



THE ROYAL AUSTRALIAN CHEMICAL INSTITUTE INC.

BY-LAWS

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of
THE ROYAL AUSTRALIAN CHEMICAL INSTITUTE INCORPORATED**

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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 seventy five per cent of the total Board vote is required to accept the proposed change.
- 1.5. The Board may grant a temporary modification to the By-laws where seventy five per cent of total Board vote is required to accept the proposed modification.

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:

- Associates
- Undergraduate Students
- Industry Affiliates
- School Affiliates

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
 - 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 to one of four 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.

No person shall be admitted to or remain an Associate Member for longer than six months if that person becomes eligible for admission as a full 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 Affiliate

Organisations operating in a chemical related area **and**

- providing chemical goods and/or services **and**
- with at least one employee who is a full Member of the RACI **and**
- with a code of ethics/conduct and/or a constitution and/or a charter which is consistent with the RACI Code of Conduct and/or Constitution **and**
- are not teaching, university or government research organisations.

3.4. Schools Affiliate

Open to all schools providing chemistry and 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 from an Australian tertiary institution or equivalent approved by the Board and in addition has had not less than one year of approved practice in chemistry- related employment **or**
- has at least three years of professional experience in chemistry-related employment that is approved by the Board.

4.1.2. Post-Graduate Member

- holds a BSc or MSc degree in a chemical science subject **and**
- is a Post-Graduate PhD student **and**
- is performing research or undertaking course work in a chemical related topic.

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 if they are:

- Unemployed - valid for twelve months only
- Retired

Members of the RACI who seek a reduced subscription rate will be required to substantiate their claim.

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. A Honorary Life Member shall be entitled to prefix their designation by the abbreviation Hon.
- 5.6. Associate Members of the RACI shall not be entitled to use an abbreviated designation after their name.
- 5.7. 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, in a form to be prescribed by the Board, shall be issued to each full Member. The Certificate shall be under the Common Seal of the RACI and its issue shall be recorded. The Certificate shall become null and void when an individual ceases to be a member of the

RACI and must be destroyed..

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 Associate membership shall be processed through the National Office.
 - 7.1.2 Applicants for Member and Chartered Chemist membership must provide the documentation requested on the relevant form before the application can be considered by the Board or its delegated authority.
 - 7.1.3 For admission as a Fellow of the RACI the Fellowship application form must be used. Applicants must complete the form, and have it 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. In special circumstances, other referees who know the applicant personally, may be used after discussion with the Chief Executive Officer.
- 7.2. The Board shall determine the procedure for considering applications for admission to each class of Membership.
- 7.3. The Board may refuse the application for admission of any applicant whose character, reputation or professional conduct makes admission, in the opinion of the Board, undesirable.

By-law 8 MEMBERSHIP TERMINATION

8.1. Arrears

A Member of the RACI, who is three months or more in arrears with any subscription or other sum payable under the Constitution or these By-laws, shall not be entitled to:

- any membership publications,
- vote either in person, or by proxy, or to vote as proxy for another Member, at any meeting of the RACI, or to vote in an electronic or postal ballot,
- be elected or appointed a Member of the Board, of the Assembly, or act as an office holder of a Branch, Group, Division, or National Group Committee or to nominate any Member for these positions,
- be eligible for an RACI award,
- be eligible for the membership rates offered for RACI events.

A Member who is six months in arrears with their subscription may be removed from the Register of Members at the discretion of the Board.

8.2. Resignation

Members may resign their membership by writing to the National Office.

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.

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, or for the election of a Member of the Board, any office holder of the RACI as defined in the Constitution or for any office holder on a Branch, Group, Division or National Group Committee.

- 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 National Group level and on matters concerning the Branch, Group, Division and National Group.
- 9.4. Branch, Group, Division and National Group Committees shall appoint a Returning Officer in National Office to receive and count votes for all ballots for which they have responsibility.

By-law 10 THE ASSEMBLY OF THE RACI

- 10.1. "Assembly" is a body established by the Board to represent geographical regions and discipline interests of the membership. The Assembly is an advisory body to the Board where, through their duly elected representatives from both the Division and Branch structures, the views of the membership can be expressed to the Board on Board initiatives or areas where the membership requests the Board to develop new policy or modify existing policy proposals. 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,
 - the Past President 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. These staff or Members shall not be eligible to vote at the Assembly.
- 10.4. Members of the Assembly representing Branches and Divisions and unable to attend meetings may appoint a proxy, 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:

- be responsible to 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 the collecting and circulating of statistics and other information relative to the chemical sciences,
- do all things appropriate to promote the interests of the Members of the RACI and the profession of chemistry.

- 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. There will be at least one face to face meeting and up to five virtual meetings of the Assembly per year.
- 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. Resolutions of the Assembly shall be carried, or amended, only by the concurring vote of a majority of the votes cast by Members of the Assembly entitled to vote and present at any meeting, provided that notice outlining generally the business to be transacted, has been given in writing or electronically to every Member of the Assembly at least seven days before the meeting. In the event of an equality of votes, matters under consideration shall be declared "not carried".

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.
- 13.4. If after fifteen minutes after the time appointed for holding a 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.

