring of budgets to ensure all events and activities remain within budget. Approved budgets cannot be altered once set. Expenditure cannot exceed allocations; any overspend will be recorded and reduced from a future budget.
- ensure all events and activities provide a positive return to the RACI. The rate of net profit will be determined by the Board but must be at minimum 10%. The net amount cannot include any funds from the RACI Event Incentive Scheme, and any other funds provided by the Board. This excludes Independent Community Events (ICE) which should aim to provide a net profit where feasible.
- ensure that all events and activities comply with the RACI's purpose, Constitution, By-laws and policies.
- strive to meet any diversity targets set by the Board.
- hold and record Group Committee meetings. No Annual General Meeting (AGM) is required, however Group Committees must meet as required, with one meeting to finalise the appointment of committee members.
- run a transparent nomination and election process to appoint committee members.
- Groups cannot create or grant awards without the approval of the Board. Approval must be sought in writing and detail the reason for the award or grant, including the source and sustainability of any funds to be granted.

20.2. Group Committee Positions

20.2.1. Each Group Committee should consist of the following members:

- the Group President
- the Group Secretary
- the Group Treasurer.

20.2.2. Additional members, if required may include:

- a Student member
- a Post-Graduate Student member
- an Early Career/Commencing Chemist member
- one appointed member, if required, to fill an expertise gap on the Committee.

20.2.3. The Group President, Secretary, Treasurer must all be full financial Members of the RACI (MRACI or FRACI).

20.2.4. All Committee members, apart from appointed members must be financial, having no outstanding membership fees. Appointed members who are not RACI Members have no vote, cannot hold any decision making position and are there for advice purposes only.

20.2.5. Group Committee members that take on a position with the RACI Board are ineligible to hold any Division, Branch, Group Committee position, and must vacate any position held immediately upon appointment to the Board. This is to ensure the independence of the Board.

20.3. Group Committee Terms

20.3.1. The term of each of the Committee positions is two years, apart from appointed members whose term will be one year.

20.3.2. The maximum time a member may be continuously part of a Group Committee is four years. Committee members who have held a role continuously for four years are not eligible to stand for re-election for a period of two years.

20.4. Group Committee Elections

20.4.1. Groups are not required to conduct elections.

20.5. Removal of a Group Committee Member from Office

20.5.1. A Group Committee member can be removed before the expiration of the member's term of office by the Group Committee for:

- failure to adhere to the governance rules.
- breach of the of the RACI Code of Conduct.
- not acting in the interest of the RACI or its Members.

20.5.2. Removal of a Group Committee member before the expiration of the holder's term of office requires the resolution of the majority of the Group Committee. A special meeting must be convened for this purpose and the individual identified for remove must be notified. This must occur two weeks in advance of the meeting.

20.5.3. The individual identified for removal has the right to hear the allegations made against them and be given the opportunity to respond.

20.5.4. A full and accurate record of the meeting must be kept and forwarded to the Branch Secretary for storing in the Branch My RACI library.

20.6. Filling a Group Committee Vacancy

A Group Committee may fill a vacancy on the committee caused by

- death
- resignation
- ill health
- removal by Branch Committee

by a two thirds majority vote in favour of a candidate proposed by a committee member.

By-law 21 GROUP COMMITTEE MEETINGS

21.1. Group size and activity vary greatly therefore Group Committees should meet as required.

21.2. Group Committee meetings may be physical, virtual or a hybrid. Groups are encouraged to make one of these meetings a general meeting of all Group members.

21.3. Group Committee meetings may be less formal than meetings of Divisions and Branches and typically involve cooperation and collaboration rather than hierarchy and formal rules. The Group President will chair the Group Committee meeting and transaction of business is decided by the majority of the Committee present. A quorum for the meeting is fifty per cent (taken to the next whole number) of the members of the Group Committee.

21.4. Some records of meeting outcomes/determined actions are required for financial governance. The Group Secretary will produce Minutes for the meeting. If decisions with financial aspects are made by distributed means (ie. emails between committee members), a brief summary of the decision and members involved is sufficient. All meeting minutes must forwarded to the Branch Secretary to be stored in the Branch My RACI library under the relevant Group name.

