

RULES OF ASSOCIATION

WVMSA Inc. (MeDUSA)

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1. Name

1) The name of the incorporated association is **Western Victorian Medical Students' Association Incorporated** (in these Rules called "the Association", and also known as MeDUSA).

2. Definitions

1) In these Rules, unless the contrary intention appears:

"academic year" means the academic year set by School of Medicine, Deakin University "Act" means the Associations Incorporation Act 1981;

"general meeting" means a general meeting of members convened in accordance with section 13;

"handover date" means the date whereby the newly elected committee assumes control over the management of the Association;

"medical program" means the Australian Medical Council accredited four (4) year course that is the Bachelor of Medicine and Bachelor of Surgery (Graduate Entry) course provided by Deakin University;

"member" means a member of the Association;

"ordinary member" means a member of the committee who is not an officer of the Association under rule 22;

"regulations" means regulations under the Act;

"Executive committee" means the officers of the Association.

2) All other definitions not covered by sub-rule (1) shall have the same meaning as in Section 3 of the Associations Incorporations Act 1981.

3. Statement of Purposes

1) The purposes of the Association are as follows:

a) To represent and advocate on behalf of Deakin medical students, including liaison with the Faculty of Health and the School of Medicine at Deakin University.

b) To encourage cooperation and social engagement between medical students of all year levels.

c) To foster discussion of health and related matters in order to advance the knowledge of medical students and further their academic interests.

d) To encourage the well-being of Deakin medical students.

e) To endeavour to establish and maintain good working relationships with other medical, health and student groups.

f) To raise funds for any of the following purposes:

i) To promote any of the objectives of the Society;

ii) To aid any charity, cause or organisation as determined by the Committee.

4. Alteration of the Rules

1) These Rules and the statement of purposes of the Association must not be altered except in accordance with the Act.

5. Membership, entry fees and subscription

1) Except for members granted honorary life membership, only enrolled or intermitted students in the Medical Program shall be eligible for membership of the Association.

a) 'Intermitted student' means a student who has suspended or taken a break from their studies whilst keeping their place in the medical program.

2) Membership fees are to be set at the discretion of the committee.

3) Membership is valid for the duration of enrollment in the Medical Program and in accordance with sub-rule (1)a.

4) In order to become a member of the Association a person must:

a) fulfill the eligibility requirements for membership as set out in sub-rule (1);

b) apply in writing to the Secretary of the Association; and

- c) pay membership fees in accordance with sub-rule (3).
- 5) The Secretary must as soon as practicable:
 - a) notify the nominee in writing of the approval for membership; and
 - b) enter the applicants name in the register of members.
- 6) The committee may nominate at a general meeting any person currently or previously enrolled in a medical program at Deakin University for honorary life membership of the Association. The nominated person becomes an honorary life member upon:
 - a) passing of a special resolution at the subsequent general meeting; and
 - b) graduation from the medical program.
- 7) Honorary life members have no voting rights at any meeting and cannot hold an elected position on the Board or Committee of the Association.
- 8) A right, privilege, or obligation of a person by reason of membership of the Association:
 - a) is not capable of being transferred or transmitted to another person; and
 - b) terminates upon the cessation of their membership as described in rule 7.

6. Register of members

- 1) The secretary must keep and maintain a register of members containing:
 - a) the name and contact details of each member; and
 - b) the date on which each member's name was entered in the register.
- 2) Any member may inspect and make copies, free of charge, of only the names and electronic mail addresses in the register upon a request being made to the secretary.

7. Ceasing membership

- 1) A member of the Association who is not an Honorary life member ceases to be a member upon:
 - a) resignation from the Association by giving notice in writing to the Secretary;
 - b) cessation of the member's enrolment in the medical program; or
 - c) expulsion from the Association in accordance with rule 8.
- 2) The Secretary must record in the register of members the date on which a member ceases to be a member.
- 3) The member ceasing to be a member is not entitled to recover any membership fees from the Association that they may have paid.

8. Discipline, suspension and expulsion of members

- 1) Subject to these Rules, if the committee is of the opinion that a member has refused or neglected to comply with these Rules, or has been guilty of conduct unbecoming of a member or prejudicial to the interests of the Association, the committee may:
 - a) by special resolution:
 - i) suspend that member from membership of the Association for a specified period; or
 - ii) expel that member from the Association.
 - b) by unanimous resolution:
 - i) deem that an officeholder or ordinary member of the committee has resigned their position
- 2) A resolution of the committee under sub-rule (1) does not take effect unless:
 - a) at a meeting held in accordance with sub-rule (3), the committee confirms the resolution; and
 - b) if the member exercises a right of appeal to the Association under rule 8, the Association confirms the resolution in accordance with this rule.
- 3) A meeting of the committee to confirm or revoke a resolution passed under sub-rule (1) must be held, not earlier than 14 days and not later than 28 days, after notice has been given to the member in accordance with sub-rule (4).

