



Notice of Special Resolution

At the Annual State Conference of The Greens Victoria Incorporated it is intended that the resolution set out below will be proposed as a special resolution. The Annual State Conference will be held at 9.45 am on 2 October 2021 using the Zoom video conferencing platform.* A link to the Zoom meeting can be obtained at: https://victoria.greens.org.au/agv_fo_20211002.

Resolution:

That:

1. the name of the incorporated association be changed to 'The Australian Greens Victoria Incorporated'; and
2. the rules of the incorporated association (presently described as a 'Constitution') be altered by entirely replacing them with the rules (also described as a 'Constitution') appended to this notice.

Andrew Conley
Drafting Panel
8 September 2021

Notes:

Members may obtain information about the proposed special resolution at the following website, which will be updated by 14 September: <https://sites.google.com/view/new-agv-constitution>.

Members are invited to attend one of the following Question and Answer sessions:

Date	Time	Link
Sunday 19 September	2 pm	https://victoria.greens.org.au/agv_fo_20210919
Tuesday 21 September	7.30 pm	https://victoria.greens.org.au/agv_fo_20210921
Wednesday 22 September	7.30 pm	https://victoria.greens.org.au/agv_fo_20210922
Thursday 23 September	7.30 pm	https://victoria.greens.org.au/agv_fo_20210923
Sunday 26 September	2 pm	https://victoria.greens.org.au/agv_fo_20210926
Tuesday 28 September	7.30 pm	https://victoria.greens.org.au/agv_fo_20210928
Wednesday 29 September	7.30 pm	https://victoria.greens.org.au/agv_fo_20210929
Thursday 30 September	7.30 pm	https://victoria.greens.org.au/agv_fo_20210930

* For the purposes of section 64(3)(a) of the *Associations Incorporation Reform Act 2012*, the 'place' of the meeting is 1/45 William Street, Melbourne. Due to the various directions made under the *Public Health and Wellbeing Act 2008* because of COVID, members are not permitted to attend the meeting in person but may attend using the Zoom video conferencing platform as permitted by section 62 of the Act.

Constitution of *THE AUSTRALIAN GREENS VICTORIA INC.*

ACKNOWLEDGEMENT OF COUNTRY

The Australian Greens Victoria:

Acknowledges First Nations peoples as the custodians of Country.

Pays respects to their Elders past and present.

Acknowledges their connections to land, sea, sky, culture, community, tradition and song.

Acknowledges that this land is stolen land and sovereignty over Country was never ceded.

Commits to actively working alongside First Nations people for Treaty and justice.

PART 1: FUNDAMENTAL MATTERS

1 Purposes

The purposes of the Party are:

- (a) to further a vision of the world characterised by peace, social justice, grassroots participatory democracy and ecological sustainability;
- (b) to make policies that are consistent with the Charter;
- (c) to win support for its policies;
- (d) to see its policies implemented;
- (e) to have its members elected to public office;
- (f) to be a member body of the Australian Greens; and
- (g) to cooperate with like-minded people and organisations.

2 Policies and party strategy

- (1) Each state policy and the party strategy may only be made, amended or repealed by the membership, through participatory and deliberative processes, with the advice of experts and of members who hold public office.
- (2) A proposal to make, amend or repeal a state policy or the party strategy that is put to a vote is passed if at least 75% of the members in attendance who vote on the proposal vote in favour and State Council ratifies it.
- (3) If State Council does not ratify such a proposal at its next meeting, it must reopen the process that led to it.
- (4) State Council may make, amend or repeal a state policy or the party strategy in urgent circumstances.
- (5) The policies of the Party are:
 - (a) the policies made by the Australian Greens (*national policies*);
 - (b) the policies made by the Party except local policies (*state policies*); and
 - (c) the policies made by branches (*local policies*).
- (6) State policies must be consistent with national policies.
- (7) Local policies must be consistent with state and national policies.
- (8) Each local policy must apply only within the branch area of the branch that makes it.

3 Public office

- (1) A member may only be a candidate for public office, or hold public office, with the endorsement or permission of the Party.
- (2) The Party may only give such endorsement or permission to a member.
- (3) The preselection of a candidate for public office in an electorate must, unless circumstances justify otherwise, be done by a ballot of the members living in:
 - (a) for an electorate other than a local government ward—that electorate; and
 - (b) for a local government ward—the whole local government area.
- (4) The eligibility requirements to vote in a preselection are in Schedule 7.
- (5) Each member who holds public office must advocate and vote for the implementation of the policies of the Party, except that, if they have a conscientious objection to a policy, they may vote in accordance with their conscience.
- (6) Where there are two or more members who hold public office in a particular council or parliament, they must make every effort to reach consensus on each substantive matter before them.
- (7) Each member who holds public office must, to a reasonable extent, engage with:
 - (a) each branch whose branch area overlaps with their electorate; and
 - (b) any party body that seeks their engagement.

4 Decision-making

- (1) Each decision of the Party must be made in pursuit of the purposes of the Party.
- (2) Each party meeting must be conducted in accordance with the following principles:
 - (a) participants should come with a commitment to reaching consensus and in a spirit of collaboration and collective responsibility;
 - (b) meaningful participation should be fostered by all participants;
 - (c) the expression of diverse views should be encouraged;
 - (d) enough time should be devoted to allow sufficient deliberation; and
 - (e) a properly made decision should be accepted by all.
- (3) Each decision to delegate power must be made by balancing the following principles:
 - (a) the meaningful participation of members is valuable for its own sake;
 - (b) a decision with local effects should be made at the local level;
 - (c) decisions should be high-quality, strategic and effective; and
 - (d) decisions should be made efficiently.
- (4) A substantive proposal may only be put to a vote if every effort has been made to reach consensus and the decision should not be deferred.

5 Openness

- (1) Each member is entitled to attend the meetings of each party body, except where:
 - (a) the decision that establishes the party body provides otherwise;
 - (b) the party body limits that entitlement by a procedural proposal; or
 - (c) in exceptional circumstances, State Council temporarily limits the entitlement of a particular member.
- (2) Party meetings and events must be made as accessible to members as reasonably practicable, including by providing, where appropriate, a range of times and locations and an option to attend virtually.

