



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 75% of the total Board vote to accept the proposed change.

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

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

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

2.1 Associate Membership

For those individuals with an interest in the chemical sciences:-

- 2.1.1 Associates
- 2.1.2 Undergraduate Students
- 2.1.3 Industry Affiliates
- 2.1.4 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:-

- 2.2.1 Member
 - Post-graduate Student
 - Ordinary member
- 2.2.2 Fellow

The Board may admit full Members who demonstrate a 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 THE ASSOCIATE MEMBERSHIP LEVEL

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 (6) months if he or she becomes eligible for admission as a Full Member.

3.2 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
- provides chemical goods and/or services;
- has an employee who is a Full Member of the RACI; and
- has a code of ethics and/or a constitution and/or a charter which is consistent with the RACI Code of Ethics and/or Constitution.
- Is not a teaching, university or government research organisation

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 LEVELS

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

4.1 Members

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 (1) year of approved practice in chemistry-related employment **or**
- has at least 3 years of professional experience in chemistry-related employment that is approved by the Board.

4.1.2 PG status

- holds a BSc or MSc degree in a chemical science subject,
- are Post-graduate PhD students,
- and are 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 have they made major contributions within the broad field of chemistry in either the academic or industrial areas and/or who have made substantial contributions to the RACI organization 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 chemistry discipline thesis **or**
- A degree majoring in chemistry from an RACI accredited university program with 3 years of professional experience in chemistry-related employment that satisfies the Board of sufficient professional standing in chemistry **or**
- A chemistry or chemistry-related degree from a non-accredited university program may be admitted as a chartered chemist if they have at least 4 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 chemistry as shown by professional experience in their career spanning at least 10 years.

4.3.2 Concessional status

Full Members may be granted concessional status if: they are –

- Unemployed- valid for 12 months only
- Retired

Any Member of the RACI who seeks a reduced subscription rate may be required to substantiate his or her 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 50 year 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 DESIGNATION FOR MEMBERS

The Board shall determine the abbreviated designation 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 An Honorary Life Member shall be entitled to prefix their designation by the abbreviation Hon.
- 5.6 Associate Membership grades of the RACI shall not be entitled to use an abbreviated designation after their name.

By-law 6 CERTIFICATES

A Certificate of Fellowship, 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 remain the property of the RACI.

By-law 7 ADMISSION PROCEDURES

- 7.1 Applications for any level of Membership of the RACI shall, except the fellowship grade, be made in accordance with the Constitution on the relevant electronic application Form as set out on the RACI website, www.raci.org.au and pay the set membership fee for the membership type applied for before the application can be considered.

The fellowship grade cannot be electronically applied for, those wishing to join as fellow must follow the procedure as outlined in 7.1.3.

7.1.1 Associate application shall be processed through the National Office.

7.1.2 Applicants for member and chartered membership levels of the RACI must upload 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, downloadable from the RACI, website must be used. Applicants must complete the form and have it signed by two (2) Fellows acting as referees who shall certify that the applicant is personally known to them and worthy of admission as a Fellow. The completed documentation must be sent, together with the required documentation, to the National Office for the attention of the CEO.

- 7.2 The Board shall determine the procedure in accordance with the Constitution with respect to 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 his or her admission, in their opinion, undesirable.

- 7.4 The Board, by majority decision, shall admit persons to the Register of Members.

By-law 8 MEMBERSHIP TERMINATION

- 8.1 Arrears

A Member of the RACI, who is three (3) months or more in arrears with any subscription or other sum payable under the Constitution or these By-laws, shall not be entitled to:

8.1.1 any membership publications

8.1.2 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;

- 8.1.3 be elected or appointed a Member of the Board, of the Assembly, of act as an office bearer of a Division, Branch, Group or Section Committee or to nominate any Member for these positions.
- 8.1.4 be eligible for an RACI award
- 8.1.5 be eligible for the membership rates offered for RACI events
- 8.1.6 A Member who is six (6) 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 secretariat

8.3 Breach of professional ethics

The Board may terminate the membership of those members found in breach of the organisation's code of ethics, 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 (3) 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, Section or Division 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 or Section level and on matters concerning the Branch, Group or Section.
- 9.4. Branch, Group, Section and Division Committees shall appoint a Returning Officer to receive and count votes in respect of 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:
 - 10.2.1 the Members of the Board,
 - 10.2.2 the Past President,
 - 10.2.3 Branch Presidents,
 - 10.2.4 Division chairs and
 - 10.2.5 Board sub-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 their terms as RACI senior officers expires.