By-law 14 BRANCH STRUCTURE

- 14.1. These By-laws form the backbone of the governance structures of the Branch, with the goal being to have a standardised set of rules to promote good governance procedures in all Branch activities. The size of the Branch membership and availability of volunteers may require some deviations from the model structure, and it is expected that the smaller Branches will need to adjust the rules to accommodate their particular circumstances.
- 14.2. **Purpose of Branches**
The Branch is composed of the central Branch and, for larger branches, a number of interest Groups. The structure is designed to provide for the networking needs of members in their geographical regions, with the goal to encourage networking between the different demographics of membership through the provision of events with content that caters for all. A particular focus should be on those members in the non-research sectors as Divisions tend not to address the needs of this demographic.

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.

14.3. **Current Branches**

RACI is 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 the National Office.

14.4. **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, or current Branches may be disbanded, and their members and activities absorbed into other Branches.

14.5. **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 a Branch President under the direction of the Board through National Office staff. The committee has responsibility to:

- ensure that sufficient events and activities are produced to provide an acceptable range of benefits for the Members in the area.
- ensure that all activities comply with the RACI's purpose, Constitution, By-laws and policies.
- strive to meet any diversity targets set by the Board.
- ensure the prudent control of the finances of the Branch and any Groups that exist in the area.
- hold and record Branch Committee meetings.
- hold and record an Annual General Meeting (AGM).

15.2. **Powers of Branch Committees**

- 15.2.1. Arrange and conduct events and activities to provide benefits for the membership, promote chemistry 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 and activities of the Groups.
- 15.2.3. Accept a gift or bequest on behalf of the RACI.
- 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 Chief Executive Officer.
- 15.2.5. The Branch Committee or any of its members cannot act as a legal signatories for the RACI. However the Branch 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.

15.3. **Branch Committee Positions**

Each Branch has a different membership demographic so it is difficult to have a one size fits all committee for all Branches, however, 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
- a Post-Graduate or Early Career Chemist member
- for Branches with active Groups, the Chairs of the Groups
- additional Committee member(s), if required

Additional members may be included

- an immediate Past Branch President may be included for corporate memory
- appointed members, if required, to fill expertise gaps on the Committee

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

All Committee members must be financial, having no outstanding membership fees.

15.4. **Branch Committee Terms**

- 15.4.1. The Branch President, President Elect and Immediate Past President (if included) position terms are each for two years, leading to a total term of four (or six) years, with the succession from President Elect to President to Immediate Past President.
- 15.4.2. Branch Presidents will remain on the Committee until the Branch AGM when their term of President (or Immediate Past President) ends.
- 15.4.3. Group Chairs will remain on the Branch Committee for their term of office as Group Chair.
- 15.4.4. 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. This appointment may be renewed at the discretion of the Branch Committee for a maximum of two years.
- 15.4.5. All other Branch Committee members will serve a term of two years, holding office until the conclusion of the ordinary business of the Branch AGM at the end of their term.
- 15.4.6. The terms of the Branch Committee members, outside any Group Chairs on the Committee, should be staggered so not all members are changed at once in order to retain the corporate knowledge.
- 15.4.7. The maximum time a member may be continuously part of a Branch Committee is eight years.
- 15.4.8. When the term of Branch Committee members ends, the position must be filled through the Branch Committee election process.

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 National Office database records for that Branch and who are financial, having no outstanding membership fees.
- 15.5.2. Calls for nominations are generated by the Branch Secretary and distributed electronically to all Branch members through the National Office staff.
- 15.5.3. Each candidate for election to the Branch Committee must be nominated and seconded by two members of the Branch. Each nomination paper must be countersigned by the candidate and be in the hands of the Branch Secretary four weeks prior to the Branch AGM. The nomination form should be accompanied by a short manifesto from the nominee about themselves and what they would like to achieve on the Committee.
- 15.5.4. 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.

- 15.5.5. To ensure involvement of all Branch members, the election for Branch Committee members will be carried out by electronic voting administered by National Office, using the following procedure:
- 15.5.5.1. The National Office staff will confirm the eligibility of the nominated candidates.
 - 15.5.5.2. If there is only one candidate for a position an election is not required, and the sole candidate automatically assumes the position at the Branch AGM.
 - 15.5.5.3. Where there are multiple candidates an electronic voting process will be followed.
 - 15.5.5.4. The individual manifestos received will be accumulated and distributed to members of the Branch by the National Office staff three weeks prior to the Branch AGM.
 - 15.5.5.5. An electronic election form is produced by the National Office staff and distributed to all financial members that appear on the member register for that Branch, two weeks prior to the AGM with a closing date one week prior to the AGM.
 - 15.5.5.6. Results will be given to the Branch Secretary four days prior to Branch AGM.
 - 15.5.5.7. Results are announced at the AGM.
- 15.5.6. The term of office for all Committee members, including succession of President, commences at the end of the normal business at the Branch AGM immediately following their election.
- 15.5.7. Appointed Branch Committee members shall be proposed at a Branch Committee meeting and appointed if more than two thirds of the Committee members vote in their favour.
- 15.5.8. 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.
- 15.5.9. The Branch President must inform the Branch membership of any appointments to the Committee within two months (Newsletters/AGM).

15.6. **Removal of a Branch Committee Member from Office**

A Branch Committee member can be removed before the expiration of the member's term of office by the Board 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.