- (3) Each member is entitled, to a reasonable extent, to communicate with the whole membership about party matters through party communications and publications.
- (4) At least twice each year, State Council must convene a members' forum, to which each member is invited, at which:
 - (a) it reports on its work and the affairs of the Party;
 - (b) it seeks members' views about important matters, including party governance, the party budget, election campaign strategy, and the Australian Greens;
 - (c) it answers members' questions; and
 - (d) issues raised by members are discussed.

6 Affirmative action

- (1) The Party must:
 - (a) implement affirmative action to achieve equity for underrepresented groups; and
 - (b) take special measures to increase representation for underrepresented groups across the overall membership of the following groups: State Councillors, members of senior party bodies, candidates for public office and members who hold public office.
- (2) A special measure must not be inconsistent with Schedules 6 and 7.

PART 2: BRANCHES

7 Constitution

- (1) State Council may create or dissolve a branch.
- (2) Each branch corresponds with a branch area.
- (3) State Council may, with the agreement of any affected branches, define a branch area.
- (4) A branch area must:
 - (a) be defined only by geographical boundaries;
 - (b) not overlap with another branch area; and
 - (c) correspond to one or more local government areas, except where exceptional circumstances justify otherwise.

8 Branch membership

- (1) Each member is a member of one branch.
- (2) State Council must make the procedure by which a member:
 - (a) upon being admitted as a member, is made a member of a branch; and
 - (b) may be transferred to another branch.
- (3) Each member must be a member of the branch in whose branch area they live or an adjacent branch, unless circumstances justify otherwise.

9 Responsibilities and powers

- (1) Each branch is responsible for:
 - (a) providing a forum for its members to discuss politics and party matters;
 - (b) engaging the community that lives within its branch area; and
 - (c) cooperating with other branches and party bodies.

- (2) Each branch has:
 - (a) the powers necessary to carry out its responsibilities;
 - (b) the power to make local policies; and
 - (c) any powers delegated to it.
- (3) State Council may temporarily limit the power of a branch to make a public statement.
- (4) A decision of State Council or the Constitutional Votes Committee overrides a decision of a branch to the extent of any inconsistency.

10 Delegation

- (1) A branch may delegate its power, including this power to delegate, subject to any condition or limitation.
- (2) A branch must not delegate its power to:
 - (a) submit a reconsideration or substantive proposal, or a question, to State Council; or
 - (b) join in submitting a joint branch proposal to State Council.
- (3) State Council may limit a branch's power to delegate.

11 Procedure

The branch meeting procedure is in Schedule 1.

12 Branch question to State Council

- (1) A branch may submit a question about a party matter to State Council.
- (2) Within 60 days of a question being submitted, State Council must answer it in writing.

13 Branch proposal to State Council

- (1) A branch may submit to State Council:
 - (a) a reconsideration proposal; or
 - (b) a substantive proposal.
- (2) A reconsideration proposal must be submitted to State Council no later than 60 days after the resolution to which it relates was made.
- (3) Within 60 days of a proposal being submitted, State Council must:
 - (a) decide whether to pass the proposal; and
 - (b) if the proposal is not passed—explain in writing why it did not pass.

14 Joint branch proposal to State Council

A joint branch proposal to State Council may be submitted in accordance with Schedule 2.

15 Members' direct decision-making

- (1) The members' direct decision-making procedure is in Schedule 3.
- (2) A members' meeting substantive proposal or members' plebiscite proposal passed in accordance with Schedule 3 takes effect as a decision of State Council (*members' resolution*).
- (3) For one year after a members' resolution is made, it must not be contradicted or undermined, except where State Council decides that:
 - (a) it is illegal, or has involved or will involve the Party in illegality;
 - (b) it will cause the Party to become insolvent or has created or will create a substantial risk that the Party will become insolvent; or
 - (c) exceptional circumstances justify otherwise.

16 Suspension

- (1) In exceptional circumstances, State Council may suspend a branch for up to 60 days.
- (2) A branch that is suspended may only convene a branch meeting in order to hold an election deliberation session or participate in a members' plebiscite.

PART 3: STATE COUNCIL

17 Constitution

State Council is made up of 15 State Councillors.

18 Responsibilities and powers

- (1) State Council is responsible for the management of the Party.
- (2) State Council may exercise all of the powers of the Party except those of the Constitutional Votes Committee.
- (3) In carrying out its responsibilities, State Council must:
 - (a) ensure that the Party has a party strategy;
 - (b) establish party offices and party bodies to assist it to implement the strategy;
 - (c) oversee the implementation of the strategy; and
 - (d) report regularly to each member about its work and the affairs of the Party.
- (4) If a member of the Constitutional Votes Committee is no longer eligible to be appointed to that office, State Council must declare that they are removed from office.
- (5) A decision of the Constitutional Votes Committee overrides a decision of State Council to the extent of any inconsistency.
- (6) Each State Councillor must:
 - (a) become familiar with the Act, this Constitution, the party handbook and the party archive;
 - (b) conscientiously participate in the work of State Council; and
 - (c) give priority to their responsibilities as a State Councillor over any other party responsibilities.

19 Delegation

- (1) State Council may delegate its power, including this power to delegate, subject to any condition or limitation.
- (2) State Council must not delegate the powers listed in Schedule 4.
- (3) If State Council considers that the decisions of a party body it has established should be subject to reconsideration proposals, it must give it the status of senior party body.

20 Procedure

The State Council meeting procedure is in Schedule 5.

21 Election

- (1) State Councillors are elected under the procedure in Schedule 6.
- (2) The eligibility requirements to vote in a State Council election are in Schedule 7.
- (3) The eligibility requirements for election as a State Councillor are in Schedule 7.