By-law 11 POWERS AND RESPONSIBILITIES OF THE ASSEMBLY

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

- 11.1 be responsible to make nominations for replacement of Board positions falling vacant outside the normal terms of office.
- 11.2 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.
- 11.3 form committees, working parties, project teams or make similar arrangements to assist the Board in performing its function;
- 11.4 assist in the collecting and circulating statistics and other information relative to chemistry;
- 11.5 do all things appropriate to promote the interests of the Members of the RACI and the profession of chemistry.
- 11.6 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 President shall chair meetings of the Assembly. In his or her absence, or if he or she declines to act, the President-Elect shall preside.
- 12.2 If at the expiry of fifteen (15) minutes after the time appointed for holding a meeting the President and President-Elect are not present, or if he or she declines 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 of the Assembly per year.
- 12.4 For the transaction of business, one half (1/2) (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 (7) 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 MEETINGS – CHAIR AND ADJOURNMENT

- 13.1 The President shall chair General Meetings of the RACI. In his or her absence, or if he or she declines to act, the President-Elect shall preside at all General Meetings of the RACI.
- 13.2 If at the expiry of thirty (30) minutes after the time appointed for holding a General Meeting the President and President-Elect are not present, or if he or she declines to act, another Member of the Board shall be elected Chair for the Meeting.

- 13.3 The President of the RACI, or in his or her absence, the President-Elect, shall preside at all meetings of the Board.
- 13.4 If at the expiry of fifteen (15) minutes after the time appointed for holding a meeting the President and President-Elect are not present, or if he or she declines to act, another Member of the Board shall be elected Chair for the meeting.

By-law 14 BRANCH STRUCTURE

- 14.1 The Branch structure is designed to provide for the networking needs of the membership in their designated geographic areas. The focus is on general chemistry-related events, the promotion of the positive aspects of chemistry to the public and the provide assistance to schools in the teaching of chemistry.
- 14.2 The Commonwealth of Australia is divided into eight (8) geographical Branch areas based on the 6 states and 2 territories. The Members of the RACI resident in each of those areas shall form a Branch of the RACI. The Branches shall be known as:-
- New South Wales,
 - Queensland,
 - South Australian,
 - Tasmanian,
 - Victorian,
 - Western Australian,
 - Australian Capital Territory and
 - Northern Territory
- 14.3 Additional Branches may be created and current Branches disbanded at the discretion of the Board.
- 14.4 The Board may conclusively determine and provide for any transitional arrangements, or dispute arising out of the establishment of a new Branch, or dissolution of a Branch.
- 14.5 On and from the dissolution of a Branch, the management or control of that Branch shall be administered by the Board.
- 14.6 A Member who leaves Australia, shall be administered by the National Office.

By-law 15 BRANCH ADMINISTRATION

- 15.1 The affairs of each Branch of the RACI shall be administered by the Executive Branch Committee under the direction of the Board in conformity with the Constitution and these By-laws.
- 15.2 Each Executive Branch Committee shall consist of the following officers:
- the Branch President,
 - the Branch President-Elect,
 - the Immediate Past Branch President,
 - the Honorary Branch Secretary,
 - the Honorary Branch Treasurer,
 - at least one (1) additional committee Member.
- 15.3 All executive officers of the Branch Committee and at least half of the additional committee Members shall be Full Members of the RACI. The balance of the committee members may be Associate members of the RACI.
- 15.4 In so far as is possible all Branch Groups and Sections (defined in By-law 20) shall be represented at Branch Committee meetings. The representatives will be the Chairs, or their nominees, of the

Groups or Sections of the Branch (according to the provisions in By-law 20.6), and will have voting rights in all affairs dealing with Group and Section matters.

