

# Bylaws of the Australian and New Zealand Falls Prevention Society

April 8, 2009

## Organisation of the Constitution

Article 1.	Name
Article 2.	Purpose and Objectives
Article 3.	Society Membership
Article 4.	Membership of the Australian and New Zealand Falls Prevention Society Executive Council
Article 5.	Powers and Duties of the Australian and New Zealand Falls Prevention Society Executive Council
Article 6.	Conferences
Article 7.	Communications
Article 8.	Fiscal Management
Article 9.	Indemnifications
Article 10.	Conflict of Interest Disclosure
Article 11.	Dissolution

### Article 1. Name

The name of the society is the Australian and New Zealand Falls Prevention Society (ANZFPS).

### Article 2. Purpose and Objectives

2.1 The purpose of the ANZFPS is to promote the multidisciplinary study and implementation of falls prevention in older people.

2.2 The ANZFPS achieves this purpose by holding regular conferences:

- To plan and organise ANZFPS conferences
- To present and discuss the latest research and clinical findings relating to the falls risk factors and falls prevention strategies.
- To facilitate student participation at ANZFPS conferences through travel grants, low registration fees and presentation awards.
- To provide members with email notifications about upcoming ANZFPS conferences and other occasional email updates.
- To facilitate interaction between members who meet from Australia, New Zealand and across the world.
- To foster links with similar societies and networks around the world.

- To promote the broad discipline of falls prevention research.

2.3 The property and income of the ANZFPS shall be applied solely towards the purpose stated above, and no part of that property or income may be paid or otherwise distributed, directly or indirectly, to members of the ANZFPS or any individual except in good faith in the promotion of those purposes.

### **Article 3. Society Membership**

3.1 The ANZFPS shall consist of four categories of members with applications following procedures defined by the Officers of the ANZFPS: Regular Members, Student Members and Emeritus Members.

3.2 Regular Members. Any person who has an interest in falls prevention, including those engaged in falls prevention research, clinical practice or policy is eligible to be a regular member.

3.3 Student Members. Students enrolled in degree granting programs at institutions of higher learning are eligible to be student members.

3.4 Emeritus Members. Any person who has retired, due to age or illness, from professional employment in falls prevention research or clinical practice, and has been an active member in good standing of the ANZFPS for at least 10 years.

3.5 Membership dues. The Executive Council shall set biennial dues to the members according to the needs of the ANZFPS. Membership dues will be included in the registration fee of each ANZFP conference and provide membership up until the next bi-annual conference. Members must agree to abide by the rules of the ANZFPS by indicating this on the conference registration form. People wishing to join the ANZFPS between conferences will need to forward to the Treasurer a fee (to be set by the Executive Council) to cover the administration cost. This will allow membership up until the next bi-annual conference.

3.6 Voting Rights. All members whose dues are paid in full are entitled to vote as provided in these Bylaws for the purposes of: a) electing officers and the members of the ANZFPS Executive Council; and b) voting at general business meetings.

3.7 General members (i.e. those not elected to the Executive Council) are not permitted to correspond with any outside body on behalf of the ANZFPS without the express permission of the President.

3.8 Termination of Membership. Membership in any class shall cease upon a) death, b) failure to pay biennial membership dues, b) ceasing to meet eligibility requirements for such class of membership; c) expulsion in accordance with the resolution of the ANZFPS Executive Council.

## **Article 4. Membership of the ANZFPS Executive Council**

4.1 Officers include: the President, Vice-President, Treasurer, Secretary, Web Manager, four representatives from the Regular Membership, one member from the Student Membership, immediate past conference host (ex-officio) and immediate future conference host (ex-officio). Officers must agree to attend the biennial meetings during their term of office. At least one member of the Executive Council must be a person working in the area of falls prevention and living in New Zealand and at least one member of the Executive Council must be a person working in the area of falls prevention and living in Australia.