22 Vacation of office

- (1) A State Councillor ceases to hold office if:
 - (a) they resign by giving written notice to State Council;
 - (b) the date specified in a notice under subclause (2) has arrived;
 - (c) they are removed from office under subclause (4);
 - (d) they are removed from office under clause 25(5); or
 - (e) they are removed from office by special resolution.
- (2) A State Councillor may resign with effect on a specified date by giving written notice to State Council.
- (3) Such notice must not be withdrawn.
- (4) State Council may provide, in relation to subsequent State Council meetings only, that State Councillors are removed from office if they fail to attend a specified number of State Council meetings within a specified period.
- (5) A State Councillor is not regarded as failing to attend a State Council meeting if:
 - (a) State Council has given them leave not to attend; or
 - (b) they have appointed a proxy to attend on their behalf.

PART 4: CONSTITUTIONAL VOTES COMMITTEE

23 Definition

In this Part:

- (a) *Committee* means the Constitutional Votes Committee; and
- (b) *constitutional vote period* means the period:
 - (i) in the case of a State Council election—beginning at the opening of the nomination period and ending 30 days after the results are declared; and
 - (ii) in the case of a members' plebiscite—beginning when the resolution to initiate the plebiscite is made and ending 30 days after the results are declared or when the plebiscite is terminated.

24 Constitution

The Committee is made up of three members.

25 Responsibilities and powers

- (1) The Committee is responsible for impartially conducting each:
 - (a) State Council election; and
 - (b) members' plebiscite.
- (2) The Committee has the powers necessary to carry out its responsibilities.
- (3) The Committee may:
 - (a) assist branches to understand how to make a joint branch proposal;
 - (b) make information and statistics about State Council elections and members' plebiscites available to members;
 - (c) request the assistance of any person or party body; and
 - (d) permit a member who is incapable of attending party meetings generally to vote in a State Council election even though they have not attended an election deliberation session.

- (4) If, during the associated constitutional vote period, the Committee decides that a State Council election or members' plebiscite has been or was unacceptably compromised, it must take remedial action, including by:
 - (a) winding it back to any point;
 - (b) terminating it;
 - (c) conducting a recount; and
 - (d) amending or declaring void its results.
- (5) If a State Councillor is no longer eligible to be elected to that office, the Committee must declare that they are removed from office.
- (6) The Committee, and each member of the Committee in that capacity, must not:
 - (a) take direction from any person or party body; nor
 - (b) be offered, accept, or have imposed upon it or them, further duties.
- (7) Each member of the Committee must give priority to their responsibilities as a member of the Committee over any other party responsibilities.

26 Delegation

- (1) The Committee may delegate its power, except this power to delegate, subject to any condition or limitation, to a member of the Committee.
- (2) The Committee must not delegate its power to:
 - (a) declare a State Councillor removed from office; or
 - (b) make election rules.

27 Procedure

The Committee must make its own procedure.

28 Appointment

- (1) State Council may, outside of a constitutional vote period, appoint a member to replace a member of the Committee.
- (2) State Council must appoint a member to fill a vacancy on the Committee as soon as possible.
- (3) Subclause (4) applies if:
 - (a) there are no members of the Committee; and
 - (b) either:
 - (i) that has been the case for 30 days; or
 - (ii) more than 10 offices of State Councillor are vacant.
- (4) If this subclause applies, the most senior party employee must:
 - (a) within 30 days, make every effort to appoint to the Committee a member who has previously been a member of the Committee; and
 - (b) failing that—appoint themselves to the Committee for a period of 90 days.
- (5) The eligibility requirements for appointment as a member of the Committee are in Schedule 7.

29 Vacation of office

A member of the Committee ceases to hold office if:

- (a) they resign by giving written notice to State Council;
- (b) they are replaced under clause 28(1); or
- (c) they are removed from office under clause 18(4).

PART 5: MEMBERSHIP

30 Becoming a member

- (1) The eligibility requirements for admission to membership are in Schedule 7.
- (2) State Council must make the procedure for:
 - (a) applying for membership; and
 - (b) admitting an applicant as a member.

31 Ending membership

A person ceases to be a member if:

- (a) they resign by giving written notice to State Council;
- (b) they fail to pay their membership fee by the end of the second month after it was due; or
- (c) they are expelled.

32 Membership fees

- (1) State Council must decide the amount of, and may decide any other matter about, the membership fee to be paid annually by each member.
- (2) No membership fee may be set at or reduced to less than one dollar.
- (3) A member must not pay, or cause to be paid, the membership fee of more than one other person in any calendar year.
- (4) State Council may declare void the membership of any person whose membership fee was paid in breach of subclause (3).

33 Grievance procedure

State Council must make the procedure for dealing with any dispute under this Constitution between a member and another member or the Party (*grievance procedure*).

34 Disciplinary action

- (1) In this Constitution, *disciplinary action* means:
 - (a) a member is suspended for a specified period; or
 - (b) a member is expelled.
- (2) State Council must make the procedure under which disciplinary action may be taken (*disciplinary procedure*).
- (3) A member found to have simultaneously been a member of a political party that is not a Greens party must be expelled.
- (4) Only State Council may take disciplinary action against a State Councillor or member who holds public office.

PART 6: DOCUMENTATION

35 Minutes of meetings

- (1) The following party bodies must keep minutes of their meetings:
 - (a) State Council, senior party bodies and branches;
 - (b) those that may approve the expenditure of money; and
 - (c) others as decided by State Council.
- (2) Those party bodies, other than State Council, must give their minutes to State Council.

- (3) The minutes of State Council and senior party bodies must:
 - (a) for each substantive proposal passed by consensus—record which members of the party body were in attendance when the proposal was passed;
 - (b) for each substantive proposal put to a vote—record how each member voted and who, if anyone, abstained from voting;
 - (c) enable a member to understand why each substantive resolution was made; and
 - (d) be made within 10 days of the meeting.
- (4) The minutes of State Council must include new:
 - (a) questions received and answers given under clause 12;
 - (b) proposals received and explanations given under clause 13 and Schedule 2, item 3.

36 Availability of minutes

- (1) State Council must make the minutes of each of its meetings and the meetings of senior party bodies available to members.
- (2) Such minutes may be redacted.
- (3) A redaction, including its expiry note, may be made, amended or removed by:
 - (a) for all minutes—State Council; and
 - (b) for the minutes of a senior party body—the senior party body.
- (4) Each redaction must be accompanied by a note (*expiry note*) that specifies the party body that made or amended the redaction, and that the redaction:
 - (a) expires on a certain date;
 - (b) expires on the occurrence of a certain event; or
 - (c) does not expire.