- 4) For the purposes of giving notice in accordance with sub-rule (3), the Secretary must, as soon as practicable, provide to the member a written notice:
- a) setting out the resolution of the Committee and the grounds on which it is based; and
 - b) stating that the member, or his or her representative, may address the Committee at a meeting to be held not earlier than 14 days and not later than 28 days after the notice has been given to that member; and
 - c) stating the date, place and time of that meeting; and
 - d) informing the member that he or she may do one or both of the following:
 - i) attend that meeting;
 - ii) give to the committee before the date of that meeting a written statement seeking the revocation of the resolution.
 - e) informing the member that, if at that meeting, the committee confirms the resolution, he or she may, not later than 48 hours after that meeting, give the Secretary a notice to the effect that he or she wishes to appeal to the Association in general meeting against the resolution.
- 5) At a meeting of the committee to confirm or revoke a resolution passed under sub-rule (1), the committee must:
- a) give the member, or his or her representative, an opportunity to be heard; and
 - b) give due consideration to any written statement submitted by the member; and
 - c) determine by resolution whether to confirm or to revoke the resolution.
- 6) If at the meeting of the committee, the committee confirms the resolution, the member may, not later than 48 hours after that meeting, give the Secretary a notice to the effect he or she wishes to appeal to the Association in general meeting against the resolution.
- 7) If the Secretary receives a notice under sub-rule (6), he or she must notify the committee and the committee must convene a general meeting of the Association to be held within 21 days after the due date on which the Secretary received the notice.
- 8) At a general meeting of the Association convened under sub-rule (7):
- a) no business other than the question of the appeal may be conducted; and
 - b) the committee may place before the meeting details of the grounds for the resolution and the reasons for the passing of the resolution;
 - c) the member, or his or her representative must be given an opportunity to be heard; and
 - d) the members present must vote by secret ballot on the question of whether the resolution should be confirmed or revoked.
- 9) A resolution is confirmed if, at the general meeting, not less than three-quarters of votes received are in favour of the resolution. In any other case, the resolution is revoked. Members may vote according to rule 17.

9. Disputes and mediation

- 1) The grievance procedure set out in the Rules applies to disputes under these Rules between
- a) a member and another member; or
 - b) a member and the Association.
- 2) The parties to the dispute must meet and discuss the matter in dispute, and, if possible, resolve the dispute within 14 days after the dispute comes to the attention of all of the parties.
- 3) If the parties are unable to resolve the dispute at the meeting, or if a party fails to attend that meeting, then the parties must, within 10 days, hold a meeting in the presence of a mediator.
- 4) The mediator must be:
- a) a person chosen by agreement between the parties; or
 - b) in the absence of agreement:
 - i) in the case of a dispute between a member and another member, a person appointed by the committee of the Association; or

- ii) in the case of a dispute between a member and the Association, a person who is a staff member appointed by the Head, School of Medicine, Faculty of Health Deakin University. Failing that, a mediator appointed or employed by the Dispute Settlement Centre of Victoria (Department of Justice).
- 5) A member of the Association can be a mediator.
- 6) The mediator cannot be a member who is a party to the dispute.
- 7) The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.
- 8) The mediator conducting the mediation, must:
 - a) give the parties to the mediation process every opportunity to be heard; and
 - b) allow due consideration by all parties of any written statement submitted by any party; and
 - c) ensure that natural justice is accorded to the parties to the dispute throughout the mediation process.
- 9) The mediator must not determine the dispute.
- 10) If the mediation process does not result in the dispute being resolved, the parties may seek to resolve the dispute in accordance with the Act otherwise at law.

10. Annual general meetings

- 1) The committee may determine the date, time and place of the annual general meeting of the Association.
- 2) The notice convening the annual general meeting must specify that the meeting is an annual general meeting.
- 3) The ordinary business of the annual general meeting shall be:
 - a) to confirm the minutes of the previous annual general meeting and of any general meeting held since that meeting; and
 - b) to receive from the committee reports upon the transactions of the Association during the last preceding financial year; and
 - c) if not conducted by a separate polling day, as determined by the committee, to elect officers of the Association and the ordinary members of the committee; and
 - d) to receive and consider the statement submitted by the Association in accordance with section 30(3) of the Act.
- 4) The annual general meeting may conduct any special business of which notice has been given in accordance with these Rules.