- 15.6.1. Removal of a Branch Committee member before the expiration of the holder's term of office requires the resolution of more than two thirds of the members present at a Special Branch General Meeting of members convened for the purpose. A notice of the meeting and its purpose, signed by ten Members of the Branch, must be sent by electronic means to the electorate of the Branch fourteen days prior to the meeting.
- 15.6.2. The individual identified for removal has the right to hear the allegations made against them and be given the opportunity to respond.
- 15.6.3. A full and accurate record of the meeting must be kept and forwarded to the Board for consideration and approval prior to the action being finalised.

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.
- 16.2. The Branch President shall be Chair of every Branch meeting. 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.

By-law 17 BRANCH GENERAL MEETINGS

- 17.1. General meetings are held to discuss matters affecting the RACI. There are two types, Annual General Meetings (called once a year to discuss the events of the previous year) and Special General Meetings (called when needed to discuss something outside the ordinary that can't wait until the AGM, with only the single item of business to be discussed).
- 17.2. An AGM of members of a Branch shall be held each year prior to the AGM of the RACI. At this meeting:
 - the names of those elected to serve as members of the Branch Committee, and who will assume office in accordance with these rules, shall be declared.
 - previous year's activities and financial performance of the Branch will be presented and discussed.
 - plans for the following year's activities of the Branch will be presented and discussed.
- 17.3. A Branch Committee, whenever it thinks fit or on requisition by ten members of the Branch of which at least eight are full Members, or on instructions from the Board, shall convene a Branch Special General Meeting to discuss special resolutions. Resolutions of such meetings shall be transmitted to the Board.
- 17.4. The Branch Secretary shall notify the Branch membership of a General Meeting, through National Office staff. Electronic notification is to be at least twenty one days before the General Meeting, advising the day, place and hour of meeting and the business to be transacted. Meetings may be held virtually if required.
- 17.5. Eight members of the Branch, of which at least seven are full Members, and at least three must be members of the Branch Committee, present at a Branch General Meeting convened to discuss or

determine RACI affairs, shall constitute a quorum.

- 17.6. Minutes shall be kept of every Branch General Meeting and shall be forwarded, by the Branch Secretary, to the National Office within thirty days after the meeting.

By-law 18 BRANCH FINANCES AND REPORTING

- 18.1. The Branch will prepare and present annual budgets covering the proposed activities of the Branch and Groups to the Board for approval, based on the budgeting procedure set by the Board.
- 18.2. 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.
- 18.3. 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.
- 18.4. National Office will carry out the financial accounting for each Branch and Group. A report comparing financial actual activity against budget shall be given to the Branch Treasurer and President monthly.
- 18.5. A report of the activities of each Branch and the Groups within the Branch shall be forwarded to the Board on or before a date in each year as determined by the Board.

By-law 19 GROUP STRUCTURE

- 19.1. 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. The size and activity of the Group, and availability of volunteers, may require some adjustment to the rules to accommodate particular circumstances.

19.2. Purpose of Groups

A Branch Group will provide for the networking, knowledge sharing and professional development needs of the membership in a general interest or geographic area or in a specific chemical science disciplinary area with the goals to:

- network and link those involved in the interest area in the government, research, academic and commercial sectors.
- advance the knowledge and understanding of the interest area.
- recognise achievement in the interest area.
- provide encouragement and mentorship opportunities for Post- Graduate students and Early Career Chemists.
- link with any relevant Division(s) to promote the advancement in new, innovative, crossover research fields in order to further information dissemination and to be involved in activities of mutual interest.

19.3. Formation of a Group

A Branch Committee, with the approval of the Board, may form or dissolve special interest Groups. The justification for forming a new Group should be forwarded to the Branch Committee and the proposal should include:

- 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 new Group will meet the needs of the interested members.
- a list of any Divisions within the RACI with some common interest areas.

- membership of the organising Committee.
- a list of supporting members – at least eight.
- a list of proposed events with a budget covering activities for the next two years.

If the Branch Committee believes the proposal is a viable proposition, then a recommendation to form the Group should be forwarded to the Board for approval.

19.4. Closure of a Group

If a Group fails to run an event in two years, the Branch Committee must investigate the viability of the Group with the view to make a recommendation to the Board to disband the Group if non-viable.

19.5. Group Constituents

- 19.5.1. 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 National Office plus Members attending events held by the Group.
- 19.5.2. The Group Secretary through the National Office staff is responsible for maintaining the data base of Group constituents.
- 19.5.3. The constituents roll will be held for the Group Secretary by the National Office staff.
- 19.5.4. All governance communication to the constituents will be done through the National Office staff.

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.

Group Committee responsibilities include to:

- ensure that sufficient events and activities are produced to provide an acceptable range of benefits for those members with an interest in the Group's subject matter.
- ensure that activities comply with the RACI's purpose, Constitution, By-laws and policies.
- strive to meet any diversity targets set by the Board.
- exercise prudent control of the finances of the Group.
- hold and record Group Committee meetings.
- hold and record a Group AGM.

RACI Nation Office staff may assist with Group administrative duties for activities that occur within their region.

20.2. Group Committee Positions

- 20.2.1. Each Group Committee should consist of the following elected members:
 - the Group Chair,
 - the Group Secretary,
 - the Group Treasurer,
 - additional committee member(s), if required.
- 20.2.2. Additional members can be appointed by the Committee to fill expertise gaps on the Committee.
- 20.2.3. Appointed members who are not RACI Members have no vote and are there for advice purposes only.