By-law 22 GROUP FINANCES AND REPORTING

22.2. Under the RACI hierarchical system, Groups report directly to Branches, not directly to the Board, unless otherwise specified. Group finances constitute part of their governing Branch finances, and budgets are overseen by the Branch Treasurer. There must be close coordination between Group and Branch Treasurers to enable the allocation of funds to Groups.

22.3. The Group will present annual budgets covering the proposed activities of the Group, to the Branch for approval based on the budgeting procedure set by the Board.

22.4. The administration of Group financial transactions is the responsibility of the Group Treasurer.

22.5. Financial transactions are subject to any conditions specified by the Board through the financial procedures.

- 22.6. Transactions shall be approved by two authorised signatories from the Group and/or Branch Committee who are not financially involved in the transaction and are full Members of the RACI.
- 22.7. National Office will carry out the financial accounting for each Group. A report comparing financial actual activity against budget shall be uploaded to the RACI Financial portal, no other reports will be produced or provided by RACI National.
- 22.8. A report of the activities of each Groups must be forwarded to the Branch Committee to assist with the compilation of the RACI annual report. The CEO will notify the Branch Committee of timing who in turn will notify the Group.

By-law 23 GROUP EVENTS AND PROGRAM

- 23.1. Group events and programs exceeding \$100,000 in expenditure require Board approval and must be submitted using the relevant forms. The event must also be endorsed by the Branch President and Treasurer prior to submission to the Board.
- 23.2. All organisational aspects of an event are subject to the RACI diversity policy, financial and event management policies and procedures.
- 23.3. All events and programs below \$100,000 will be approved by the CEO or their delegate.
- 23.4. The Group will be required to provide RACI National with an overview of each event and program that it undertakes, as requested. The Board may direct the closure of an event or program should the event or program be found to not be in the best interest of the RACI.
- 23.5. Any event or program excluding Independent Community Events (ICE) that cannot produce at minimum a 10% net financial return will not be approved. The net amount cannot include any funds from the RACI Event Incentive Scheme (REIS), or other funds provided by the Board.
- 23.6. Any program that cannot produce a minimum 10% net financial return will not be approved.

By law 24 DIVISION STRUCTURE

These By-laws should form the backbone of the governance structures of the Division, the goal being to have a standardised set of rules to promote good governance procedures in Divisional activities across the RACI.

24.1. Purpose of Divisions

The Division structure is composed of several Divisions representing interest areas each centred around a major branch of knowledge in the chemical sciences. The structure is designed to provide for the networking, knowledge sharing and professional development needs of the membership in their chosen chemical science interest areas with the goals to:

- advance the knowledge and understanding of the designated field of chemical science.
- create a focus point for those involved in the interest area.
- recognise achievement in the field.
- provide encouragement and mentorship opportunities for Post-Graduate students and Early Career/Commencing Chemists working in the field.
- network and link those involved in the chemical science field.
- link with other Divisions, Branches, Groups, associated societies and kindred organisations to promote the advancement of the chemical sciences.

A specific requirement of Divisions is that the Division is expected to hold a conference/national meeting covering their chosen chemical science interest area at least once every two years. This meeting should have attendees from all over Australia and run over at least a day and is typically called a conference.

Such a conference/national meeting can be held as a stand-alone event or can be run concurrently with other conferences (ie. at the RACI National Congress). Conferences and other events and programs exceeding \$100,000 in expenditure require Board approval and organisational aspects are subject to the RACI diversity policy, financial and event management procedures. Conferences and other event and

programs below \$100,000 will be approved by the CEO or their delegate and are required to comply with relevant policies and procedures as determined by RACI National.

24.2. Formation of a Division

The proposed Division should be appropriate for the RACI and represent a knowledge branch of the chemical sciences that will attract a viable number of Members both internally and, more importantly, externally from the RACI.

There should be substantial knowledge growth in the chosen area of the proposed Division that will create sufficient interest and demand to attract active member involvement that can support regular events that are financially viable.