11. Special general meetings

- 1) In addition to the annual general meeting, any other general meeting may be held in the same year.
- 2) All general meetings other than the annual general meeting are special general meetings.
- 3) The committee may, whenever it thinks fit, convene a special general meeting of the Association.
- 4) If, but for this sub-rule, more than 15 months would elapse between annual general meetings, the committee must convene a special general meeting before the expiration of that period.
- 5) The committee must, on the request in writing of members representing not less than 5 per cent of the total number of members, convene a special general meeting of the Association.
- 6) The request for a special general meeting must:
 - a) state the objects of the meeting; and
 - b) be signed by the members requesting the meeting; and
 - c) be sent to the address of the Secretary.

7) If the committee does not cause a special general meeting to be held within one month after the date on which the request is sent to the address of the Secretary, the members making the request, or any of them, may convene a special general meeting to be held not

later than 3 months after that date.

8) If a special general meeting is convened by members in accordance with this rule, it must be convened in the same manner so far as possible as a meeting convened by the committee and all reasonable expenses incurred in convening the special general meeting must be refunded by the Association to the persons incurring the expenses.

12. Special business

1) All business that is conducted at a special general meeting and all business that is conducted at the annual general meeting, except for business conducted under the Rules as ordinary business of the annual general meeting, is deemed to be special business.

13. Notice of general meetings

1) The Secretary of the Association, at least 14 days, or if a special resolution has been proposed at least 21 days, before the date fixed for holding a general meeting of the Association, must cause to be sent to each member of the Association, a notice stating the place, date and time of the meeting and the nature of the business to be conducted at the meeting.

2) Notice may be sent:

a) by electronic transmission to the electronic mail address appearing in the register of members; or

b) by prepaid post to the address appearing in the register of members, if provided.

3) No business other than that set out in the notice convening the meeting may be conducted at the meeting.

4) A member intending to bring any business before a meeting may notify in writing, or by electronic transmission, the Secretary of that business, who must include that business in the notice calling the next general meeting.

14. Quorum at general meetings

1) No item of business may be conducted at a general meeting unless a quorum of members entitled under these Rules to vote is present during the time when the meeting is considering that item.

2) 10 percent of the members or 25 members of the Association (being members entitled under these Rules to vote at a general meeting), whichever is fewer, constitute a quorum for the conduct of the business of a general meeting.

3) If within half an hour after the appointment time for the commencement of a general meeting, a quorum is not present:

a) in the case of a meeting convened upon the request of members the meeting must be dissolved; and

b) in any other case the meeting shall stand adjourned to the same day in the next week at the same time and (unless another place is specified by the Chairperson at the time of the adjournment or by written notice to members given before the day to which the meeting is adjourned) at the same place.

4) If at the adjourned meeting the quorum is not present within half an hour after the time appointed for the commencement of the meeting, the members personally present (being not less than 15 members of the Association) shall be a quorum.

5) In determining whether a quorum is present at general meetings or adjourned meetings, proxies are not to be counted.

15. Presiding at general meetings

- 1) The President, or in the President's absence, the Vice-President, Preclinical President, or Treasurer (in this order), shall preside as Chairperson at each general meeting of the Association.
- 2) If the President, Vice-President, Preclinical President and Treasurer (in this order) are all absent from a general meeting, or are unable to preside, the committee members present must select one of their number to preside as Chairperson.
- 3) If there are no committee members present at the general meeting then the members present must select one of their number to preside as Chairperson.

16. Adjournment of meetings

- 1) The person presiding may, with the consent of a majority of members present at the meeting, adjourn the meeting from time to time and place to place.
- 2) No business may be conducted at an adjourned meeting other than the unfinished business from the meeting that was adjourned.
- 3) If a meeting is adjourned for 14 days or more, notice of the adjourned meeting must be given in accordance with rule 13.
- 4) Except as provided in sub-rule (3), it is not necessary to give notice of an adjournment or of the business to be conducted at an adjourned meeting.