By-law 16 BRANCH COMMITTEE ELECTIONS, VACANCIES AND REMOVALS

- 16.1 The President, President Elect and Immediate Past President terms are for two (2) years.
- 16.2 The President Elect is elected every second year.
- 16.3 The expected succession is from President Elect to President to Immediate Past President.
- 16.4 The Presidential term is two [2] years however this may be extended to 3 years in the case of an unfilled President elect position.
- 16.5 All other Branch Committee members shall serve a term of one (1) year holding office until the conclusion of the ordinary business of the Annual General Meeting of the Branch.
- 16.6 Each candidate for election to the Branch Committee shall be nominated and seconded by two Members of the Branch. Each nomination paper shall be countersigned by the candidate, and shall be in the hands of the Honorary Branch Secretary one (1) week prior to the Annual General Meeting.
- 16.7 If no candidate for election to any of the Branch officer positions is nominated by the due date, the Branch Committee shall nominate one (1) or more candidates for such office prior to the Annual General Meeting.
- 16.8 The electorate for a Branch Committee shall comprise all Members whose names appear on a Register of Members for that Branch and are deemed financial.
- 16.9 Elections for Branch Committee members take place at the Annual General Meeting of the Branch.
- 16.10 The nominations for each position shall be listed in the Agenda for the Annual General Meeting and read out at the meeting, voting to be made by show of hands or, if required, by a simple paper based ballot.
- 16.11 The term of office for all Committee members, including succession of President (16.2) commences at the end of the relevant Annual Branch Meeting.
- 16.12 A Branch Committee may co-opt a Full or Associate Member of the Branch to fill any vacancy caused by death, resignation, removal from office, or illness in the Branch Committee subject to the provisions of By-law 15.3.
- 16.13 A Branch committee Member may be removed from office, before the expiration of the holder's term of office, by resolution of two-thirds (2/3) of the Members present at a special Branch meeting of Full Members convened for the purpose by notice given 14 days prior to the meeting, signed by 10 Full Members of the Branch, to the electorate of the Branch.
- 16.14 No person shall be a Branch Committee Member for a continuous period longer than four (4) years in one office and eight (8) years in total after which they shall not be eligible for election until the lapse of a period of one (1) year from the time they ceased to hold office.

By-law 17 POWERS OF BRANCH COMMITTEES

- 17.1 Regulate and control the committees and activities of the Groups and Sections;
- 17.2 Accept a gift or bequest on behalf of the RACI;
- 17.3 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.
- 17.4 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.

By-law 18 BRANCH COMMITTEE MEETINGS

- 18.1 A Branch Committee shall meet at least once every three (3) months, at a time and place as it shall determine.
- 18.2 The Branch President shall be Chair of every meeting of a Branch Committee. If the President is absent or, being present, declines to act as Chair, the Branch President Elect shall act. In the absence of both the Branch President and President Elect, a Member of the Branch Committee, who must be a Full Member, shall be elected Chair of the meeting.
- 18.3 A meeting of a Branch Committee may be called at any time by order of the Branch President on giving seven (7) days notice.
- 18.4 On the requisition of three (3) or more Members of a Branch Executive Committee, a special meeting of the Branch Committee shall be held within twenty one [21] days after the receipt of the requisition of the Members by the Honorary Branch Secretary.
- 18.5 For the transaction of its business, one half (1/2) (taken to the next whole number) of the Members of a Branch Committee shall constitute a quorum.
- 18.6 Resolutions of a Branch Committee shall be passed, or amended, only by the concurring vote of a majority of Members present at any meeting, of which at least seven (7) days notice has been given to every Member of the Branch Committee.