37 Handbook

- (1) State Council must keep a handbook (*party handbook*) that clearly sets out the information necessary for a member to understand the internal organisation and operation of the Party, including a list of party offices and the members who hold them, and the members of each party body.
- (2) State Council must make the party handbook available to members.
- (3) If a member gives written notice to State Council that their name must not appear in the party handbook in the list of the members of a party body other than State Council, the party handbook must be amended accordingly.

38 Archive

- (1) State Council must keep an archive (*party archive*) of important party information and documentation.
- (2) State Council may make the party archive available to a member subject to any condition or limitation.

PART 7: OTHER MATTERS

39 General meetings

- (1) State Council:
 - (a) may convene a general meeting;
 - (b) must convene a general meeting within 50 days if:
 - (i) three branches, by resolutions made within 30 days, call for one; and
 - (ii) notice has not already been given of a general meeting to be convened in the next 50 days; and
 - (c) must convene an annual general meeting in accordance with the Act.
- (2) State Council must decide the way that notice of general meetings and proposed special resolutions must be given.
- (3) State Council must give each member at least 28 days' written notice of a general meeting.
- (4) Notice of a proposed special resolution must be given in accordance with the Act.
- (5) At least 21 days before an annual general meeting, State Council must give each member:
 - (a) the audited financial statements and the report of the audit of those statements;
 - (b) an annual report on:
 - (i) its work and the affairs of the Party;
 - (ii) the diversity of the Party generally, and of State Councillors, members of senior party bodies, candidates for public office and members who hold public office; and
 - (iii) the implementation and effect of any special measures the Party has taken; and
 - (c) written notice of any proposed special resolution it has received from a member.
- (6) State Council must make the procedure for general meetings.
- (7) The quorum for a general meeting is 50.
- (8) Each member is entitled to attend, and speak and vote at, each general meeting.
- (9) At an annual general meeting, State Council must report on its work and the affairs of the Party and answer members' questions.
- (10) The only resolutions that a general meeting may make are:
 - (a) special resolutions; and
 - (b) formal, procedural, ceremonial and like resolutions.
- (11) A proposed special resolution is passed if at least:
 - (a) 100 members vote; and
 - (b) 75% of the members voting at the meeting vote in favour.
- (12) Proxy voting at a general meeting is not allowed.
- (13) State Council must:
 - (a) keep minutes of each general meeting; and
 - (b) make those minutes, the documents listed in subclause (5), and any other written reports presented to the meeting available to members.

40 Miscellany

- (1) The name of the incorporated association is 'The Australian Greens Victoria Incorporated.'
- (2) This Constitution constitutes the rules of the Party.
- (3) The financial year of the Party is the year ending on 30 June.

- (4) When calculating a period of days under this Constitution, the period from 24 December to 9 January is excluded.
- (5) The Party does not have a common seal.
- (6) The rights, obligations and liabilities of members are those set out in this Constitution and in the Act.
- (7) State Council must:
 - (a) arrange for the safe custody of, and provide for members to have access to and obtain copies of, the records, securities and other documents of the Party;
 - (b) decide the sources of party funding, how such funds must be managed, how the Party issues cheques, and how any surplus party assets must be distributed upon the winding up or dissolution of the Party;
 - (c) decide which member or holder of a party office serves in each of the various offices required by the *Commonwealth Electoral Act 1918* (Cth) and *Electoral Act 2002*; and
 - (d) decide which member or holder of a party office serves as each of 'Convenor of a Member Body' and 'State Secretary' in respect of the Party for the purposes of the provisions of the National Constitution.
- (8) State Council:
 - (a) must appoint a person who is eligible under the Act and who is not a State Councillor to be the Secretary of the Association; and
 - (b) may replace the Secretary of the Association.
- (9) The Party must not execute a contract or other document pursuant to section 38(1) of the Act unless State Council decides that it may do so.
- (10) State Council's interpretation of this Constitution is binding on every member, holder of a party office and party body except the Constitutional Votes Committee and each member of the Committee in that capacity.
- (11) This Constitution may be altered in accordance with the Act.
- (12) The Charter must be appended to this Constitution when it is published.

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SCHEDULE 1: BRANCH MEETING PROCEDURE

1 Convening

A branch meeting may be convened:

- (a) in accordance with any procedure made under item 6;
- (b) in the absence or failure of any such procedure—in accordance with any procedure made by State Council; and
- (c) in exceptional circumstances—by State Council.

2 Notice

Branch members must be given adequate notice of each meeting.

3 Quorum

- (1) The quorum for a branch meeting is:
 - (a) for branches with 15 or more members—six branch members; and
 - (b) for other branches—four branch members.
- (2) There is no quorum for an election deliberation session or part of a meeting at which a members' plebiscite is being considered or voted on.

4 Proceedings

- (1) A branch meeting must comply with the requirements in clause 4.
- (2) A branch meeting must decide its own agenda.
- (3) The types of proposal that may be put to a branch meeting are:
 - (a) a procedural proposal; and
 - (b) a substantive proposal.
- (4) A proposal that is put to a vote is passed if it meets the following requirements:

Type	Requirements
Procedural proposal	A majority of branch members in attendance who vote on the proposal vote in favour
Substantive proposal	At least two thirds of the branch members in attendance who vote on the proposal vote in favour

5 Proxies

Proxy voting at branch meetings is not allowed.

6 Additional procedures

- (1) A branch may, by a substantive proposal, make additional meeting procedures that are consistent with these procedures.
- (2) State Council may revoke such procedures in exceptional circumstances.

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SCHEDULE 2: JOINT BRANCH PROPOSAL TO STATE COUNCIL

1 Submitting

- (1) A joint branch proposal may be submitted to State Council (*joint branch proposal*).
- (2) A joint branch proposal is made up of identical resolutions of three branches (*moving branches*) made within 60 days, in which at least 30 members participated, that set out:
 - (a) a proposal permitted by item 2(1); and
 - (b) an issue permitted by item 2(3) that the proposal seeks to address (*issue*).
- (3) Each moving branch must appoint one of its members to represent it in respect of the joint branch proposal (*branch delegate*) and may at any time replace them.

