

# **AUSTRALIAN REGIONAL TOURISM NETWORK**

## **RULES**

**ADOPTED:** 3 June 2005  
**Amended:** *March 2007*

# **AUSTRALIAN REGIONAL TOURISM NETWORK**

## **CHARTER**

The ARTN was established as an unincorporated organisation in 2001 following the collapse of the national industry peak body Tourism Council Australia (TCA).

Previously since the early 1990's TCA had auspiced a Regional Tourism Policy sub-committee which as part of its activities held an Annual Regional Tourism Conference (ARTC).

Another key initiative of the committee was supporting the establishment of the Centre for Regional Tourism Research (CRTR), now known as the Australian Regional Tourism Research Centre (ARTRC) at the Southern Cross University.

The effectiveness of the TCA Regional Committee as a forum and network for the advancement of regional tourism was such that the members of the Committee agreed to continue its work and established the Australian Regional Tourism Network (ARTN).

Since 2000 the ARTN has continued to meet annually and on its behalf the ARTRC agreed to assume management of the ARTC.

In 2004 the ARTN delegates considered options for its future structure and unanimously agreed that the ARTN should continue as an unincorporated association with a set of Rules to guide its operation.

The **Charter** of the ARTN is to act as a forum for the discussion and identification of issues, opportunities and best practice development of regional tourism. Its guiding philosophy is not to be a political advocate but to provide advice on regional tourism policy development and foster the sustainable development of regional tourism.

The primary modus operandi is to encourage networking and knowledge sharing to identify and promote best practice research, development, marketing and management of regional tourism.

The members of the ARTN share the following values:

- To work together informally without the constraints of administering an incorporated organisation.
- Members participate as employees or representative of their organisations. As such they take full responsibility for their actions and costs and do not wish to transfer any of their legal or financial responsibility to the ARTN.
- The members seek to work constructively and collaboratively with Governments and other organisations in an advisory rather than adversarial manner.

# **AUSTRALIAN REGIONAL TOURISM NETWORK** **RULES**

## **STATEMENT OF PURPOSE**

1. To progress the development of regional tourism in Australia.
2. To provide a forum which encourages the collaboration, cooperation and sharing of knowledge between organisations and professionals/people with a mutual interest in the development and continuous improvement of regional tourism in Australia.
3. To identify issues, impediments and opportunities for the development of regional tourism in Australia.
4. To provide advice to Government, non-Government and industry organisations on policy and program initiatives to address impediments and opportunities for sustainable regional tourism development.
5. To encourage regional tourism research which is industry relevant.

## **1. NAME**

The name of the organisation is the Australian Regional Tourism Network (in these Rules called "the Network").

## **2. DEFINITIONS**

In these Rules, unless the contrary intention appears:

**"committee"** means the committee of management of the Network;

**"financial year"** means the year ending on 30 June;

**"general meeting"** means a general meeting of members convened in accordance with rule 7.

**"member"** means a member of the Network;

**"ordinary member of the committee"** means a member of the committee who is not an officer of the Network under Rule 19.

## **3. ALTERATION OF THE RULES**

These Rules and the statement of purpose of the Network must not be altered except in accordance with a majority resolution of the Committee.

## **4. MEMBERSHIP, ENTRY FEES AND SUBSCRIPTION**

- (1) Membership of the Network is open to Commonwealth Government Tourism Organisations, State and Territory Tourism Industry Organisations, Regional Tourism Organisations, National Tourism Organisations, Educational Institutions, local government associations, and industry operators with an interest in regional tourism development.
- (2) An organisation which applies and is approved for membership as provided in these Rules is eligible to be a member of the Network on payment of an annual subscription fee payable under these Rules to the Australian Regional Tourism Research Centre at Southern Cross University.

- (3) An application for membership of the Network must:
  - (a) be made in writing in the form set out in Appendix 1; and
  - (b) be lodged with the Secretary of the Network.
- (4) As soon as practicable after the receipt of an application, the Secretary must refer the application to the committee.
- (5) The committee must determine whether to approve or reject the application.
- (6) If the committee approves an application for membership, the Secretary must, as soon as practicable-
  - (a) notify the applicant in writing of the approval for membership; and
  - (b) request payment within 28 days after receipt of the notification of the sum payable under these Rules as the first year's annual subscription.
- (7) The Secretary must, within 28 days after receipt of the amounts referred to in sub-rule enter the applicant's name in the register of members.
- (8) An applicant for membership becomes a member and is entitled to exercise the rights of membership when the organisation is entered in the register of members.
- (9) If the committee rejects an application, the committee must, as soon as practicable, notify the applicant in writing that the application has been rejected.
- (10) A right, privilege, or obligation of an organisation by reason of membership of the Network:
  - (a) is not capable of being transferred or transmitted to another organisation; and
  - (b) terminates upon the cessation of membership by resignation or otherwise.
- (11) The annual subscription is the relevant amount set out in Appendix 4 and is payable in advance on or before 1 July in each year.