17. Voting at general meetings

- 1) Upon any question arising at a general meeting of the Association, a member has one vote only.
- 2) All votes must be given personally or by proxy.
- 3) Portfolios with two or more persons acting in that portfolio will have a single vote. If those persons cannot agree on a single vote, their vote will be void.
- 4) In the case of an equality of voting on a question, the Chairperson of the meeting is entitled to call for a second round of voting, and:
 - a) those members who had abstained from voting may cast a vote for the first time; and
 - b) the members that voted in the first round are not bound by their previous vote.
- 5) In the case of an equality of voting on a question in the second round as indicated by sub-rule (3), the Chairperson of the meeting is entitled to exercise a second or casting vote.
- 6) A member is not entitled to vote at a general meeting unless all moneys due and payable by the member to the Association have been paid.

18. Poll at general meetings

- 1) If at a meeting a poll on any question is demanded by not less than 2 members, it must be taken at that meeting in such manner as the Chairperson may direct and the resolution of the poll shall be deemed to be a resolution of the meeting on that question.
- 2) A poll that is demanded on the election of a Chairperson or on a question of an adjournment must be taken immediately and a poll that is demanded on any other question shall be taken at such time before the close of the meeting as the Chairperson may direct.

19. Manner of determining whether resolution carried

- 1) If a question arising at a general meeting of the Association is determined on a show of hands:
 - a) a declaration must be made by the Chairperson that a resolution has been:
 - i) carried; or
 - ii) carried unanimously; or

- iii) carried by a particular majority; or
 - iv) lost;
- and;
- b) a subsequent entry to that effect in the minute book of the Association is evidence of the fact, without proof of the number or proportion of the votes recorded in favour of, or against, that resolution.

20. Proxies

- 1) Each member shall be entitled to appoint another member as a proxy by notice given to the Secretary.
- 2) The notice appointing the proxy must be in the form set out in Appendix 1.
- 3) In determining whether a quorum is present under rule 14, proxies are not to be counted.

21. Committee of management

- 1) The affairs of the Association shall be managed by a committee of management.
- 2) The committee
 - a) shall control and manage the business and affairs of the Association; and
 - b) may, subject to these Rules, the Act and the Regulations, exercise all such powers and functions as may be exercised by the Association other than those powers and functions that are required by these Rules to be exercised by general meetings of the members of the Association; and
 - c) subject to these Rules, the Act and the Regulations, has power to perform all such acts and things as appear to the committee to be essential for the proper management of the business and affairs of the Association.
- 3) Subject to section 23 of the Act, the committee shall consist of:
 - a) the officers of the Association; and
 - b) ordinary voting members.

22. Office holders

- 1) The officers of the Association shall be:
 - a) a President;
 - b) a VP;
 - c) a Treasurer;
 - d) a Secretary;
 - e) a Preclinical President; and
 - f) a GCSC President
- 2) The provisions of rule 24, so far as they are applicable, apply to the election of persons to any of the offices referred to in sub-rule (1).
- 3) Each officer of the Association shall hold office up to and including the handover date next after the date they assumed office as determined by rule 24.
- 4) In the event of a casual vacancy in any office referred to in sub-rule (1), the committee may coopt a member to the vacant office and the member appointed may continue in office up to and including the conclusion of the handover date next following the date of the appointment.
- 5) The officers of the Association will make up the executive board of the Association.
- 6) The officers of the Association are ultimately responsible for the affairs and proper governance of the Association.
- 7) Any member of the Association may only hold one officer position.

23. Ordinary members of the committee

- 1) The ordinary members of the committee will be:
 - a) One (1) representative from each of the four clinical schools (Ballarat, Eastern Health, Geelong, Warrnambool):

- i) The clinical school representative will be the President of the clinical School; or
 - ii) If there is no President of the clinical school, the students of that school will choose a representative, which may differ for each committee meeting.
 - b) Two (2) representatives from the preclinical committee:
 - i) The 2nd year Academic representative;
 - ii) The 1st year Academic representative
 - c) An RCCS representative;
 - d) The seven (7) portfolio chairs including:
 - i) Social chair(s);
 - ii) Publications chair(s);
 - iii) Academic chair(s);
 - iv) AMSA chair;
 - v) IT chair(s);
 - vi) Sponsorship chair(s);
 - vii) Community and Wellbeing chair(s).
 - e) Special Interest Group Chairs including:
 - i) Deakin Surgical Interest Group
 - ii) Crossing Borders
- 2) Any member of the Association may only hold one position on the general committee
 - 3) Subject to these Rules, co-chairs together hold only one vote on the general committee.
 - 4) Subject to these Rules, each ordinary member of the Committee, shall hold office up to and including the handover date next after the date they assumed office as determined by rule 25.
 - 5) In the event of a casual vacancy occurring in the office of an ordinary member of the committee, the committee may appoint a member of the Association to fill the vacancy and the member appointed shall hold office, subject to these Rules, up to and including the conclusion of the handover date next following the date of the appointment.