2 Permitted proposals and issues

- (1) A proposal is permitted if (*permitted proposal*):
 - (a) it is within the power of State Council; and
 - (b) it is not prohibited.
- (2) A proposal is prohibited if:
 - (a) it involves the exercise of a power that State Council must not delegate;
 - (b) it makes or resolves not to make a decision in respect of:
 - (i) disciplinary action or a dispute under the grievance procedure;
 - (ii) amending the disciplinary procedure or the grievance procedure;
 - (iii) employment by the Party; or
 - (iv) appointment to or removal from a party office or party body; or
 - (c) it relates to:
 - (i) the Party's interest in real property;
 - (ii) loans given or taken by the Party; or
 - (iii) legal proceedings or anticipated legal proceedings.
- (3) An issue is permitted if it is not the same or substantially similar to an issue that, in the last year, was considered by a members' meeting.

3 State Council decision

Within 30 days of a joint branch proposal being submitted, State Council must:

- (a) decide whether to pass the proposal; and
- (b) if the proposal is not passed—explain in writing why it did not pass.

4 Branch delegates' decision

If State Council decides not to pass a joint branch proposal, the three branch delegates may, within 30 days, by unanimous agreement, call for a members' meeting by written notice given to State Council.

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SCHEDULE 3: MEMBERS' DIRECT DECISION-MAKING

1 Definitions

In this Schedule:

- (a) *branch delegate* has the meaning given in Schedule 2;
- (b) *Committee* means the Constitutional Votes Committee;
- (c) *issue* has the meaning given in Schedule 2;
- (d) *joint branch proposal* has the meaning given in Schedule 2;
- (e) *meeting* means members' meeting;
- (f) *permitted proposal* has the meaning given in Schedule 2; and
- (g) *plebiscite* means members' plebiscite.

2 Members' meeting

- (1) The purpose of a meeting is to:
 - (a) consider the joint branch proposal and the issue; and
 - (b) reach consensus.
- (2) If a meeting is called for, State Council must convene one within 14 days.
- (3) State Council must give each member at least five days' written notice of a meeting.
- (4) The quorum for a meeting is 50 members.
- (5) If a quorum is not present within 30 minutes after the set start time of a meeting:
 - (a) the meeting is cancelled; and
 - (b) in the case of a meeting called for under Schedule 2, item 4—State Council must convene another one within 14 days.
- (6) No meeting may be convened later than six weeks after the first quorate meeting.
- (7) The types of proposal that may be put to a meeting are:
 - (a) a procedural proposal;
 - (b) a proposal to call for another meeting;
 - (c) a proposal to end the meeting and not call for another;
 - (d) a proposal to make a non-binding resolution;
 - (e) a proposal to initiate a plebiscite on a permitted proposal about the issue; and
 - (f) a permitted proposal about the issue (*members' meeting substantive proposal*).
- (8) A proposal under sub-item (7)(e) or (f) may only be passed by consensus if at least 67 members are in attendance.

- (9) A proposal that is put to a vote is passed if it meets the following requirements:

Type	Requirements
Procedural proposal	A majority of members in attendance who vote on the proposal vote in favour
Proposal to call for another meeting	
Proposal to end the meeting and not call for another	A least two thirds of the members in attendance who vote on the proposal vote in favour
Proposal to make a non-binding resolution	
Proposal to initiate a plebiscite	At least two thirds of the members in attendance who vote on the proposal, and at least 67 members, vote in favour
Members' meeting substantive proposal	At least 75% of the members in attendance who vote on the proposal, and at least 75 members, vote in favour

- (10) If a proposal under sub-item (7)(e) or (f) is passed:
- (a) the meeting is ended; and
 - (b) any other meeting called for is cancelled.
- (11) If State Council passes the joint branch proposal:
- (a) any meeting convened for the purpose of considering it is cancelled; and
 - (b) State Council must give each member written notice accordingly.
- (12) State Council must keep minutes of each meeting and make them available to members.

3 Members' plebiscite

- (1) If a plebiscite is initiated on a proposal different from the joint branch proposal, the three branch delegates may, within seven days, by unanimous agreement, decide that the joint branch proposal must also be included (*double plebiscite*).
- (2) In the case of a double plebiscite, the Committee must decide whether:
 - (a) the two proposals are independent of each other; or
 - (b) one proposal is an alternative (*alternative proposal*) to the other (*primary proposal*).
- (3) A plebiscite must be conducted in accordance with the following principles:
 - (a) freedom of debate and truthful communication;
 - (b) informed voting; and
 - (c) substantial compliance is sufficient compliance.
- (4) If a plebiscite is initiated, the Committee must:
 - (a) give each member a document that sets out:
 - (i) the issue and the proposal(s);
 - (ii) the financial implications (if any) of the proposal(s) being passed;
 - (iii) arguments provided by members in favour of the proposal(s);
 - (iv) arguments provided by members against the proposal(s); and
 - (v) State Council's position (if any) regarding the proposal(s); and
 - (b) make reasonable efforts to see that each branch arranges for the proposal(s) to be properly considered and voted on.
- (5) Arguments under sub-item (4)(a) must not be attributed to an author.

