



BY-LAW 5 - BRANCH DISSOLUTION, RECESS, MERGER AND CLOSURE

Adopted 10 May 2021

BRANCH DISSOLUTION

In the event that a Branch votes in favour of dissolving their branch and no rule exists in that State pertaining to dissolution, the following rules apply:

- (a) A Branch member body may dissolve at any time by giving notice in writing to the Association's Secretary, such dissolution only taking effect at the time when such notice is received by the Association's Secretary, unless a later date is specified in the notice, then it shall take effect on that later date. A copy of the minutes from a properly constituted meeting showing the decision of the Branch dissolution by Branch members should accompany this notice.
- (b) The Branch Secretary or the person so nominated must notify all financial members in writing of the dissolution and members of the dissolving Branch will be assisted to join either Lone Members or a Branch of their choice. Branch affiliation fees should also be transferred to the nominated Branch accordingly.
- (c) Any financial member of a dissolved Branch may become a Lone Member, a member of another Branch or form a new Branch.
- (d) Any Branch Life Member from a dissolved Branch may be adopted by another Branch as set out in By-Law 6.3 & 6.4 (c)
- (e) All bank accounts must be closed, and any surplus funds dispersed as set out in the ICPA of Australia's Constitution.

BRANCH RECESS

In the event that a Branch votes in favour of placing their Branch into recess and if no rule exists in that State, the following rules apply:

- (a) At that same meeting, a plan must be adopted outlining how surplus funds will be distributed in accordance with the ICPA of Australia's Constitution, in the event that the Branch has not reformed after three years and closes.
- (b) Notice must be given in writing to the Association's Secretary, such recess to only take effect at the time when such notice is received by the Association's Secretary, unless a later date is specified in the notice, then it will take effect on the later date. A copy of the minutes from a properly constituted meeting showing the decision of the Branch recess by Branch members should accompany this notice.



- (c) The Branch Secretary or the person so nominated must notify all financial members in writing of the recess and be assisted to join either Lone Members or a Branch of their choice. Branch affiliation fees should also be transferred proportionally to the nominated Branch.
- (d) Once all accounts have been finalised, bank accounts are to be closed and the funds are to be kept in trust for three years. Funds will be held in trust by the State Council. If no State Council exists, the funds will be held by Federal Council.
- (e) After a three-year period, unless the Branch has reformed, the Branch will be closed.
- (f) Any financial member of a Branch in recess may become a Lone Member, a member of another Branch or form a new Branch as set out in 11.1 of the Constitution.
- (g) In the event of Branch recess - total payments associated with Branch Life Membership, are made by the body entrusted with the funds e.g. Lone Members Branch or the relevant Council; State Council or Federal Council.
- (h) Any Branch Life Member from a Branch in recess may be adopted by another Branch as set out in By-Law 6.3 and 6.4 (c).

BRANCH MERGER

In the event that two or more Branches vote in favour of merging and if no rule exists in that State, the following rules apply:

- (a) Branch member bodies may merge at any time by giving notice in writing to the Association's Secretary, such merger only takes effect at the time when such notice is received by the Association's Secretary, unless a later date is specified in the notice, then it shall take effect on that later date. A copy of the minutes from a properly constituted meeting of each Branch showing the decision of the merger by branch members should accompany this notice.
- (b) Any financial member of the merging Branches may have their current membership transferred to the new Branch, another Branch or become a Lone Member.
- (c) Any Branch Life Member from any one of the merged Branches will be adopted by the merged Branch as set out in By-Law 6.5 (a) and (b).
- (d) All bank accounts of merging Branches must be closed, and any surplus funds deposited into the bank account of the new merged Branch.



BRANCH CLOSURES

A branch closure takes effect when:

- (a) A Branch has been in recess for three years and no rules exist in that State that says otherwise.
- (b) A Branch has less than the minimum number of members to be considered constitutional (five).
- (c) In the opinion of the Federal Council, such Branch member body has acted contrary to or in disregard of the Constitution of the Association or its By-Laws.
- (d) In the opinion of the Federal Council, such Branch member body has acted in any manner prejudicial to the interests of the Association.