24. Election of officers

- 1) The President may determine, subject to these Rules, the date for the holding of the election for the office holders and the handover date.
- 2) The date for the holding of the elections must be between the first day of August and the last day of September of each year.
- 3) The nomination process shall be determined by the committee, subject to these Rules, and notice of the procedure shall be given to all members of the Association in accordance with rule 40 and given not less than 21 days before the date for the holding of the election.
- 4) Nominations of candidates for election as officers of the Association must be
 - a) made in writing and accompanied by the written consent of the candidate (which may be endorsed on the form of nomination); and
 - b) delivered to the Secretary of the Association not less than 7 days before the date fixed for the holding of the election.
- 5) A candidate may be nominated for more than one officer position,
- 6) If insufficient nominations are received to fill all vacancies for office holder positions, further nominations, only for those positions not receiving any nominations, shall be called for by the Secretary and these additional nominations must be received by the Secretary not less than 3 days before the date fixed for the holding of the election.
- 7) If the elected member is unable to assume office, or after the second round of nominations there are still insufficient nominations for office holders, the general committee shall appoint by resolution one of the members of the executive board to fill that office on the first meeting of the committee after the handover date.
- 8) If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated shall be deemed to be elected.

- 9) If the number of nominations exceeds the number of vacancies to be filled, a vote must be held. The following members of the Association are eligible to vote:
- a) All members of the association, including officers, ordinary committee members, and other student members
- 10) Any member of the Association may nominate for an officer position, provided that
- a) they have experience on a committee of the Association; or
 - b) they have experience on a committee affiliated with the Association.
 - c) they have experience in a position of leadership with any other committee
 - d) for the office of the President, they have completed Year 3 of the Medical Program in the respective year of the committee to be elected
 - i) if there are insufficient candidates, then the nomination must have completed Year 2 of the Medical Program in the respective year of the committee to be elected
 - ii) if there are still insufficient candidates, then the nomination must have completed Year 1 of the Medical Program in the respective year of the committee to be elected
- 11) At each election, every position must be declared open for nomination and re-elected.
- 12) An exception will be made with regard to the election of the Preclinical President and GCSC President, which will occur in accordance with Rule 27.
- 13) In the event of a tie in election votes between two or more candidates for a portfolio, further round(s) of voting will commence
- a) All other candidates for the position who did not receive the equal highest number of votes are deemed unsuccessful and removed from the subsequent rounds of the electoral process
 - b) A second round of the election will commence including the remaining candidates (tied candidates) only, to be voted on by the same cohort that was originally eligible to vote for that portfolio as outlined previously
 - c) If the second round of voting results in another tie, the election will be deferred to the outgoing MeDUSA General Committee members where normal committee member voting rules apply

25. Election of ordinary committee members

- 1) Section 25 denotes the rules for elections of all ordinary committee members excepting the AMSA chair representative.
- a) Election of the AMSA chair will occur according to section 24.
- 2) The President may determine, subject to these Rules, the date for the holding of the election for ordinary committee members and the handover date.
- 3) The date for the holding of the elections must be between the first day of September and the last day of October of each year.
- 4) Elections of ordinary committee members must take place after the announcement of the results of the election of the officers of the Association.
- 5) The election process shall be determined by the committee, subject to these Rules, and notice of the procedure shall be given to all members of the Association in accordance with rule 40 and given not less than 21 days before the date for the holding of the election.
- 6) The election process must be made by electronic vote or failing that a special general meeting whereby the election is the only business to be conducted.
- 7) Nominations of candidates for election as officers of the Association or as ordinary members of the Committee must be:
- a) made in writing and accompanied by the written consent of the candidate (which may be endorsed on the form of nomination); and
 - b) delivered to the Secretary of the Association not less than 7 days before the date fixed for the holding of the election.