To initiate a new Division, a proposal should be sent to the Board. A proposal should include:

- an outline of the purpose of the Division.
- how the Division will align with the mission of the RACI.
- a definition of the interest group demographic to be serviced by the Division.
- how it will meet the needs of its interest group.
- a list of Divisions with overlapping areas of interest and what they are.
- define how the Division intends to communicate and collaborate with other Divisions, Branches, Groups, and National Groups.
- the organising Committee members.
- a list of supporting Members – at least fifty.
- an outline of a proposed meeting at which it is intended to consider draft program of activities and elect an interim committee.
- a draft program of activities and a budget covering the next three years of activities of the proposed Division.

If the Board believes the proposal is a viable proposition, then a National Group will be formed under the purview of RACI National to provide an organisational structure with the appropriate financial controls for the prospective Division to operate.

The National Group will be given two years to prove it can attract and retain the membership, run a national conference with at least 200 paying attendees and making a net profit of at least 10%. The net amount cannot include any funds from the RACI Event Incentive Scheme, or other funds provided by the Board. The National Group must also present plans, including basic financials for a further year of events and programs to become a viable Division.

24.3. Closure of a Division

If a Division fails to run a conference/national meeting at least once every two years, it will be disbanded at the discretion of the Board.

24.4. Division Constituents

The electorate for a Division Committee is all Members (Full and Associate) who have selected that Division as an area of interest in the RACI Register of Members and are financial, having no outstanding membership fees.

By-law 25 DIVISION COMMITTEE

25.1. The affairs of each Division are administered by a Division Committee led by a Division Chair under the direction of the Board. The Committee is responsible to:

- always act in the best interest of the RACI and adhere to all rules and priorities as determined by the Board.

- ensure that sufficient events and activities are produced to provide an acceptable range of benefits for the Members in the area.
- collaborate with other Branches, Groups, Divisions, National Groups in the design and delivery of events and activities to minimise duplication and resource wastage.
- ensure the timely preparation of group budgets for approval by the Branch Treasurer, and ongoing monitoring of budgets to ensure all events and activities remain within budget. Approved budgets cannot be altered once set. Expenditure cannot exceed allocations; any overspend will be recorded and reduced from a future budget.
- ensure all events and activities provide a positive return to the RACI. The rate of net profit will be determined by the Board but must be at minimum 10%. The net amount cannot include any funds from the RACI Event Incentive Scheme, or other funds provided by the Board. This excludes Independent Community Events (ICE) which should aim to provide a net profit where feasible.
- ensure that all events and activities comply with the RACI's purpose, Constitution, By-laws and policies.
- strive to meet any diversity targets set by the Board.
- hold and record National Group Committee meetings. No Annual General Meeting (AGM) is required, however National Group Committees must meet at least once every three months, with one meeting to finalise the appointment of committee members.
- run a transparent nomination and election process to appoint committee members.

25.2. Powers of Division Committees

- 25.2.1. Arrange and conduct events and programs to provide benefits for the membership, promote chemistry to the general public and/or raise funds for the purposes of the Division and the RACI.
- 25.2.2. Recognise outstanding achievements in the areas of Divisional interest. Division Committees may create awards, subject to the approval of the Board. Approval must be sought in writing and detail the reason for the award or grant, including the source and sustainability of any funds to be granted.
- 25.2.3. Appoint representatives on local committees of a public or scientific nature, however no such representative shall bind the RACI or the Division to any recommendation or other action, without authorisation from the Board.
- 25.2.4. The Divisional Committee or any of the members cannot act as legal signatories for the RACI. However, the Divisional Committee may negotiate and sign memoranda of understanding (MOUs) with societies, associations and organisations, if there are no financial costs or payments involved for the RACI and the document has been reviewed and approved by the CEO.

25.3. Division Committee Positions

Each Division has a different membership demographic, so it is difficult to have a one size fits all committee for all Divisions. However, each Division Committee should consist of the following elected members:

- the Division Chair
- the Division Chair Elect
- the Division Secretary
- the Division Treasurer.

Additional Members, if required may include:

- a Student member
- a Post Graduate Student member
- an Early Career/Commencing Chemist member
- a state representative from each Branch, with the proviso that where the Branch has a like subject matter Group, the state representative should be part of that Group Committee.
- one appointed member, if required, to fill an expertise gap on the Committee.