By-law 19 BRANCH GENERAL MEETINGS

- 19.1 A General Meeting of Members of a Branch, to be called the Annual Branch Meeting, shall be held in each year prior to the Annual General Meeting of the RACI. At the meeting, the names of those elected to serve in a Branch office or as a Member of the Branch Committee, and who will assume office in accordance with these By-laws, shall be declared and the year's activities and financial performance of the Branch discussed.
- 19.2 Except as otherwise expressly provided herein, General Meetings of the Members of a Branch shall be convened, held and conducted, and minutes of their proceedings kept in all respects in the same manner subject to the Constitution as a General Meeting of the RACI, except that the notice of meeting shall be sent not less than fourteen (14) days before the meeting, and that the notice shall be sent to Branch Members by the Honorary Branch Secretary.
- 19.3 A Branch Committee, whenever it thinks fit or on requisition by eight (8) Members of the Branch of which at least 66% are full members, or on instructions from the Board, shall convene a Branch Meeting to discuss special resolutions. Resolutions of meetings shall be transmitted to the Board.
- 19.4 Eight (8) Members, of which at least 66% are full members and at least three [3] must be Members of the Branch committee, present at a Branch General Meeting convened to discuss or determine RACI affairs, shall constitute a quorum.
- 19.5 Minutes shall be kept of every Branch General Meeting and shall be forwarded, by the Committee of the Branch, to the National Office within thirty (30) days after the respective meeting.

By-law 20 BRANCH FINANCES AND REPORTING

- 20.1 The Branch will present annual budgets covering the proposed activities of the Branch, Groups and Sections to the Board for approval based on the budgeting mechanism agreed by the Board.

- 20.2 The administration of Branch, Groups and Sections financial transactions are the responsibility of the Honorary Branch Treasurer and are subject to any conditions specified by the Board through the financial procedures. The transactions shall be approved by two (2) authorised signatories of the Branch Committee who are not financial involved in the transaction.
- 20.3 A report of the financial transactions of each Branch Committee and of the activities of each Branch shall be forwarded to the Board on or before a date in each year as determined by the Board.

By-law 21 SUBJECT GROUPS AND SECTIONS OF BRANCHES

- 21.1 A Branch Committee, with the approval of the Board, may form or dissolve special interest groups in selected technical, scientific and professional matters related to chemistry.
- 21.2 A Branch Committee may, with the approval of the Board, form or dissolve a Section in a clearly defined geographical area for Members of the RACI resident in that area.
- 21.3 On and from the dissolution of a Group or Section, the management or control of that Group or Section shall be administered by the Branch Committee by which it was established.
- 21.4 The Honorary Secretary of a Group or Section must maintain a list of names of RACI Members attending Group or Section meetings with the signature of the Member alongside their name. This list must be passed on to the Branch Honorary Secretary and will represent the constituents of the group or section.
- 21.5 A Committee elected annually at a Group or Section Annual General Meeting by the Members of that Group or Section present at that meeting shall manage that Group or section.
- 21.6 The executive positions on the Group and Section Committees shall comprise the office of Chair, Honorary Secretary and Honorary Treasurer and other positions approved by the Branch Committee, provided that:
- 21.6.1 the executive positions for a Group or section and at least fifty (50)% of the ordinary Members of a Group Committee shall be chosen from the Full Members of the Group
 - 21.6.2 where the Group or Section Committees are to have responsibility for financial transactions, the Member of the Committee to whom this responsibility is assigned shall be a Full Member of the RACI.
 - 21.6.3 In exceptional circumstances non-members can become active members of the group
- 21.7 A report of the activities of each Branch Group and Section shall be forwarded to the Branch Committee on or before a date in each year as determined by the Branch.

By-law 22 DIVISIONS

- 22.1 The Board may form or dissolve Divisions in selected technical, scientific and professional matters related to chemistry.
- 22.2 Upon the dissolution of a Division the management or control of that Division shall be administered by the Board.
- 22.3 Divisions shall be open to all Members of the RACI.
- 22.4 The eligible voters at Division meetings shall be those Full Members who are present

By-law 23 DIVISION ADMINISTRATION

- 23.1 The affairs of each Division of the RACI shall be administered by the Division Committee under the direction of the Board in conformity with the Constitution and these By-laws.
- 23.2 Each division should have a constitution based on the model divisional rules and approved by the Board. If no such approved constitution exists the model rules shall apply.