- 8) A candidate may be nominated for more than one ordinary member position, provided the nomination is made in accordance with sub-rule (5).
- 9) If insufficient nominations are received to fill all vacancies on the committee, further nominations, only for those positions not receiving any nominations, shall be called for by the Secretary and these additional nominations must be received by the Secretary not less than 3 days before the date fixed for the holding of the election.
- 10) If the elected member is unable to assume office, or after the second round of nominations there are still insufficient nominations for ordinary committee member positions, the committee shall appoint by resolution one of the members of the Association to fill that office on the first meeting of the committee after the handover date.
- 11) If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated shall be deemed to be elected.
- 12) If the number of nominations exceeds the number of vacancies to be filled, a ballot must be held.
- a) All members of the Association are eligible to vote in the ballot for ordinary committee positions.
- 13) At each election, every position must be declared open for nomination and re-elected.
- 14) In the event of a tie in election votes between two or more candidates for a portfolio, further round(s) of voting will commence
- a) All other candidates for the position who did not receive the equal highest number of votes are deemed unsuccessful and removed from the subsequent rounds of the electoral process
 - b) A second round of the election will commence including the remaining candidates (tied candidates) only, to be voted on by the same cohort that was originally eligible to vote for that portfolio as outlined previously
 - c) If the second round of voting results in another tie, the election will be deferred to the outgoing MeDUSA General Committee members where normal committee member voting rules apply

26. Clinical and Preclinical school subcommittees

- 1) Each clinical school (Eastern health, Ballarat, Geelong and Warrnambool) must elect at least
 - a) One third year academic rep; and
 - b) One fourth year academic rep.
- 2) Each clinical school must nominate a representative to act as their clinical school representative on the general committee.
 - a) This person may be the third year representative, the fourth year representative, or any other position holder as decided by the committee of the clinical school, except;
 - b) If the clinical school has a President, the president will hold the position of clinical school representative on the general committee.
- 3) The preclinical school subcommittee must have at least
 - a) One first year academic representative; and
 - b) One second year academic representative.

27. Elections of Clinical and Preclinical school subcommittees

- 1) Elections for subcommittees of the Association (including clinical and preclinical school subcommittees) must take place after the announcement of the results of the election of the officers and at/or after the time of election of the general committee.
- 2) The positions specified in rule 26 must only be assumed by members of the Association that are enrolled in the respective year level.

- 3) A member of the Association may only vote in the election process detailed in rule 26 for nominated Year Representatives that are in the same year level as that voting member.
- 4) The President of the preclinical school subcommittee must determine a date for the holding of an election for the first year academic representative, and the preclinical school subcommittee must determine the election process; provided that
 - a) the date of election for the first year academic representative does not occur before 28 days from the commencement of the Academic Year for the respective first year level.
- 5) Subject to these Rules, the first year academic representative holds office up to and including the next election date for First Year Representative as determined by sub-rule (4).
- 6) The handover date for the office of First Year Representative is the same day as the election date set in sub-rule (5).
- 7) At each election, every position must be declared open for nomination and reelected.
- 8) In the event of a tie in election votes between two or more candidates for a portfolio, further round(s) of voting will commence
 - a) All other candidates for the position who did not receive the equal highest number of votes are deemed unsuccessful and removed from the subsequent rounds of the electoral process
 - b) A second round of the election will commence including the remaining candidates (tied candidates) only, to be voted on by the same cohort that was originally eligible to vote for that portfolio as outlined previously
 - c) If the second round of voting results in another tie, the election will be deferred to the outgoing MeDUSA General Committee members where normal committee member voting rules apply

28. Special Interest Groups

- 1) Special Interest groups of MeDUSA include Deakin Surgical Interest Group (D-SIG) and Crossing Borders (CB)
- 2) Election of special interest group chairs will occur at or after the time of the election of the general committee per Rule 25
- 3) Special Interest Group chairs report directly to the general committee but do not hold a vote at meetings of the general committee per Rule 2.

29. Vacancies

- 1) The office of an officer of the Association, or of an ordinary member of the committee, becomes vacant if the officer or member:
 - a) ceases to be a member of the Association; or
 - b) becomes an insolvent under administration within the meaning of the Corporations Law; or
 - c) resigns from office by notice in writing given to the Secretary; or
 - d) is removed from office by resolution at any general meeting in accordance with rule 30; or
 - e) is absent from 3 of 5 consecutive committee meetings, without cause or previous apology made 24 hours prior to each absence. In this case the committee may form the opinion and deem that committee member has resigned provided the committee complies with rule 8.

30. Removal of committee member

- 1) The Association in general meeting may by resolution remove any member of the committee before the expiration of term of office and appoint another member in his or her place to hold office until the expiration of the term of the first-mentioned member.

2) A member who is the subject of a proposed resolution referred to in sub-rule (1) may make representations in writing to the Secretary or President of the Association (not exceeding a reasonable length) and may request that the representations be provided to the members of the Association.

3) The Secretary or the President may give a copy of the representations to each member of the Association or, if they are not so given, the member may require that they be read out at the meeting.