4.2 The President, Vice-President, Treasurer, Secretary, Web Manager, four representatives from the Regular Membership and one member from the Student Membership are elected by a majority vote of the General Assembly at the biennial conference. Candidates for the position of President must have served on the Executive Council for at least two (2) years.

4.3 Elected representatives will serve a term of 2 years, and are eligible for re-election.

4.4 Elected Representatives are elected at a General Assembly meeting held in association with the biennial conference. The Secretary will ask for expressions of interest for serving on the Executive Council via an email to members no later than 3 months prior to the General Assembly meeting. An expression of interest invitation will also be posted on the ANZAFP's website at this time. Members seeking election to the Executive Council need to send their nomination to the Secretary at least two months prior to the General Assembly meeting. Nominations require a seconder from a current ANZFPS member. Nominees have the option of submitting a one-page biography / election bid to be included in conference bags at the ANZFPS's expense. Speeches and bids from the floor are not permitted. The Secretary shall oversee the election of Officers at the biennial meeting and ensure that each member has only one vote. A Nomination Committee (appointed by the Executive Council) will tally the votes and declare the winners of the elections at the closing session of the biennial conference. Candidates with the majority of votes will fill the vacancies. If an elected Officer resigns or cannot continue serving the ANZFPS, the Executive Council may appoint an interim replacement until an election at the next biennial meeting.

## **Article 5. Powers and Duties of Members of the ANZFPS Executive Council**

5.1 President. The president shall preside at business meetings of the ANZFPS and at meetings of the Australian and New Zealand Executive Council: shall be responsible for executing policies as determined by the Australian and New Zealand Executive Council. The President will plan, organise, direct and coordinate the activities of the ANZFPS, delegating to ensure that the objectives of the ANZFPS are attained. The President will report to the Executive Council and to the membership at the biennial meeting. The

President shall appoint a Nominating Committee and the Chairpersons of any Standing Committees. The President shall be empowered to establish and abolish ad hoc committees for specific tasks as needed. The President may invite Committee chair persons to attend meetings of the executive committee when deemed appropriate. The President maintains the original copy of the past and current bylaws. After serving two consecutive terms (four years), a President will be ineligible for re-election as President for the next term.

5.2 Vice President. In case of death, disqualification, removal, resignation or absence of the President, inability of the President from any cause to act, the Vice President shall perform the duties of the office of the President.

5.3 Immediate Past Conference Host. The Immediate Past Conference Host will continue to serve on the Executive Council for a term of two years following her/his host conference. The Immediate Past Conference Host shall be available to the President for counsel and assistance as needed.

5.4 Secretary. The Secretary will organise meetings of the Executive Council. He/ she will record and distribute planning and general meeting minutes, handle and maintain copies of all major correspondence, coordinate nomination procedures for officers, run election procedures at biennial meeting, and hand over minutes and all other files to incoming secretary. The Secretary will maintain a list of the members of the ANZFPS and distribute correspondence under the direction of the President. The secretary is responsible for maintaining files of all incoming and outgoing correspondence received from members.

5.5 Treasurer. The Treasurer will be responsible for keeping account of the monies received and expended for the use of the ANZFPS and shall make disbursements upon vouchers approved in writing by officers of the ANZFPS designated by the Executive Council; and deposit all sums received in a bank or banks or trust company approved by the Executive Council and subject to its inspection and control. At the expiration of her/his term of office, the Treasurer shall deliver to the appointed successor all books, monies and other property of the ANZFPS held in her/his capacity as Treasurer. The Treasurer shall issue a written financial report biennially, indicating the income, expenses and balance of the ANZFPS. The Treasurer shall seek professional guidance to ensure that the finances of the ANZFPS are recorded in compliance with the laws and Australian regulations governing the non-profit status of the ANZFPS. The Treasurer shall automatically be a member of the organizing committee of the Executive Council biennial conference and, with the Immediate Future Conference Host, provide a written report on the status of the conference to the President of the ANZFPS at least every six (6) months. The Treasurer (or President in the absence or unavailability of the Treasurer) shall be empowered to sign cheques up to a limit determined by the Executive Council. Cheques of a higher amount shall require the signature of the Treasurer (or Vice President in the absence or unavailability of the Treasurer) and the President.