The Group Chair, Secretary and the Treasurer must all be full Members of the RACI. and the rest of the Committee should all be Members (full or Associate) of the RACI (excepting appointed members, if necessary).

All Committee members must be financial, having no outstanding membership fees.

20.3. Group Committee Terms

- 20.3.1. The term of each of the Committee positions is two years and should be staggered to retain the corporate knowledge in the event of multiple departures.
- 20.3.2. When launching a new Group, half the Committee should have initial terms of one year and half two years.
- 20.3.3. A person appointed to the Group Committee to fill an expertise gap may be appointed at the time the expertise gap is identified and should serve for one year. This appointment may be renewed at the discretion of the Group Committee for a maximum of two years.
- 20.3.4. Group Committee members may serve multiple continuous terms in the same position, however when the term of a position falls due, nominations should be called for and, if more than one received, then the Group Committee election process must be followed.
- 20.3.5. The maximum time a member may be part of a Group Committee is ten continuous years. This may be extended by a Branch Committee resolution.

20.4. Group Committee Elections

- 20.4.1. The Group Secretary, through the National Office staff calls for nominations utilising the constituent roll of the Group.
- 20.4.2. Each candidate for election to the Group Committee must be a Member (full or Associate) who must be nominated by a Member of the Group and countersigned by the candidate on the nomination form. The nomination form needs to be in the hands of the Group Secretary three weeks prior to the Group AGM.
- 20.4.3. If no candidate for election to any of the Group office positions is nominated by the due date, the Group Committee shall nominate one or more candidates for such office prior to the Group AGM, with the nomination subsequently treated like all others in the election process.
- 20.4.4. The electorate for a Group Committee shall comprise all Members (full or Associate) whose names appear on a constituent roll of the Group and who are financial, having no outstanding membership fees.
- 20.4.5. Elections for Branch Committee members will be carried out by electronic voting through the National Office utilising the following procedure:
 - 20.4.5.1. The National Office staff will confirm the eligibility of the nominated candidates.
 - 20.4.5.2. If there is only one candidate for a position an election is not required, and the sole candidate automatically assumes the position at the Group AGM.
 - 20.4.5.3. Where there are multiple candidates an electronic voting process will be followed.
 - 20.4.5.4. An electronic election form is produced by the National Office staff.
 - 20.4.5.5. The electronic voting form is distributed to all financial members on the constituent roll of the Group two weeks prior to the Group AGM with a closing date one week prior to the AGM.
 - 20.4.5.6. Results are given to the Group Secretary four days prior to the Group AGM.
 - 20.4.5.7. Results will be announced at the Group AGM.
- 20.4.6. The term of office for all Committee members commences at the end of the normal business at the Group AGM immediately following their election.
- 20.4.7. Group Committee members considered for appointment shall be proposed at a Group Committee meeting and appointed if more than two thirds of the Committee member vote is in their favour.
- 20.4.8. A Group Committee may appoint a full Member of the Group to fill any vacancy in the Group Committee caused by death, resignation, removal from office, or illness. The appointment will cease at the next election cycle for that position.
- 20.4.9. The Group Chair must inform the Group constituents of any appointments to the Committee within two months (Newsletters/AGM).

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 Board 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 more than two thirds of the Members present and voting by proxy at a Special Group General Meeting of members convened for the purpose.
- 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 Board for consideration and approval prior to the action being finalised.

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, so the requirements around Committee meetings also vary.
- 21.2. Group Committees should meet as often as required to carry out their functions. At least once every four months is advisable. Additional meetings can be called as required by the Committee.
- 21.3. Group Committee meetings may be physical, virtual or a hybrid.
- 21.4. Group Committee meetings may be less formal than meetings of Branches and Divisions and typically involve cooperation and collaboration rather than hierarchy and formal rules. Typically, the Group Chair 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.
- 21.5. Some records of meeting outcomes/determined actions are required for financial governance. Typically, the Group Secretary will produce Minutes for the meeting, but these can be brief. 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.

By-law 22 GROUP GENERAL MEETINGS

- 22.1. General meetings are held to discuss matters affecting the Group. There are two types, Annual General Meetings (called once a year to discuss the events of the previous year) and Special General Meetings (called in exceptional circumstances when the need arises to discuss something outside the ordinary that can't wait until the AGM; only that single item will be discussed).
- 22.2. An AGM of Members of a Group shall be held each year prior to the AGM of the Branch. At this meeting:
- the names of those elected to serve as members of the Group Committee, and who will assume office in accordance with these rules, will be declared.
 - the previous past year's activities and financial performance of the Group will be presented and

discussed.

- plans for the following year's activities of the Group will be presented and discussed.

- 22.3. A Group Committee, whenever it thinks fit, or on requisition by four Group constituents of which at least seventy five per cent are Members, or on instructions from the Branch Committee, shall convene a Group Special General Meeting to discuss special resolutions. Resolutions of such meetings shall be forwarded to the Branch Committee.
- 22.4. The Group Secretary shall notify the Group constituents, as recorded in the database, of a Group Special General Meeting, through the National Office staff. Electronic notification is to be at least twenty one days before the General Meeting, advising the day, place and hour of meeting and the business to be transacted.
- 22.5. Four members of the Group of which at least seventy five are Members and at least two must be members of the Group Committee, present at a General Meeting convened to discuss or determine Group affairs, constitute a quorum.
- 22.6. Minutes shall be kept of every Group General meeting and shall be forwarded, by the Group Secretary, to the Branch Secretary within 30 days after the respective meeting.