31. Meetings of the committee

1) The committee must meet at least 2 times in each year at such place and such times as the committee may determine.

2) Special meetings of the committee may be convened by the President or Secretary or by any 4 of the members of the committee.

3) Arrangements must be made to enable attendance by video or teleconference.

32. Notice of committee meetings

1) Written notice of each committee meeting must be given to each member of the committee at least 14 days before the date of the meeting.

2) Written notice must be given to members of the committee of any special meeting specifying the general nature of the business to be conducted and no other business shall be transacted at such a meeting.

33. Quorum for committee meetings

1) There must be at least one half of the members of the committee present at any committee meeting to constitute a quorum for the conduct of the business of that meeting of the committee.

2) No business may be conducted unless a quorum is present.

a) Members attending by video or teleconference are counted towards quorum.

3) If within half an hour of the time appointed for the meeting a quorum is not present

a) in the case of a special meeting the meeting lapses;

b) in any other case the meeting shall stand adjourned to the same day in the next week at the same time and (unless another place is specified by the Chairperson at the time of the adjournment or by written notice to members given before the day to which the meeting is adjourned) at the same place.

4) The committee may act notwithstanding any vacancy on the committee.

34. Presiding at committee meetings

1) At meetings of the committee

a) The President, or in the President's absence, the Vice-President, shall preside as Chairperson at each committee meeting of the Association.

b) If the President and the Vice-President are absent from a committee meeting, or are unable to preside, the committee members present must select one of their number to preside as Chairperson.

35. Voting at committee meetings

1) Only committee members may vote at committee meetings, thus Invitees and Observers are unable to vote.

a) Special Interest Group chairs are excluded from voting at committee meetings.

b) Invitees and Observers are excluded from voting at committee meetings.

2) Questions arising at a meeting of the committee, or at a meeting of any sub-committee appointed by the committee, shall be determined on a show of hands or, if a member requests, by a poll taken in such manner as the person presiding at the meeting may determine.

3) Each committee member present at a meeting of the committee (including the person presiding at the meeting) is entitled to one vote and, in the event of an equality of votes on any motion, the person presiding may call for a second round of voting and in the event of a second tie the chairperson may exercise a second or casting vote in that second round.

4) A motion passed under this rule by the committee may be overruled by a majority of the officers.

5) As indicated by Sections 21(3), 22, 23 and 28, a summary of committee members who hold voting positions are outlined as follows:

- President
- Vice President
- Treasurer
- Secretary
- Preclinical President
- 2nd year Academic Representative
- 1st year Academic Representative
- Social Portfolio
- Publications Portfolio
- AMSA Chair
- IT Portfolio
- Academic Portfolio
- Sponsorship Portfolio
- Community and Wellbeing Portfolio
- GCSC President
- RCCS Chair
- 1 Ballarat Clinical School Representative
- 1 Eastern Health Clinical School Representative
- 1 Warrnambool Clinical School Representative

36. Meeting of the subcommittees

1) Meetings of the subcommittees must be held in accordance with rule 47.

2) A motion passed under this rule by the subcommittee may be overruled by a majority of the officers.

37. Minutes of meetings

1) The Secretary of the Association must keep minutes of the resolutions and proceedings of each general meeting, and each committee meeting, together with a record of the names of persons present at committee meetings.

38. Funds

1) The Treasurer of the Association must:

- a) collect and receive all moneys due to the Association and make all payments authorised by the Association; and
- b) keep correct accounts and books showing the financial affairs of the Association with full details of all receipts and expenditure connected with the activities of the Association.

2) The Treasurer must act in accordance with policy, guidelines and regulations determined by the committee pursuant to rule 44, so far as they are not in conflict with these Rules.

3) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by two signatories of the account.

4) Funds may not be accessed or spent without prior approval by the officers of the Association.

5) The funds of the Association shall be derived from entrance fees, annual subscriptions, donations and such other sources as the committee determines.

39. Validation of Acts of Committee

1) If it is afterwards discovered that there was some defect in the appointment or election of a person as a member of the committee, or that a person so appointed or elected was ineligible, all acts done at any meeting of the committee or of a subcommittee or by any person acting as a member of the committee are as valid as if that person had been duly appointed or elected and was eligible to be a member of the committee.

a) In this event, the general committee must make a decision about whether a re-election is required.

40. Prohibition of distribution to members

1) The income and property of the association must be used and applied solely to the promotion of its purposes and the exercise of its powers as set out in these Rules.

2) No portion of the income or property of the association may be distributed directly or indirectly to or amongst the members of the association.