The Division Chair, the Treasurer and the Secretary must all be full Members of the RACI (MRACI/FRACI), and the rest of the Committee should all be Members (Full or Associate) of the RACI.

Division Committee members that take on a position with the RACI Board are ineligible to hold any Division Committee position, and must vacate any position held immediately upon appointment to the Board. This is to ensure the independence of the Board.

25.4. Division Committee Terms

Divisions vary on how often they come together for a conference/national meeting – anything between annually or once every two years.

- 25.4.1. The Division Chair and Chair Elect position terms are each for two years, leading to a total term of four years, with the succession from Chair Elect to Chair.
- 25.4.2. Division Chair will step down immediately from the Committee when their term of Chair ends, and cannot stand for re-election for a period of two years.
- 25.4.3. A person appointed to the Division Committee to fill an expertise gap may be appointed at the time the expertise gap is identified and should serve for one year.
- 25.4.4. All other Division Committee members will serve a term of two years, holding office until the conclusion of their term.
- 25.4.5. The maximum time a member may be continuously part of a Division Committee is four years. Committee members who have held a role continuously for four years are not eligible to stand for re-election for a period of two years.

25.5. Division Committee Elections

- 25.5.1. The electorate for a Division Committee consists of all Members (Full and Associate) whose names appear on a Register of Members in the relevant RACI National database for that Division and who are financial, having no outstanding membership fees.
- 25.5.2. All Division Committee elections will be conducted over an eight week period commencing the start of the third week of August and concluding by the end of the second week of October each year.
- 25.5.3. Voting will be carried out via a ballot paper that must be created by the Division Secretary and distributed via the My RACI system, or via an alternate means determined by the Division Committee. RACI National will not be involved or provide support apart from verifying the eligibility of candidates and updating records on the relevant system.
- 25.5.4. Calls for nominations are generated by the Division Secretary and distributed electronically to all Division members via the My RACI system at the start of the third week of August each year. A period of two weeks will be given for nominations to be received by the Division Secretary.
- 25.5.5. Each candidate for election to the Division Committee must be nominated and seconded by two members of the Division. Each nomination form must be countersigned by the candidate. The nomination form should be accompanied by a short manifesto of no more than half a page from the nominee about themselves and what they would like to achieve on the Committee. If no candidate for election to any of the Division office positions is nominated by the due date, the Division Committee shall nominate one or more candidates for the office, with the nomination subsequently treated like all others in the election process.
- 25.5.6. The Division Secretary will ensure all nominees are financial prior to accepting the nomination by providing a list of nominees to RACI National's membership unit to check. Please note that this process may take up to one week.
- 25.5.7. Following confirmation of nominee eligibility, the Division Secretary will collate and send out all nominee details and accompanying manifestos via My RACI to all Division members. The Division Secretary will create the ballot paper and send it across to Division members via the My RACI system, or notify Division members of the alternate means for voting. A period of two weeks must be allocated to allow Division members to familiarise themselves with each candidate and lodge their votes.

- 25.5.8. Votes must be received by the cut of date and time determined by the Division Committee. No late votes will be accepted.
- 25.5.9. The Division Committee must appoint an independent returning officer, who is not a member of the Division, RACI National staff, or a Board Member.
- 25.5.10. The returning officer will tally the votes and submit the results to the Division Secretary within one week of completion of voting. The Division Secretary will notify all Branch Members of the results via the My RACI system. The Division Secretary will notify RACI National membership unit of all changes to the Committee immediately upon receiving the results via relevant forms provided.
- 25.5.11. RACI National membership unit will update any changes on the relevant systems.
- 25.5.12. The term of office for all Division Committee members, including succession of Chair, commences at the end of the normal business at the first meeting immediately following their election.
- 25.5.13. Appointed Division Committee members shall be proposed at a Division Committee meeting and appointed if more than two thirds of the Committee members vote in their favour.
- 25.5.14. A Division Committee may appoint a full Member of the Division to fill any vacancy in the Committee caused by death, resignation, removal from office, or illness. The appointment will cease at the next election cycle for that position.
- 25.5.15. The Division Secretary must inform Division membership of any appointments to the Committee within one month via the My RACI system.
- 25.5.16. The Division Secretary will notify RACI National membership unit of all changes to the Committee immediately upon receiving the results via relevant forms provided.