By-law 23 GROUP FINANCES AND REPORTING

- 23.1. Under the RACI hierarchical system, Groups report directly to Branches, not directly to the Board. Group finances constitute part of their governing Branch finances and budgets are overseen by the Branch Treasurer. There is expected to be close coordination between Group and Branch Treasurers.
- 23.2. The Group will present annual budgets covering the proposed activities of the Group, to the Branch for approval based on the budgeting mechanism set by the Board.
- 23.3. The administration of Group financial transactions is the responsibility of the Group Treasurer.
- 23.4. Financial transactions are subject to any conditions specified by the Board through the financial procedures.
- 23.5. 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.
- 23.6. National Office will carry out the financial accounting for each Group. A report comparing financial actual activity against budget will be given to the Branch Treasurer, Group Treasurer and Group Chair on a monthly basis.
- 23.7. A report of the activities of each Group shall be forwarded to the Branch President by the required date.

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. The size of the Division's membership base will result in some deviations from the model structure and it is expected that smaller Divisions will need to adjust the rules to accommodate their particular circumstances.

24.1. Purpose of Divisions

The Division structure is composed of a number of 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 in research, industry, government and academia.
- recognise achievement in the field.
- 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 in the government, research, academic and commercial sectors.
- link with other Divisions, associated societies and kindred organisations to promote the advancement in new, multi-disciplinary research fields.

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 three 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). Three-day conferences require Board approval and organisational aspects are subject to the RACI Diversity Policy and RACI financial procedures.

24.2. Formation of a Division

The proposed Division should be appropriate for the RACI and represent some 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.
- the organising Committee members.
- a list of supporting Members – at least thirty.
- an outline of a proposed scientific meeting at which it is intended to consider draft regulations and elect an interim committee.
- draft regulations and a budget covering the next three years 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 the National Office 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 the membership and present sufficient events to become a viable Division.

24.3. Closure of a Division

If a Division fails to run a conference/national meeting for three years, it will lose Divisional status and become a National Group. The National Group will be given a further two years to recover the Divisional status through the successful completion of a conference/national meeting that attracts at least seventy five delegates and makes a financial surplus. If there is no movement over this probational period, the National Group/Division will be disbanded.

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 through National Office staff. The Committee is responsible to:

- ensure that sufficient events and activities are produced to provide an acceptable range of benefits for the members with an interest in the Divisional discipline area.
- ensure that all activities undertaken comply with the RACI's purpose, Constitution, By-laws and policies.
- strive to meet any diversity targets set by the Board.
- ensure the prudent control of the finances of the Division.
- hold and record Division Committee meetings.
- hold and record a Division General Meeting.

RACI National Office staff may assist with Division administrative duties for activities that occur within their region.

25.2. **Powers of Division Committees**

- 25.2.1. Arrange and conduct events and activities 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. Create awards to recognise outstanding achievements in the areas of Divisional interest.
- 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, a Post-Graduate or Early Career Chemist member,
- additional committee member(s), if required.

Additional Members:

- an Immediate Past Division Chair position included for corporate memory,
- appointed member(s), if required, to fill expertise gaps on the Committee.
- a state representative from the larger Branches, with the proviso that where the Branch has a like subject matter Group, the state representative should be part of that Group 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.

25.4. **Division Committee Terms**

Divisions vary on how often they come together for a conference/national meeting – anything between one and three years. The period between meetings is used to determine the term of office of members of a Division Committee.

- 25.4.1. The Division Chair, Chair Elect and Immediate Past Chair (if included) position terms are for one meeting period each, the succession is Chair Elect to Chair to Immediate Past Chair.
- 25.4.2. The Division Secretary and Treasurer serve a term of two periods holding office until the conclusion of the ordinary business of the Division General Meeting on the second period meeting.
- 25.4.3. The terms of the Division Treasurer and Secretary should be staggered to retain the corporate knowledge.
- 25.4.4. 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 that meeting period. This appointment may be renewed at the discretion of the Group Committee for a maximum of two meeting periods.
- 25.4.5. All other Division Committee members shall serve a term of one meeting period.
- 25.4.6. The maximum time a member may be part of a Division Committee is eight years.

25.5. **Division Committee Elections**

- 25.5.1. The electorate for a Divisional Committee shall comprise all Members (full and Associate) whose names appear on a constituent roll of the Division and are financial, having no outstanding membership fees.
- 25.5.2. Calls for nominations are generated by the Division Secretary and distributed to all Division members through National Office.
- 25.5.3. Each candidate for election to the Division Committee must be nominated and seconded by two Members of the Division.
- 25.5.4. Each nomination paper shall be countersigned by the candidate, and shall be in the hands of the Division Secretary six weeks prior to the Division General Meeting accompanied by a short manifesto from the nominee about themselves and what they would like to achieve on the committee.
- 25.5.5. 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 such office with the nomination subsequently treated like all others in the election process.
- 25.5.6. To ensure involvement of all Division members, election for Division Committee members is to be carried out by electronic voting through National Office staff utilising the following procedure:
 - 25.5.6.1. The National Office staff will confirm the eligibility of the nominated candidates.
 - 25.5.6.2. If there is only one candidate for a position an election is not required, and the sole candidate automatically assumes the position at the Division General Meeting.
 - 25.5.6.3. Where there are multiple candidates an electronic voting process will be followed.
 - 25.5.6.4. The individual manifestos received will be accumulated and distributed to members of that Division by National Office staff four weeks prior to the

Division General Meeting.