3) Nothing in this rule prevents the payment in good faith:

a) of interest to any member in respect of money advanced by that member to the association, or otherwise owing to that member;

b) of remuneration to any officer or employee of the association;

c) to any member of the association or other person in respect of services actually rendered to the association;

d) to any member of out of pocket expenses, money lent, reasonable and proper charges for the hire of goods by the association, reasonable and proper rent for premises let to the association or the provision of services to the member, to which that member would be entitled in accordance with the purposes if he were not a member.

41. Seal

1) The common seal of the Association, if any, must be kept in the custody of the Secretary.

2) The common seal must not be affixed to any instrument except by the authority of the committee and the affixing of the common seal must be attested by the signatures either of:

a) one member of the committee and an office holder as detailed in rule 22; or

b) a committee member that the office holders have authorised to sign by themselves with the seal for that solitary purpose.

42. Indemnity

1) Every member of the committee, member of the association, auditor, employee or agent of the association must be indemnified out of the property of the Association against any liability incurred by that person in that capacity in defending any proceedings:

a) in which judgment is given in favour of that person;

b) in which the person is acquitted; or

c) in connection with any application in relation to any such proceedings, in which relief is granted to that person.

43. Liability of Members and Officers

1) In accordance with s15 of the Associations Incorporation Act 1981, except as otherwise provided in the Act, a member or officer of the incorporated association shall not, by reason only of his being such a member or officer, be liable to contribute towards

the payment of the debts and liabilities of the incorporated association or the costs, charges and expenses of the winding up of the incorporated association.

44. Notice to members

- 1) Except for the requirement in rule 13, any notice that is required to be given to a member, by or on behalf of the Association, under these Rules may be given by:
 - a) delivering the notice to the member personally; or
 - b) electronic transmission; or
 - c) sending it by prepaid post to the member at that member's address shown in the register of members, if supplied.

45. Custody and inspection of books and records

- 1) Except as otherwise provided in these Rules, the Secretary must keep in his or her custody or under his or her control all books, documents and securities of the Association.
- 2) All accounts, books, securities and any other relevant documents of the Association must be available for inspection free of charge by any member upon request.
- 3) A member may make a copy of any accounts, books, securities and any other relevant documents of the Association.

46. Winding up

- 1) In the event of the winding up or the cancellation of the incorporation of the Association, the assets of the Association must be disposed of in accordance with the provisions of the Act.

47. Policy Document

- 1) In addition to these Rules, the actions and management of the Association shall be governed by a separate document detailing policies, Rules and regulations of the Association.
- 2) This document is to be kept in the custody of and maintained by the Secretary of the Association.
- 3) Alterations to the Policy Document may be made by resolution of the committee provided those Rules are not inconsistent with these Rules.

APPENDIX 1:
Form of appointment of proxy for meeting of association

I _____
(name)

of _____
(address)

being a member of WVMSA ("MeDUSA"), appoint

(name of proxy holder)

of _____
(address of proxy holder)

being a member of WVMSA ("MeDUSA"), as my proxy to vote for me on my behalf at the (tick one)

- annual general meeting
- special general meeting
- other (*please specify*) _____

to be held on ____/____/____ (date)

I authorise my proxy to

- vote on my behalf at their discretion
- vote as I have directed on the following resolution (attach and sign details of resolution and vote to this form if space provided insufficient)

Signed _____

Date ____/____/____

Witness _____

Date ____/____/____

Name _____

These Rules were originally written in 2008 by Caroline Bate (President) (Treasurer) Troy O'Brien and Stephen Kunz (Secretary) in conjunction with Benjamin Harrison.

These Rules were revised in 2011 by Amy Wong (AMSA representative), Tegan Dobbie (President), Yota Yoshimitsu (Geelong Clinical School President), Rhiannon Baldwin (Social VP) and Dan Garcia (First year representative).

These rules were revised in 2013 by Marian Biddle (President), Christina Kozul (Vice President), Emma Downie (Secretary) and Charmaine Krehula (Treasurer).

These rules were revised in 2014 by Benjamin Filipopoulos (Secretary), Christina Kozul (President), Robbie Mann (Vice President) and Najwa Khalil (Treasurer).

These rules were revised in 2015 by Robbie Mann (President), Tess Langmaid (Vice President), Dale Jobson (Treasurer) and Madeleine Jones (Secretary).

These rules were revised in 2016 by Tess Langmaid (President), Alex Drucker (Vice President) and Benjamin Paul (Publications Chair).