- (6) Within 60 days after each member is given the document in sub-item (4)(a):
 - (a) each branch must arrange for its members to consider and vote on the proposal(s) by show of hands and advise the Committee in writing of the results of the vote(s); and
 - (b) the Committee must convene at least five meetings for members to consider and vote on the proposal(s) by show of hands.
- (7) Each member may vote in a plebiscite only once.
- (8) The failure of a branch to arrange for its members to consider and vote on the proposal(s) does not, alone, invalidate a plebiscite.
- (9) A proposal is passed if the following criteria are satisfied:
 - (a) at least 60% of the votes are in favour;
 - (b) the votes in favour exceed the votes against by at least 3% of the whole membership;
 - (c) it is not the case that a majority of members at a majority of branch meetings in which votes were cast voted against the proposal; and
 - (d) where the proposal in question is the alternative proposal in a double plebiscite—the primary proposal was not passed.
- (10) The Committee must:
 - (a) declare whether each proposal (*members' plebiscite proposal*) was passed; and
 - (b) make the results of the vote(s), generally and broken down by branch and other meetings, available to members.
- (11) State Council must remove a proposal from a plebiscite if:
 - (a) it is not a permitted proposal about the issue;
 - (b) it would, if passed, be illegal or involve the Party in illegality; or
 - (c) it would, if passed, cause the Party to become insolvent or create a substantial risk that the Party will become insolvent.
- (12) The Committee may, after hearing from the branch delegates and State Council, terminate a plebiscite or remove a proposal from a plebiscite if it considers that it has been rendered redundant.

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SCHEDULE 4: POWERS STATE COUNCIL MUST NOT DELEGATE

Provision	Description
Clause 2(4)	Make, amend or repeal a state policy or the party strategy urgently
Clause 7(1)	Create or dissolve a branch
Clause 7(3)	Define a branch area
Clause 12(2)	Answer a branch question
Clause 13(3)	Deal with a branch proposal
Clause 15(3)	Contradict or undermine a members' resolution
Clause 16(1)	Suspend a branch
Clause 18(4)	Remove a member of the Constitutional Votes Committee from office
Clause 22(4)	Provide for removal of State Councillor from office for failure to attend
Clause 28(1) and (2)	Appoint a member of the Constitutional Votes Committee
Clause 34(4)	Take disciplinary action against certain types of member
Clause 40(8)	Appoint the Secretary of the Association
Schedule 2, item 3	Deal with a joint branch proposal
Schedule 3, item 3(11)	Remove a proposal from a members' plebiscite

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SCHEDULE 5: STATE COUNCIL MEETING PROCEDURE

1 Convening

A State Council meeting may be convened:

- (a) by any five State Councillors; or
- (b) in accordance with any procedure made under item 7.

2 Notice

State Council must give members as much notice of its meetings as it can.

3 Quorum

The quorum for a State Council meeting is a majority of current State Councillors, but not fewer than five.

4 Proceedings

- (1) A State Council meeting must decide its own agenda.
- (2) The types of proposal that may be put to a State Council meeting are:
 - (a) a procedural proposal;
 - (b) a reconsideration proposal; and
 - (c) a substantive proposal.
- (3) A proposal that is put to a vote is passed if it meets the following requirements:

Type	Requirements
Procedural proposal	A majority of State Councillors in attendance (except by proxy) who vote on the proposal vote in favour
Reconsideration proposal	A majority of current State Councillors vote in favour
Substantive proposal	At least two thirds of State Councillors in attendance who vote on the proposal, and a majority of current State Councillors, vote in favour

5 Proxies

- (1) A State Councillor may appoint another State Councillor as their proxy to attend, speak and vote on their behalf at State Council meetings.
- (2) The appointment of a proxy must be made, and may be terminated before or during its effective period, by written notice given to State Council.
- (3) Each State Councillor, in each financial year, may appoint:
 - (a) one proxy for a specified period of up to five weeks; or
 - (b) two proxies, who may be different State Councillors, for two specified, non-overlapping periods of up to five weeks in total.
- (4) A State Councillor may only be the proxy of one other State Councillor at a time.
- (5) A purported appointment of a proxy in breach of sub-item (3) or (4) is invalid.
- (6) A proxy must not be directed how to vote.

6 Attendance

- (1) Members who hold public office at each of the federal, state and local levels of government may appoint a member to attend and speak on their behalf at each State Council meeting.
- (2) The party body established for members who are First Nations people may appoint two of its members to attend and speak on its behalf at each State Council meeting.
- (3) State Council may, by a procedural proposal, require that members in attendance at a State Council meeting keep the contents of all or any part of that meeting confidential from other members.
- (4) State Council must not limit the entitlement of a State Councillor, or a member appointed under sub-item (1) or (2), to attend a State Council meeting.

7 Additional procedures

State Council may, by a substantive proposal, make additional meeting procedures that are consistent with these procedures.

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SCHEDULE 6: STATE COUNCIL ELECTIONS

1 Definitions

- (1) In this Schedule:
 - (a) *Committee* means the Constitutional Votes Committee;
 - (b) *election*, including in the term 'by-election', means State Council election; and
 - (c) *standard term* means a term:
 - (i) beginning on 1 July of the year of the scheduled election, or on the day the election is declared, whichever is later; and
 - (ii) ending on 30 June two years after the year of the scheduled election.
- (2) In this Constitution, *continuing State Councillor* means:
 - (a) in the case of a scheduled election—a current State Councillor whose term of office continues beyond 30 June of the year of the election; and
 - (b) in the case of a by-election—a current State Councillor.

2 Scheduled elections

- (1) An election must be held each year beginning with the call for nominations no earlier than 1 February and ending with the declaration of which candidates are elected no later than 31 May (*scheduled election*).
- (2) The offices open for election at a scheduled election are:
 - (a) in odd years—seven for a standard term;
 - (b) in even years—eight for a standard term; and
 - (c) any casual vacancies for a term that continues beyond 30 June of that year that:
 - (i) exist immediately before the opening of the nomination period; or
 - (ii) will arise on or before 1 July of that year.
- (3) If a scheduled election is terminated or its results are declared void, it must be held again as soon as possible.

3 By-elections

- (1) A by-election may be held if there are three or more casual vacancies that are not already open for election at a scheduled election.
- (2) The term of office of a State Councillor elected to fill a casual vacancy:
 - (a) begins when they are declared elected or when the vacancy arises, whichever is later; and
 - (b) ends when the term of office of the vacancy was due to end.

4 Conduct of elections

- (1) Each election must be conducted in accordance with the following principles:
 - (a) equal treatment of candidates;
 - (b) prevention of improper or unfair influence;
 - (c) encouragement of the maximum number of nominees;
 - (d) freedom of debate and truthful communication;
 - (e) informed voting; and
 - (f) substantial compliance is sufficient compliance.