- 25.5.6.5. An electronic election form is produced by National Office staff and distributed to all financial Members of the Division, two weeks prior to the Division General Meeting with a closing date one week prior to the Division General Meeting.
- 25.5.6.6. Results will be given to the Division Secretary four days prior to Division General Meeting.
- 25.5.6.7. Results are announced at Division General Meeting.
- 25.5.7. The term of office for all Committee members, including succession of Chair, commences at the end of the normal business at the Divisional General Meeting immediately following their election.
- 25.5.8. Divisional Committee members considered for appointment shall be proposed at the Divisional General Meeting and be appointed if more than two thirds of those present vote in their favour.
- 25.5.9. A Divisional Committee may appoint a full Member of the Division to fill any vacancy in the Division Committee caused by death, resignation, removal from office, or illness. The appointment will cease at the next election cycle for that position.
- 25.5.10. The Division Chair must inform the Division electorate of any appointments to the Committee within two months (Newsletters/AGM).

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 Board 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. A Division Committee member may be removed from office, before the expiration of the holder's term of office, by resolution of more than two thirds of the Members present at a Special Division General Meeting of full Members convened for the purpose by notice given, by electronic means, fourteen days prior to the meeting, signed by ten full Members of the Division, to the electorate of the Division.
- 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 forwarded to the Board for consideration and approval prior to the action being finalised.

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 twelve months. The meeting may be physical, virtual or a hybrid.
- 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.

By-law 27 DIVISION GENERAL MEETINGS

- 27.1. General meetings are held to discuss matters affecting the RACI. There are two types, Annual General Meetings (called once a meeting period to discuss the events of the previous year) and Special General Meetings (called when needed to discuss something outside the ordinary that can't wait until the AGM, and only that single item will be discussed).
- 27.2. A General Meeting of members of a Division shall normally be held at the Divisional conference/national meeting. At the meeting:
 - the names of those elected to serve in a Division office or as a member of the Division Committee, and who will assume office in accordance with these rules, shall be declared.
 - the past year's activities and financial performance of the Division will be discussed.
- 27.3. A Division Committee, whenever it thinks fit or on requisition by ten members of the Division of which at least eighty per cent are full Members, or on instructions from the Board, shall convene a Division Special General Meeting to discuss special resolutions. Resolutions of such meetings shall be transmitted to the Board.
- 27.4. The Division Secretary shall notify the Division membership of a General Meeting, through the National Office. Electronic notification is to be at least twenty one days before the General Meeting, advising the day, place and hour of meeting and the business to be transacted.
- 27.5. Ten members of the Division of which at least eighty per cent are full Members and at least three must be members of the Division Committee, shall constitute a quorum.
- 27.6. Minutes shall be kept of every Division General Meeting and shall be forwarded by the Division Secretary to the National Office within thirty days after the respective meeting.

By-law 28 DIVISION FINANCES AND REPORTING

- 28.1. The Division will present an annual budget covering the proposed activities of the Division to the Board for approval based on the budgeting procedure set by the Board.
- 28.2. The administration of Division financial transactions is the responsibility of the Division Treasurer and is subject to any conditions specified by the Board through the financial procedures.

- 28.3. The transactions shall be approved by two authorised signatories of the Division Committee who are not financially involved in the transaction.
- 28.4. National Office will carry out the financial accounting for each Division. A report comparing financial actual activity against budget will be given to the Division Treasurer and Chair on a monthly basis.
- 28.5. A report of the activities of each Division shall be forwarded to the Board on or before a date in each year as determined by the Board.

By-law 29 NATIONAL GROUP STRUCTURE

29.1. 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. The size, activity and focus of the National Group, and availability of volunteers, may require some adjustment to the rules to accommodate particular circumstances.

29.2. Purpose of National Groups

National Groups may exist for three specific purposes.

- 29.2.1. As the first step in the process of creating a new Division encompassing a developing subject matter area.
- 29.2.2. As a mechanism for non-performing Divisions to regroup and generate sufficient activity to warrant returning to Divisional status.
- 29.2.3. 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 in research, industry, government and academia.
- recognise achievement in the field.
- 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 in the government, research, academic and commercial sectors.
- link with Divisions, Branch 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 (either forming a new Division or revitalising an old Division) 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 two years. Such a conference/general meeting can be held as a stand-alone event or can be run concurrently with other conferences (ie at the RACI National Congress). Conferences of three days or more require Board approval and organisational aspects are subject to the RACI Diversity Policy and RACI financial procedures.

29.3. Formation of a National Group

- 29.3.1. 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.
- 29.3.2. There should be substantial knowledge growth in the chosen area of the proposed National

Group that will create sufficient interest and demand to attract active member involvement that can support regular events that are financially viable.