25.6. Removal of a Division Committee Member from Office

- 25.6.1. A Division Committee member can be removed before the expiration of the member's term of office by the Division Committee for:
 - failure to adhere to the governance regulations.
 - breach of the of the RACI code of conduct.
 - not acting in the interest of the RACI or its Members.
- 25.6.2. Removal of a Division Committee member before the expiration of the holder's term of office requires the resolution of the majority of the Division Committee. A special meeting must be convened for this purpose and the individual identified for remove must be notified. This must occur two weeks in advance of the meeting.
- 25.6.3. The individual identified for removal has the right to hear the allegations made against them and be given the opportunity to respond.
- 25.6.4. A full and accurate record of the meeting must be kept and stored in the Division's My RACI library.

25.7. Filling a Divisional Committee Vacancy

A Divisional Committee may fill a vacancy on the committee caused by

- death
- resignation
- ill health
- removal by Branch Committee

by a two thirds majority vote in favour of a candidate proposed by a committee member.

By-law 26 DIVISION COMMITTEE MEETINGS

- 26.1. A Division Committee shall meet at least once every three months. The meeting may be physical, virtual or a hybrid. Divisions are encouraged to make one of these meetings a general meeting of all Division members.

- 26.2. The Division Chair shall be Chair of every Division meeting. If the Chair cannot act as Chair, the Chair Elect shall Chair. In the absence of both, and if a quorum is present, a member of the Division Committee, who must be a full Member, shall be elected Chair of the meeting.
- 26.3. The Division Chair may call a Division Committee meeting at any time giving seven days' notice to the Committee.
- 26.4. Three or more members of a Division Committee may request an extra Committee meeting by submitting a notice to the Division Secretary. The extraordinary meeting must be held within twenty one days after the application.
- 26.5. For the transaction of its business, fifty per cent (taken to the next whole number) of the members of a Division Committee shall constitute a quorum.
- 26.6. Resolutions of a Division Committee shall be passed, or amended, only by the concurring vote of a majority of the Divisional Committee members present at any legitimately called meeting.
- 26.7. The Division Secretary is responsible for having minutes produced and recorded for all Committee meetings. All meeting minutes must be stored in the Division My RACI library. The Division My RACI library must be sensible and easy to navigate.

By-law 27 DIVISION FINANCES AND REPORTING

- 27.1. The Division will prepare and present annual budgets covering the proposed events and activities of the Division to the Board for approval, based on the budgeting procedure set by the Board. RACI National may provide each Division with an annual budget allocation based on an analysis of historical performance.
- 27.2. The administration of Division financial transactions are the responsibility of the Division Treasurer and are subject to any conditions specified by the Board through the financial procedures.
- 27.3. Transactions shall be approved by two authorised signatories of the Division Committee who are not financially involved in the transaction and are full Members of the RACI.
- 27.4. National Office will carry out the financial accounting for each Division. A report comparing financial actual activity against budget shall be uploaded to the RACI Financial portal, no other reports will be produced or provided by RACI National.
- 27.5. A report of the activities of each Division shall be forwarded to the CEO to assist with the compilation of the RACI annual report. The CEO will notify the Division Committee of timing.