- (2) The Committee must:
 - (a) allow a reasonable nomination period;
 - (b) notify each member in writing of the call for nominations;
 - (c) notify each member of the date that the roll of eligible voters will be closed;
 - (d) verify that nominees are eligible to be elected;
 - (e) reject the candidacy of nominees who are not eligible to be elected;
 - (f) declare the candidates;
 - (g) make available to members:
 - (i) candidate statements;
 - (ii) a statement that reminds members of the need for diversity and sets out the diversity of the continuing State Councillors, so far as it can be ascertained; and
 - (iii) a statement that sets out any disciplinary action taken, and convictions recorded, against each candidate in the last 10 years;
 - (h) run Meet the Candidates events;
 - (i) run a ballot;
 - (j) only allow eligible voters to vote;
 - (k) provide a means for members to raise concerns about the election;
 - (l) where one or more casual vacancies are open for election, employ a system under which the votes are first counted to determine who is elected, and are then successively recounted to determine which of the elected candidates are elected to which offices, from the longest term to the shortest;
 - (m) employ a system under which candidates are eliminated from the count and their preferences distributed if, but for their elimination, they would have been elected and that would have resulted in more than three State Councillors being members of the same branch;
 - (n) declare which candidates are elected to which offices; and
 - (o) make the results of the ballot available to members.
- (3) The resources of the Party and those at the disposal of a member who holds public office must not be used to support one candidate against another.

5 Election rules

- (1) Before each election, the Committee must make, and make available to members, rules for that election (*election rules*) that provide for the practical implementation of the principles in item 4(1), the requirements in item 4(2) and the rule in item 4(3).
- (2) Before doing that, the Committee must:
 - (a) make a draft of the election rules available to members; and
 - (b) allow members a reasonable opportunity to comment on them.
- (3) The election rules may provide that:
 - (a) certain modes of campaigning are prohibited;
 - (b) candidates must be assisted by the Party to contact each member; and
 - (c) election deliberation sessions must be conducted in a certain way.

- (4) The Committee may:
 - (a) make rulings about whether the election rules have been breached;
 - (b) require a candidate who has breached the election rules to remedy that breach; and
 - (c) cancel the candidacy of a candidate who seriously breaches the election rules or a ruling of the Committee.

6 Election deliberation session

- (1) In this Constitution, *election deliberation session* means a discussion of:
 - (a) the issues facing the Party and how they should be addressed;
 - (b) the strengths and weaknesses of the current State Council; and
 - (c) the merits of the candidates in addressing those.
- (2) For each election, before the roll of eligible voters is closed:
 - (a) each branch must hold at least one election deliberation session; and
 - (b) the Committee must hold at least five election deliberation sessions.
- (3) Each candidate may only attend one deliberation session but must not participate in the discussion.
- (4) The failure of a branch to hold an election deliberation session does not, alone, invalidate an election.

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SCHEDULE 7: ELIGIBILITY REQUIREMENTS

1 Membership

A person is eligible to be admitted as a member if they:

- (a) are a person, not a corporation;
- (b) reside in Victoria;
- (c) support the purposes of the Party; and
- (d) are not a member of a political party that is not a Greens party.

2 Voting in a preselection

A member is eligible to vote in a preselection if they have been a member of the Party or another Greens party for the last year.

3 Voting in a State Council election

A member is eligible to vote in a State Council election if, when the roll of voters is closed:

- (a) they have been a member of the Party or another Greens party for the last year; and
- (b) in the case of a scheduled election in an odd year or a by-election—they have attended an election deliberation session.

4 State Councillor

(1) In this item, *specified person or body* means:

- (a) the Party;
- (b) another political party;
- (c) a member who holds public office; and
- (d) a member of another political party who holds public office.

(2) A member is eligible for election as a State Councillor if they:

- (a) have been a member for the past two years; and
- (b) live in Victoria.

(3) A member is not eligible for election as a State Councillor if they:

- (a) have held that office for two consecutive terms (of whatever length) and either they are still in office or they have not yet spent seven months out of office;
- (b) are a member of the same branch as three continuing State Councillors;
- (c) in the last year, have been a member of the Constitutional Votes Committee;
- (d) in the last year, have been a member who holds public office;
- (e) have been an employee or a member of the staff of a specified person or body and the period that has elapsed since they were last so employed is less than the cumulative total period for which they were so employed during the last two years;
- (f) are a represented person within the meaning of the *Guardianship and Administration Act 2019*; or

- (g) in the last five years, have been:
 - (i) suspended for a period of three months or more, or expelled, from the Party or another Greens party;
 - (ii) insolvent under administration, or the equivalent status under the law of another state or territory;
 - (iii) disqualified under Australian law from managing a corporation or co-operative; or
 - (iv) imprisoned for an offence involving dishonesty.

5 Constitutional Votes Committee

- (1) A member is eligible to be appointed to the Constitutional Votes Committee if they:
 - (a) are eligible for election to State Council, excluding the requirement in item 4(3)(c);
 - (b) in the last year, have not been a State Councillor; and
 - (c) are not a candidate, or a nominee to be a candidate, for election to State Council.
- (2) Sub-item (1) does not apply to an appointment under clause 28(4)(b).

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SCHEDULE 8: DEFINITIONS

In this Constitution:

Act means the *Associations Incorporation Reform Act 2012*;

Australian Greens means the Australian Greens (The Greens) Incorporated, incorporated under the *Associations Incorporation Act 1991* (ACT) with association number A02626;

ballot means a secret ballot that uses a single transferable vote quota-preferential voting system, allows the option of not allocating further preferences, uses Robson Rotation, and provides an option of voting to 'Seek Further Candidates';

casual vacancy includes a vacancy caused by an office not being filled at an election;

Charter means The Charter of The Greens which is appended to the National Constitution;

consensus means the circumstance in which no member of the party body who is in attendance objects to the proposal being passed, having been given the opportunity to do so;

continuing State Councillor has the meaning given by Schedule 6, item 1(2);

disciplinary action has the meaning given by clause 34(1);

disciplinary procedure has the meaning given by clause 34(2);

election deliberation session has the meaning given by Schedule 6, item 6(1);