By-Law 24 MODEL RULES FOR NEW DIVISIONS

- 24.1 Each Division Committee shall consist of the following :
- the Division Chair,
 - the Division Chair Elect,
 - the Division past Chair
 - the Division Secretary,
 - the Division Treasurer,
 - a Postgraduate student representative
 - At least one ordinary Member
 - Additional committee Members, including state representatives, may be included in the Divisional committee if required
- All Committee Members representative must be Full Members
- 24.2 The standard period of committee membership is the time between General meetings. No person shall be a Divisional Committee Member for a continuous period longer than four (4) years in one office and eight (8) years in total after which they shall not be eligible for election until the lapse of a period of one (1) year from the time they ceased to hold office.
- 24.3 All Members of a Divisional Committee shall hold office until the conclusion of the ordinary business of the next Divisional General Meeting of the Division to be held. At this meeting
- the New Chair will be the outgoing Chair Elect
 - the Past Chair will be the outgoing Chair
 - a new Chair Elect will be elected
 - replacements for any committee Members who are retiring must be approved.
 - Elections must be held in cases where there are two nominations for a single position. This also applies to the situation where the current incumbent has indicated they would be willing to continue.
- 24.4 Division committee Members with the exception of the Chair and past chair shall be elected by the Full Members of the Division at the Divisional General Meeting.
- 24.5 Those committee Members intending to retire should notify the Division Secretary at least 30 days prior to the Divisional General Meeting.
- 24.6 The Divisional Secretary shall notify Members of the vacancies to be filled at the next Divisional General Meeting and call for nominations.
- 24.7 The electorate for a Division Committee shall comprise all those RACI Full Members who have selected that Division as their area of interest on the Membership database and are financial.

- 24.8 Each candidate for election to the Divisional Committee Member shall be nominated by two Full Members of the Division. Each nomination paper shall be countersigned by the candidate, and shall be in the hands of the Division Secretary prior to the Divisional General Meeting elections being held.
- 24.9 The nominations for each position shall be read out at the Divisional General Meeting and voting to be made by show of hands, paper or electronic ballot or individual statement of candidate of choice if a conference call type meeting.
- 24.10 A Divisional Committee may co-opt a Full Member of the Division to fill any vacancy caused by death, resignation, removal from office or illness in the Division Committee officers.
- 24.11 A Divisional committee Member may be removed from office at a special meeting of Members of that Division convened for that purpose by notice given electronically to all the Division constituents fourteen (14) days prior to the meeting, by eight (8) Full Members of the Division. The resolution must be supported by two-thirds (2/3) of the Members present at that meeting. Ten (10) members of a Division shall constitute a quorum.

By-law 25 POWERS OF DIVISION COMMITTEES

- 25.1 A Division Committee when authorised by the Board may:
 - 25.1.1 accept a gift or bequest on behalf of the RACI;
 - 25.1.2 arrange and conduct conferences, seminars and events related to the subject matter expertise of the Division after obtaining approval by the Board.
For major conferences held by the Division one either of the Divisional Chair, the Chair Elect or Divisional Treasure must be part of the conference organising committee. The organising committee is accountable to the Divisional committee and the Divisional committee is accountable to the Board for the outcome of the event
 - 25.1.3 appoint subject matter expert representatives on local committees of a public or scientific nature, but no such representative shall bind the RACI or the Division to any recommendation or other action, except with authorisation from the Board.

By-law 26 DIVISION COMMITTEE MEETINGS

- 26.1 A Division Committee meeting shall meet at least once every year, outside the Divisional General Meeting, either physically or by teleconference or video conference, at a time and place as it shall determine.
- 26.2 The Division Chair shall be Chair of every meeting of a Division. If the Chair is absent or, being present, declines to act as Chair, the Division Chair Elect shall act. In the absence of both the Division Chair and Chair Elect, a Member of the Division Committee, who must be a Full Member, shall be elected Chair of the meeting.
- 26.3 A meeting of a Division Committee may be called at any time by order of the Division Chair.
- 26.4 On the requisition of three (3) or more Members of a Division Committee, a special meeting of the Division Committee shall be held, not less than fourteen (14) and not more than twenty-eight (28) days, after the receipt of the requisition of the Members by the Division Secretary.
- 26.5 For the transaction of its business, 3 Members of a Division Committee shall constitute a quorum. Resolutions of a Division Committee shall be passed, or amended, only by the concurring vote of a majority present at any meeting

By-law 27 DIVISION GENERAL MEETINGS

- 27.1 A Divisional General Meeting of a Division, shall be held between a minimum of twelve (12) months and maximum of eighteen (18) months. This meeting should be held physically at a

divisional technical meeting or, if none planned, it may be convened electronically. Members must be given fourteen (14) days notice of the meeting.