By-law 28 DIVISION EVENTS AND PROGRAM

- 28.1. Division events and programs exceeding \$100,000 in expenditure require Board approval and must be submitted using the relevant forms to RACI National. The event must also be endorsed by the Division Chair and Treasurer prior to submission to the Board.
- 28.2. All organisational aspects of an event are subject to the RACI diversity policy, financial and event management policies and procedures.
- 28.3. All events and programs below \$100,000 will be approved by the CEO or their delegate.
- 28.4. The Division will be required to provide RACI National with an overview of each event and program that it undertakes, as requested. The Board may direct the closure of an event or program should the event or program be found to not be in the best interest of the RACI.
- 28.5. Any event or program excluding Independent Community Events (ICE) that cannot produce at minimum a 10% net financial return will not be approved. The net amount cannot include any funds from the RACI Event Incentive Scheme (REIS), or other funds provided by the Board.
- 28.6. Any program that cannot show an annual growth in engagement or participation of at least 5% per year after two years of operation will be immediately suspended until plans for revitalisation are developed by the relevant organising committee and approved by the CEO. The CEO may provide an exemption to this if the net financial return is at minimum 10% and can be maintained for at least a further two consecutive years.
- 28.7. Divisions cannot hold events six months prior to or three months after a RACI National Congress.

By-law 29 NATIONAL GROUP STRUCTURE

These By-laws form the backbone of the governance structures of the National Groups, with the goal being to have a standardised set of rules to promote good governance procedures.

29.1. Purpose of National Groups

National Groups may exist for two specific purposes.

- 29.1.1. As the first step in the process of creating a new Division encompassing a developing subject matter area.
- 29.1.2. As a vehicle for a series of cross-over meetings on a new area of chemical speciality, generally involving limited numbers of Members of the RACI.

A National Group will provide for the networking, knowledge sharing and professional development needs of the national membership in a specific designated chemical science interest area with the goals to:

- advance the knowledge and understanding of the designated field of chemical science.
- create a focus point for those involved in the interest area.
- provide encouragement and mentorship opportunities for Post-Graduate students and Early Career Chemists working in the field.
- network and link those involved in the chemical science field.
- link with Divisions, Branches, Groups, National Groups, associated societies and kindred organisations to promote the advancement in new, multi-disciplinary research fields.

A specific requirement of National Groups with Divisional aspirations is that the National Group is expected to hold a large/national meeting or conference covering their chosen chemical science interest area at least once within the first two years of establishment. Such a conference/national meeting can be held as a stand-alone event or can be run concurrently with other conferences (ie. at the RACI National Congress).

Conferences and other events and programs exceeding \$100,000 in expenditure require Board approval and organisational aspects are subject to the RACI diversity policy, financial and event management procedures. Conferences and other event and programs below \$100,000 will be approved by the CEO or their delegate and are required to comply with relevant policies and procedures as determined by RACI National.

29.2. Formation of a National Group

- 29.2.1. The proposed National Group should be aligned with the mission of the RACI and represent some knowledge branch of the chemical sciences that is not adequately covered by other National Groups or Divisions and that will attract a viable number of Members both internally and, more importantly, externally from the RACI.
- 29.2.2. There should be substantial knowledge growth in the chosen area of the proposed National Group that will create sufficient interest and demand to attract and retain active member involvement that can support regular events that are financially viable.
- 29.2.3. If the intent of forming a National Group is the first stage in creating a new Division, the proposal methodology is described in By-law 24.2 (Formation of a Division).
- 29.2.4. If the intent on forming a National Group does not come with Divisional aspirations and is simply a vehicle for a series of crossover meetings, the proposal should include:
 - an outline of the purpose of the National Group.
 - how the National Group aligns with the mission of the RACI.
 - a definition of the interest group to be serviced by the National Group.
 - how it will meet the needs of its national interest group.
 - a list of any Divisions with some common interest areas.
 - define how the National Group intends to communicate and collaborate with

these common area Divisions.

- membership of an organising Committee.
- a list of supporting Members – at least thirty.
- a list of the activities planned for the next two years.
- a budget covering the planned activities of the proposed National Group.

If the Board believes the proposal is a viable proposition, then a National Group will be formed under RACI National purview to provide an organisational structure with financial controls for the prospective National Group.

29.3. **Closure of a National Group**

After a minimum of two years, the Board will review the progress of National Groups. If the National Group fails to organise a conference/national meeting covering their chosen chemical science interest area in the first two years, they will be disbanded.

The Board should decide if a successful National Group should progress to Division status.

29.4. **National Group Constituents**

The constituents of the National Group will be the original list of founding members (Full or Associate) plus any members answering a call for interest in the National Group circulated by the National Group Secretary via the My RACI system. The names of the interested members will be recorded on the relevant RACI database upon interested members indicating their interest in the National Group using their online membership portal.