Greens party means one of the member bodies of the Australian Greens;

grievance procedure has the meaning given by clause 33;

insolvent under administration has the meaning given in the *Interpretation of Legislation Act 1984*;

local government area has the meaning given to the term *municipal district* in the *Local Government Act 2020*;

member body of the Australian Greens has the meaning given to the term *member body* in the National Constitution;

member who holds public office includes a member elected or appointed to a public office where the term of that office is yet to begin;

members' meeting substantive proposal has the meaning given by Schedule 3, item 2(7)(f);

members' plebiscite proposal has the meaning given by Schedule 3, item 3(10)(a);

National Constitution means the Constitution of the Australian Greens;

Party means the incorporated association referred to in clause 40(1);

party body means State Council, the Constitutional Votes Committee, a branch, and any body established by exercise of the power of State Council or a branch;

party office means State Councillor, member of the Constitutional Votes Committee, Secretary of the Association, and any named office established by exercise of the power of State Council or a branch;

party strategy means a general statement of the long-term aims and objectives of the Party and how they should be achieved;

policy means a statement of principle and intent about what government should do;

political party means a political party registered under Commonwealth, state or territory law;

public office means an elected office in a council or parliament;

procedural proposal means a proposal about the proceedings of the meeting at which it is put;

reconsideration proposal means a proposal that a resolution of State Council or a senior party body be rescinded;

resolution means a proposal that was passed;

Secretary of the Association has the meaning given in the Act;

senior party body means a party body given that status under clause 19(3);

scheduled election has the meaning given by Schedule 6, item 2(1);

special measure has the meaning given in the *Equal Opportunity Act 2010*;

special resolution means a special resolution of a general meeting passed in accordance with the Act and clause 39(11);

substantive proposal means any proposal that is not a procedural or reconsideration proposal.

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SCHEDULE 9: TRANSITIONAL PROVISIONS

1 Definitions

In this Schedule:

- (a) *New State Council* means State Council under this Constitution;
- (b) *Old Constitution* means the Constitution of the Party immediately before this Constitution comes into force;
- (c) *Old State Council* means State Council under the Old Constitution; and
- (d) *transition date* means 1 January 2023.

2 Transitional scheme

- (1) Subject to the rest of this Schedule:
 - (a) the provisions of the Old Constitution, except for each provision relating to the name of the Party, remain in force until the transition date;
 - (b) clause 40(1) and Schedules 7 (items 4 and 5 only), 8 and 9 of this Constitution come into force immediately;
 - (c) the following provisions of this Constitution come into force on 1 February 2022:
 - (i) clause 4;
 - (ii) clauses 35 and 36 as they apply to the New State Council;
 - (iii) Parts 3 (apart from clause 21(2)) and 4 ; and
 - (iv) Schedules 4, 5 and 6 (apart from item 2(2));
 - (d) clauses 35 and 36 come into force completely on the transition date; and
 - (e) the remaining provisions of this Constitution come into force on the transition date.
- (2) The term of office of each party office (other than of branch office bearers) under the Old Constitution that would otherwise have ended after 1 July 2022 ends on the transition date.
- (3) The term of office of each branch office bearer under the Old Constitution ends on the transition date.
- (4) The following clause is added to the provisions of the Old Constitution after clause 95.6 and remains in force until the transition date: '95.6A The Misconduct Panel may instead appoint two of its members to hold the office of Convenor, in which case all references to Convenor must be construed to mean either of the Co-Convenors who each individually have all of the powers and responsibilities of the Convenor.'
- (5) For the purposes of Schedule 7, item 4(3)(a), any office held under the Old Constitution does not count as holding office as a State Councillor under this Constitution.
- (6) This Schedule is repealed on the day after the transition date.

3 Election of New State Council

- (1) The first members of the Constitutional Votes Committee are:
 - (a) the State Returning Officer under the Old Constitution as at 1 February 2022, or both State Returning Officers if that position is shared; and
 - (b) other eligible members appointed so that the Committee has three members.
- (2) The Old State Council must make appointments under sub-item (1)(b) by 1 February 2022.
- (3) Any vacancy on the Constitutional Votes Committee must be filled:
 - (a) before the New State Council is elected—by the Old State Council; and
 - (b) after the New State Council is elected—under this Constitution.

- (4) The offices open for election at the scheduled election held in 2022 are:
 - (a) eight for a term beginning 1 July 2022 and ending 30 June 2024; and
 - (b) seven for a term beginning 1 July 2022 and ending 30 June 2023.
- (5) Each member is eligible to vote in the scheduled election held in 2022.
- (6) The Constitutional Votes Committee must employ a system under which the votes are first counted to determine who is elected, and are then recounted to determine which of the elected candidates are elected to the offices under sub-item (4)(a).
- (7) Any member elected as a State Councillor to the New State Council ceases to hold all party offices under the Old Constitution except Convenor of the Victorian Campaign Committee, State Treasurer and as a branch office bearer.
- (8) Vacancies caused by the operation of sub-item (7) may be filled by any procedure decided by the Old State Council.

4 Powers of New State Council during transition

- (1) Decisions made by the New State Council before the transition date take effect on the transition date.
- (2) By the transition date, the New State Council must establish party bodies and provide arrangements that functionally reproduce the party bodies and arrangements in the Old Constitution, and in bylaws made under the Old Constitution, in respect of the following matters: probity, preselection, election campaigning, urgent withdrawal of party endorsement of a candidate for public office, misconduct and tithing.

5 Powers of branches during transition

Between 1 July 2022 and the transition date, branches may make decisions under this Constitution that take effect on the transition date.

6 Matters that carry over

- (1) On the transition date, the following matters carry over:

Old Constitution	New Constitution
Party policy not made by a branch	State policy
Party policy made by a branch	Local policy
Branch	Branch
Branch boundaries	Branch area
Working group established by State Council	Working group established by State Council with the same terms of reference

- (2) On the transition date, with the force of a decision of the New State Council, each State Councillor on the New State Council becomes entitled to an annual honorarium of one fifteenth of the total of annual honoraria to which members were entitled under the Old Constitution immediately before the transition date.

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