5.6. Web Manager. The Web Manager will maintain the ANZFPS website between conferences. This will include the invitations for conference bids and nominations for the Executive Council, and information on conference venues, programs, call for abstracts, registration information. Additional information relating to other conferences, meetings and resources will also be posted as required.

5.7 Elected Representatives. Regular Elected members will represent the views of regular members of the ANZFPS to the Executive Council. The Student Elected Representative will represent the views of student members of the ANZFPS which includes graduate students and post doctoral fellows.

5.8 Conference Organising Committee. The Conference Organising Committee shall primarily comprise ANZFPS members from the host city of the up-coming conference. The delegated conference host is responsible for recruiting Organising Committee members on behalf of the ANZFPS to organise the upcoming conference and bi-annual Society meeting. Organising Committee members must be endorsed by the Executive Council. The Organising committee may work with a conference organiser in the planning and the running of the ANZFPS conference.

5.9 Scientific Committee. The Scientific Committee shall be appointed by nomination from the Executive Council and may include non-executive appointments. The Scientific Committee shall be responsible for selecting invited speakers, planning the conference program and reviewing submitted abstracts with regard to suitability as platform or poster presentations.

5.10 Various Members from time to time may be invited to Executive Council meetings for express purposes but without executive voting rights.

## **Article 6. Conferences**

6.1 The ANZFPS will hold biennial conferences. The Secretary will ask for bids for future conferences via an email to members no later than 3 months prior to the General Assembly meeting. An invitation for bids will also be posted on the ANZFPS's website at this time. The Executive Council will select the host institution, place and time of each conference at least 2 years prior to the conference date. Hosting bids for future conferences must be submitted to the Secretary of the Executive Council at least two months prior to the next Conference and General Assembly meeting.

## **Article 7. Communications**

The ANZFPS will maintain a website and provide members with email notifications about upcoming ANZFPS conferences and other occasional email updates.

## **Article 8. Fiscal Management**

8.1 The fiscal year of the ANZFPS shall be the calendar year commencing on the 1<sup>st</sup> day of January and concluding on the 31<sup>st</sup> day of the following December.

8.2 A year-end financial report of the ANZFPS shall be prepared by the Treasurer annually and presented to the Executive Council for approval by April 1 in the year following the close of each fiscal year.

8.3 The approved annual financial reports will be presented at the biennial meeting for information to the membership.

## **Article 9. Indemnifications**

The ANZFPS shall indemnify any Executive Council members, employee or agent of the ANZFPS against reasonable expenses and against liability incurred by such a person in a proceeding in which she or he was a party by reason of the fact that she or he was an Executive Council member, employee or agent of the ANZFPS. These indemnification rights shall not be deemed to exclude any other rights to which the person may otherwise be entitled. The ANZFPS may indemnify, reimburse, or advance expenses to a covered person.

## **Article 10. Conflict of Interest Disclosure**

The Executive Council requires the disclosure in circumstances where a contract for goods or services may be awarded to a person or business in which an Executive Council member has a material interest. A conflict of interest exists when an Executive Council member takes part in decisions to transact Executive Council business with a person or business in which they have a material interest. Therefore, the responsibility rests with individuals to disclose whenever they have influence over a decision about a proposed contract between the Executive Council and a business in which they have substantial holdings and to withdraw from the ANZFPS decision-making process.

## **Article 11. Dissolution**

The ANZFPS may be dissolved pursuant to a resolution of the General Membership. If, on dissolution, any property of the ANZFPS remains after satisfaction of the debts and liabilities of the ANZFPS and the costs, charges and expenses of the dissolution, that property shall be distributed:

- a) to another association or associations having objectives similar to those of the ANZFPS; or,
- b) for charitable purposes.

Which associations or purposes, shall be determined by the Executive Council in consultation with the members

DRAFT