By-law 30 **NATIONAL GROUP COMMITTEE**

30.1. The affairs of each National Group are administered by a National Group Committee lead by a National Group Chair under the direction of the Board. The Committee is responsible to:

- always act in the best interest of the RACI and adhere to all rules and priorities as determined by the Board.
- ensure that sufficient events and activities are produced to provide an acceptable range of benefits for the Members in the area.
- collaborate with other Branches, Divisions, Groups, National Groups in the design and delivery of events and activities to minimise duplication and resource wastage.
- ensure the timely preparation of budgets for approval by the Board, and ongoing monitoring of budgets to ensure all events and activities remain within budget. Approved budgets cannot be altered once set. Expenditure cannot exceed allocations; any overspend will be recorded and reduced from a future budget.
- ensure all events and activities provide a positive return to the RACI. The rate of net profit will be determined by the Board but must be at minimum 10%. The net amount cannot include any funds from the RACI Event Incentive Scheme, or other funds provided by the Board. This excludes Independent Community Events (ICE) which should aim to provide a net profit where feasible.
- ensure that all events and activities comply with the RACI's purpose, Constitution, By-laws and policies.
- strive to meet any diversity targets set by the Board.
- hold and record National Group Committee meetings. No Annual General Meeting (AGM) is required, however National Group Committees must meet at least once every three months, with one meeting to finalise the appointment of committee members.

30.2. **National Group Committee Positions**

Each National Group has a different Membership demographic, so it is difficult to have a one size fits

all committee for all National Groups. However, each National Group Committee should consist of the following members:

- the National Group Chair
- the National Group Secretary
- the National Group Treasurer.

Additional Members, if required may include:

- a Student member
- a Post Graduate Student member
- an Early Career/Commencing Chemist member
- a state representative from each Branch, with the proviso that where the Branch has a like subject matter Group, the state representative should be part of that Group Committee.
- one appointed member, if required, to fill an expertise gap on the Committee.

The National Group Chair, Treasurer and Secretary must all be full Members of the RACI (MRACI or FRACI), and the rest of the Committee should all be Members of the RACI.

National Group Committee members that take on a position with the RACI Board are ineligible to hold any Division, Branch, Group, National Group position, and must vacate any position held immediately upon appointment to the Board. This is to ensure the independence of the Board.

30.3. National Group Committee Terms

- 30.3.1. Due to the transient nature of the National Group structure when the National Group is a precursor to the formation of a Division, the term for all on the Committee is two years after which the National Group either becomes a Division or disbands.
- 30.3.2. If the National Group is created as a vehicle for a series of crossover meetings for different Divisional members with common interests, the term of each Committee position is two years.
- 30.3.3. A person appointed to the National Group Committee to fill an expertise gap may be appointed at the time the expertise gap is identified and should serve for one year.

30.4. Removal of a National Group Committee Member from Office

- 30.4.1. A National Group Committee member can be removed before the expiration of the member's term of office by the National Group Committee for:
 - failure to adhere to the governance regulations.
 - breach of the of the RACI Code of Conduct.
 - not acting in the interest of the RACI or its Members.
- 30.4.2. Removal of a National Group Committee member before the expiration of the holder's term of office requires the resolution of the majority of the National Group Committee. A special meeting must be convened for this purpose and the individual identified for remove must be notified. This must occur two weeks in advance of the meeting.
- 30.4.3. The individual identified for removal has the right to hear the allegations made against them and be given the opportunity to respond.
- 30.4.4. A full and accurate record of the meeting must be kept and stored in the National Group's My RACI library.

By law 31 NATIONAL GROUP COMMITTEE MEETINGS

- 31.1. A National Group Committee should meet at least once every three months to carry out its functions.
- 31.2. A National Group Committee meeting may be physical, virtual or a hybrid. National Groups are encouraged to make one of these meetings a general meeting of all National Group members.
- 31.3. The National Group Chair shall be Chair of every National Group meeting. If the Chair cannot act as Chair, the Chair Elect shall chair. In the absence of both, and if a quorum is present, a member of the

National Group Committee, who must be a Full Member, shall be elected Chair of the meeting.