29.3.3. 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).

29.3.4. 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 ten.
- 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 the National Office purview to provide an organisational structure with financial controls for the prospective National Group.

29.3.5. If the intent on forming a National Group is to regenerate interest in a non-active Division, the proposal should include:

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

29.4. **Closure of a National Group**

After a minimum of two years, the Board should review the progress of National Groups that have formed to either initiate a new Division, or to revitalise a non-active Division. If the National Group fails to organise a large/national meeting or conference covering their chosen chemical science interest area for two years, they may be disbanded. The Board should decide if a successful National Group should progress to Division status.

29.5. **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 National Office plus members attending events held by the National Group. The names of the interested members will be recorded on the RACI data base. The data base will automatically add the names of attendees at National Group events.

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 through National Office staff. The Committee is responsible to:

- ensure that sufficient events and activities are produced to provide an acceptable range of benefits for the members with an interest in the National Groups subject matter.
- ensure all activities comply with the RACI's Constitution, By-laws and policies.
- strive to meet any diversity targets set by the Board.

- exercise prudent control of the finances of the National Group.
- hold and record National Group Committee meetings, .
- hold and record a General Meeting.

RACI National Office staff may assist with National Group administrative duties for activities that occur within their region.

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 Chair-Elect,
- the National Group Secretary,
- the National Group Treasurer,
- a Post-Graduate or Early Career Chemist member,
- additional Committee member(s), if required.

Additional Members that can fill expertise gaps on the Committee or provide communication channels with related Divisions may be appointed by the Committee.

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

30.3. National Group Committee Terms

Due to the transient nature of the National Group structure when the National Group is a precursor to either the formation or disbanding of a Division, the term for all on the Committee is two years after which the National Group either becomes a Division, disbands or, with the permission of the Board, continues for a further two year period.

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 with:

- 30.3.1. The succession Chair Elect to Chair giving a total of four years.
- 30.3.2. The terms of the balance of the Committee should be staggered to retain the corporate knowledge. When launching a new National Group, this may be done by half the Committee having initial terms of one year and half the Committee having initial terms of two years.
- 30.3.3. The maximum time a Member may be part of a National Group Committee is eight years.

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. This appointment may be renewed at the discretion of the National Group Committee for a maximum of two years.

30.4. National Group Committee Elections

For National Groups continuing after the initial two-year period, the following electoral rules will apply.

- 30.4.1. The elections are electronic.
- 30.4.2. The electorate for a National Group Committee is all Members (full and Associate) who are on the National Office records as having an interest in the National Group.
- 30.4.3. Calls for nominations are generated by the National Group Secretary and distributed to all National Group members through National Office.
- 30.4.4. Each candidate for election to the National Group Committee must be nominated by a constituent of the National Group. Each nomination paper shall be countersigned by the candidate and shall be in the hands of the National Group Secretary by the stated date.
- 30.4.5. If no candidate for election to any of the National Group office positions is nominated by the

- due date, the National Group Committee shall nominate one or more candidates for such office, with the nomination subsequently treated like all others in the election process.
- 30.4.6. To ensure involvement of all National Group members, elections for National Group Committee members will be carried out by electronic voting through National Office staff utilising the following procedure:
- 30.4.6.1. The National Office staff will confirm the eligibility of the nominated candidates.
 - 30.4.6.2. If there is only one candidate for a position an election is not required, and the sole candidate automatically assumes the position at the General Meeting
 - 30.4.6.3. Where there are multiple candidates an electronic voting process will be followed.
 - 30.4.6.4. An electronic election form is produced by National Office staff and distributed to all financial Members of the National Group, with a stated closing date.
 - 30.4.6.5. Results are given to the National Group Secretary who will contact the successful candidates.
 - 30.4.6.6. Results are announced to constituents via National Office.
- 30.4.7. The term of office for all Committee Members, including succession to Chair, commences the day following the general announcement.
- 30.4.8. National Group Committee members considered for appointment shall be proposed at a National Group General Meeting and appointed if more than two thirds of the Committee member vote is in their favour.
- 30.4.9. A National Group Committee may appoint a member of the National Group to fill any vacancy in the National Group Committee caused by death, resignation, or illness. The appointment will cease at the next election cycle for that position.
- 30.4.10. The National Group Chair must inform the National Group constituents of any appointments to the Committee within two months.

30.5. Removal of a National Group Committee Member from Office

- 30.5.1. A National Group Committee member can be removed before the expiration of the member's term of office by the Board 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.
- 30.5.2. Removal of a National Group Committee member before the expiration of the holder's term of office requires the resolution of more than two thirds of the Members present at a Special Group General Meeting of members convened for the purpose. A notice of the meeting and its purpose, signed by four members of the National Group, must be sent by electronic means through the National Office to the constituents of the National Group fourteen days prior to the meeting.
- 30.5.3. The individual identified for removal has the right to hear the allegations made against them and be given the opportunity to respond.
- 30.5.4. A full and accurate record of the meeting must be kept and forwarded to the National Office for consideration and approval prior to the action being finalised.

By law 31 NATIONAL GROUP COMMITTEE MEETINGS

- 31.1. A National Group Committee should meet as often as required to carry out its functions, and at least once every twelve months.
- 31.2. A National Group Committee meeting may be physical, virtual or a hybrid.