At the meeting:-

- Elections for vacant committee places will be held
- The financial results of the Division will be reviewed
- The activities of the Division will be reviewed
- Any other Divisional business addressed

27.5 A Division Committee, whenever it thinks fit or on requisition by five (5) Members of the Division or on instructions from the Board, shall convene a Special Division General Meeting to discuss special resolutions. Resolutions of meetings shall be transmitted to the Board. Members must be given fourteen (14) days notice of the meeting.

27.3 Ten (10) Members of a Division shall constitute a Quorum for Divisional general Meeting

27.4 Minutes of the meeting shall be recorded and published on the RACI website

By-law 28 DIVISION FINANCES AND REPORTING

28.1 The Division will present annual budgets covering the proposed activities to the Board for approval based on the budgeting mechanism agreed by the Board.

28.2 The administration of Division financial transactions are the responsibility of the Division Treasurer and are subject to any conditions specified by the Board through the financial procedures. The transactions shall be approved by 2 [two] of the office bearers of the Division Committee who are not financial involved in the transaction.

28.3 The Board may entrust the collection of moneys due to the RACI or the Division of the RACI under such terms and conditions as it sees fit.

28.4 A year-end report, for the financial year period July 1st to June 30th, covering the financial performance and general activities of the Division shall be forwarded to the Board on or before a date in each year as determined by the Board.

By-law 29 PRIVILEGED COMMUNICATIONS

All communications, correspondence, reports, and other papers and documents relative to the admission or advancement of members (including the reports of examining committees), or to the suspension or forfeiture of membership of any member, or to other proceedings under the Constitution and these By-laws shall be privileged and confidential, and shall not be passed out of the custody of the officer of the RACI responsible for their custody, nor shall any of the contents be disclosed outside the Board, Assembly, Branch Committee, Division Committee or other committee, working group, project team or body authorised by the Board to receive such information.

By-law 30 IRREGULARITIES

30.1 All acts done by any meeting of the Board, or by a Board committee, or by any person acting as a member of the Board or a committee, and under the authority of the Board, shall it be discovered that there was some defect in the election or appointment of the Board, committee or person

acting as mentioned, the acts shall be as valid as if the Board, committee or person had been duly elected or appointed.

- 30.2 The same provisions as apply to the Board and its committees with regard to irregularities shall apply to Branch and Division Committees and to any sub-committee established by a Branch or Division Committee.

By-law 31 CODE OF ETHICS [CONDUCT]

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

1. Inclusivity

A member must

- 1.1 never act in a way that could be interpreted as discriminatory or make statements that could be construed to be discriminatory.
Discrimination is defined as any distinction, exclusion or preference made on the basis of race, colour, gender, sexual orientation, disability, religion, political opinion, national extraction or social origin that has the effect of nullifying or impairing equality of opportunity or treatment.
- 1.2 treat all colleagues, associates and stakeholders with respect and dignity
- 1.3 act with fairness and impartiality in all activities
- 1.4 demonstrate high professional and ethical standards
- 1.5 respect the rights of others
- 1.6 never make statements or behave in ways which are abusive or intimidatory in nature

2. Integrity

A member must

- 2.1 be honest and objective in their field of work and must not wilfully mislead others
- 2.2 ensure their work is objective, lawful, and validated by any decisions or recommendations being taken in a fair and impartial manner
- 2.3 maintain and enhance the integrity and reputation of the profession
- 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.
- 2.5 not use any unfair, improper or questionable method of securing professional work or advancement
- 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
- 2.7 not knowingly allow their name to be associated with a misleading advertisement or statement
- 2.8 declare any conflicts of interest that arise through the professional activities and only proceed once these have been resolved
- 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
- 2.10 not act in such a manner that, in the opinion of the Board, brings or could bring the RACI into disrepute

3. *Competency*

A member must

- 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
- 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.
- 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
- 3.4 fulfil any contractual responsibilities to the best of their ability

4. *Leadership*

A member must

- 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
- 4.2 conduct themselves in a professional manner at all times and act as a positive role model
- 4.3 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

5. *Breaches*

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