- 31.4. The National Group Chair may call a National Group Committee meeting at any time giving seven days' notice to the Committee.
- 31.5. Three or more members of a National Group Committee may request an extra Committee meeting by submitting a notice to the National Group Secretary. The extraordinary meeting must be held within twenty one days after the application.
- 31.6. For the transaction of its business, fifty per cent (taken to the next whole number) of the members of a National Group Committee shall constitute a quorum.
- 31.7. Resolutions of a National Group Committee shall be passed, or amended, only by the concurring vote of a majority of the National Group Committee members present at any legitimately called meeting.
- 31.8. The National Group Secretary is responsible for having minutes produced and recorded for all Committee meetings. All meeting minutes must be stored in the National Group My RACI library. The National Group My RACI library must be sensible and easy to navigate.

By-law 32 NATIONAL GROUP FINANCES AND REPORTING

- 32.1. The National Group will prepare and present annual budgets covering the proposed events and activities of the National Group to the Board for approval, based on the budgeting procedure set by the Board. RACI National may provide each National Group with an annual budget allocation based on an analysis of historical data of similar groups.
- 32.2. The administration of National Group financial transactions is the responsibility of the National Group Treasurer and are subject to any conditions specified by the Board through the financial procedures.
- 32.3. Transactions shall be approved by two authorised signatories of the National Group Committee who are not financially involved in the transaction and are full Members of the RACI.
- 32.4. RACI National will carry out the financial accounting for each National Group. A report comparing financial actual activity against budget shall be uploaded to the RACI Financial portal, no other reports will be produced or provided by RACI National.
- 32.5. A report of the activities of each National Group shall be forwarded to the CEO to assist with the compilation of the RACI annual report. The CEO will notify the National Group Committee of timing.

By-law 33 NATIONAL GROUP EVENTS AND PROGRAM

- 33.1. National Group events and programs exceeding \$100,000 in expenditure require Board approval and must be submitted using the relevant forms to RACI National. The event must also be endorsed by the National Group President and Treasurer prior to submission to the Board.
- 33.2. All organisational aspects of an event are subject to the RACI diversity policy, financial and event management policies and procedures.
- 33.3. All events and programs below \$100,000 will be approved by the CEO or their delegate.
- 33.4. The National Group will be required to provide RACI National with an overview of each event and program that it undertakes, as requested. The Board may direct the closure of an event or program should the event or program be found to not be in the best interest of the RACI.
- 33.5. Any event or program excluding Independent Community Events (ICE) that cannot produce at minimum a 10% net financial return will not be approved. The net amount cannot include any funds from the RACI Event Incentive Scheme (REIS), or other funds provided by the Board.
- 33.6. Any program that cannot show an annual growth in engagement or participation of at least 5% per year after two years of operation will be immediately suspended until plans for revitalisation are developed by the relevant organising committee and approved by the CEO. The CEO may provide an exemption to this if the net financial return is at minimum 10% and can be maintained for at least a further two consecutive years.
- 33.7. National Groups cannot hold events six months prior to or three months after a RACI National Congress.

By-law 34 PRIVILEGED COMMUNICATIONS

- 34.1. Any information related to RACI business activities gained by reason of being an elected officer, volunteer, or an RACI employee cannot be divulged publicly, to third parties, or inappropriately within the RACI. Unless the information is clearly designated for public or wide distribution, it is to be regarded as privileged and confidential. Inappropriate use or distribution of privileged and confidential information will be treated as unprofessional conduct and be addressed by the relevant disciplinary procedures.

By-law 35 IRREGULARITIES

- 35.1. Should it be discovered that there was some defect in the election or appointment of the Board or other Committees as outlined above, or a person acting as a member of the Board or a Committee, the election/appointment process must be carried out again from the start.

By-law 36 CODE OF CONDUCT

RACI is a professional society; all members are bound by the RACI's code of conduct.

36.1 Breaches

Breaching the RACI's code of conduct will be addressed through the disciplinary code as laid out in the Constitution.