- 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.

By-law 32 NATIONAL GROUP GENERAL MEETINGS

- 32.1. National Groups are, by nature, transient structures and as such the normal rules and regulations around general meetings are different from those of Branches and Divisions.
- 32.2. An AGM of members of a National Group created with the intention of forming a Division or of regenerating interest in a moribund Division shall hold an AGM at a conference/national meeting or two years after formation, whichever comes first. The first item on the agenda of this meeting must be the decision on whether to apply for Divisional status, to disband or to request an extension to the National Group status. If the decision is to continue:
 - the names of those elected to serve as a member of the National Group Committee, and who will assume office in accordance with these rules, shall be declared.
 - the previous past year's activities and financial performance of the National Group will be presented and discussed.
 - plans for the following year's activities of the National Group will be presented and discussed.
- 32.3. A National Group Committee, whenever it thinks fit, or on requisition by four members of the National Group constituents of which at least three are full members, or on instructions from the Board, shall convene a National Group Special General Meeting to discuss special resolutions. Resolutions of such meetings shall be forwarded to the Board.
- 32.4. At least twenty one days before the General Meeting the National Group Secretary through National Office staff, shall send to the Group constituents, by electronic means, a notice, advising the day, place and hour of meeting and the business to be transacted.
- 32.5. Four members of the National Group of which at least three are full members and at least two are members of the Group Committee, present at a General Meeting shall constitute a quorum.
- 32.6. Minutes shall be kept of every National Group General Meeting and shall be forwarded, by the National Group Secretary, to the National Office within thirty days after the respective meeting.

By-law 33 NATIONAL GROUP FINANCES AND REPORTING

- 33.1. The National Group will present an annual budget covering the proposed activities of the National Group to the Board for approval based on the budgeting mechanism agreed by the Board.
- 33.2. The administration of National Group financial transactions is the responsibility of the National Group Treasurer and is subject to any conditions specified by the Board through the financial procedures. The transactions shall be approved by two authorised signatories of the National Group Committee who are not financial involved in the transaction.
- 33.3. National Office will carry out the financial accounting for each National Group. A report comparing financial actual activity against budget shall be given to the National Group Treasurer and Chair on a monthly basis.
- 33.4. A report of the activities of each National Group shall be forwarded to National Office by the required date.

By-law 34 PRIVILEGED COMMUNICATIONS

Any information related to RACI business activities gained by reason of being an elected officer or an appointed 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, a Board Committee or a person acting as a member of the Board or the Committee, the acts shall be as valid as if the Board, Committee or person had been duly elected or appointed.
- 35.2. The same provisions as apply to the Board and its Committees with regard to irregularities shall apply to Branch, Group, Division and National Group Committees and to any sub-committees established by them.

By-law 36 CODE OF CONDUCT

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

36.1 Inclusivity

A member must

- 36.1.1 never act in a way that could be interpreted as discriminatory, bullying, or sexually harassing or make statements that could be construed as such.
- 36.1.2 act with fairness and impartiality in all activities.
- 36.1.3 demonstrate high professional and ethical standards.

36.1.4 respect the rights of others.

36.1.5 never make statements or behave in a way which are abusive or intimidatory in nature.

36.2 Integrity

A member must

36.2.1 be honest and objective in their field of work and must not wilfully mislead others.

36.2.2 ensure their work is objective, lawful, and validated by any decisions or recommendations being taken in a fair and impartial manner.

36.2.3 maintain and enhance the integrity and reputation of the profession.

36.2.4 not claim another's research, reports, or ideas and represent them as their own original work. Proper credit and acknowledgement must be given to those whose original work is used in the course of the member's professional endeavours.

36.2.5 not use any unfair, improper or questionable method of securing professional work or advancement.

36.2.6 not use for their personal gain or advantage, nor disclose confidential information which they may acquire as a result of special opportunities arising out of work done for their client or employer.

36.2.7 not knowingly allow their name to be associated with a misleading advertisement or statement.

36.2.8 declare any conflicts of interest that arise through their professional activities and only proceed once these have been resolved.

36.2.9 be aware of the potential impact of statements made through social media channels and understand that comments made might be taken as representing the general opinion of the membership.

36.2.10 not act in such a manner that, in the opinion of the Board, brings or could bring the RACI into disrepute.

36.3 Competency

A member must

36.3.1 perform work only in their areas of competence and inform their employer or client when, in the Member's opinion, the advice of a third-party specialist or expert is necessary.

36.3.2 only issue or publish reports or statements that are an accurate record of soundly based observation and experiment and of logical deductions. Any statements that are expressing an opinion must be clearly identified as such.

36.3.3 maintain and develop knowledge, expertise and skills in their chosen field of employment and the regulations pertaining to it to the level required to provide the services offered.

36.3.4 fulfil any contractual responsibilities to the best of their ability.

36.4 Leadership

A member must

36.4.1 advance the honour, integrity, and dignity of the profession of chemistry, with their prime responsibility being the welfare, health and safety of the community at all times.

36.4.2 conduct themselves in a professional manner at all times and act as a positive role model.

36.4.2 afford to those under their direction every reasonable opportunity to advance their knowledge and experience, and ensure that proper credit is given for work that has been performed by them.

36.5 Breaches

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