## **5. REGISTER OF MEMBERS**

- (1) The Secretary must keep and maintain a register of members containing-
  - (a) the name and address of each member including the authorised delegate and proxy delegate;
  - (b) the date on which each member's name was entered in the register.
- (2) The register is available for inspection free of charge by any member upon request.
- (3) A member may make a copy of entries in the register.

## **6. CEASING MEMBERSHIP**

- (1) A member of the Network who has paid all moneys due and payable by a member to the Network may resign from the Network by giving one month's notice in writing to the Secretary of the intention to resign.
- (2) After the expiry of the period referred to in sub-rule (1):
  - (a) the member ceases to be a member; and
  - (b) the Secretary must record in the register of members the date on which the member ceased to be a member.

## **7. ANNUAL GENERAL MEETINGS**

- (1) The committee may determine the date, time and place of the annual general meeting of the Network.
- (2) The notice convening the annual general meeting must specify that the meeting is an annual general meeting.
- (3) The ordinary business of the annual general meeting shall be-
  - (a) to confirm the minutes of the previous annual general meeting and of any general meeting held since that meeting; and
  - (b) to receive from the committee reports upon the activities of the Network during the last preceding financial year; and
  - (c) to elect officers of the Network and the ordinary members of the committee.
- (4) The annual general meeting may conduct any special business of which notice has been given in accordance with these Rules.

## **8. SPECIAL GENERAL MEETINGS**

- (1) In addition to the annual general meeting, any other general meetings may be held in the same year.
- (2) All general meetings other than the annual general meeting are special general meetings.
- (3) The Chairman and/or and Committee of Management may, whenever it deems appropriate, convene a special general meeting of the Network.
- (4) With the exception of this sub-rule, more than 15 months elapses between annual general meetings, the committee must convene a special general meeting before the expiration of that period.
- (5) The committee must, on the request in writing of members representing not less than 5 percent of the total number of members, convene a special general meeting of the Network.
- (6) The request for a special general meeting must--
  - (a) state the objects of the meeting; and
  - (b) be signed by the members requesting the meeting; and
  - (c) be sent to the address of the Secretary.
- (7) If the committee does not cause a special general meeting to be held within one month after the date on which the request is sent to the address of the Secretary, the members making the request, or any of them, may convene a special general meeting to be held not later than 3 months after that date.

## **9. SPECIAL BUSINESS**

All business that is conducted at a special general meeting and all business that is conducted at the annual general meeting, except for business conducted under the rules as ordinary business of the annual general meeting, is deemed to be special business.

## **10. NOTICE OF GENERAL MEETINGS**

- (1) If at least 14 days or if a special resolution has been proposed at least 21 days before the date fixed for holding a general meeting of the Network, the Secretary of the Network send to each member of the Network a notice stating the place, date and time of the meeting and the nature of the business to be conducted at the meeting.
- (2) Notice may be sent:
  - (a) by prepaid post to the address appearing in the register of members; or
  - (b) if the member requests, by facsimile transmission or electronic transmission.
- (3) A member intending to bring any business before a meeting may notify in writing, or by electronic transmission, the Secretary of that business, who must include that business in the notice calling the next general meeting.

## **11. QUORUM AT GENERAL MEETINGS**

- (1) No item of business may be conducted at a general meeting unless a quorum of members entitled under these Rules to vote is present at the time when the meeting is considering that item.
- (2) Five members personally present (being members entitled under these Rules to vote at a general meeting) constitute a quorum for the conduct of the business of a general meeting.
- (3) If, within half an hour after the appointed time for the commencement of a general meeting, a quorum is not present-
  - (i) in the case of a meeting convened upon the request of members--the meeting must be dissolved; and
  - (ii) in any other case--the meeting shall stand adjourned to the same day in the next week at the same time and (unless another place is specified by the Chairperson at the time of the adjournment or by written notice to members given before the day to which the meeting is adjourned) at the same place.
- (4) If at the adjourned meeting the quorum is not present within half an hour after the time appointed for the commencement of the meeting, the members personally present (being not less than 3) shall be a quorum.

**12. PRESIDING AT GENERAL MEETINGS**

- (1) The Chairman, or in the Chairman's absence, the Deputy Chairman, shall preside as Chairperson at each general meeting of the Network.
- (2) If the Chairman and the Deputy Chairman are absent from a general meeting, or are unable to preside, the members present must select one of their number to preside as Chairperson.

**13. VOTING AT GENERAL MEETINGS**

- (1) Upon any question arising at a general meeting of the Network, a member has one vote only.
- (2) All votes must be given personally or by proxy.
- (3) In the case of an equal vote on a question, the Chairperson of the meeting is entitled to exercise a second or casting vote.
- (4) A member is not entitled to vote at a general meeting unless all moneys due and payable by the member have been paid, other than the amount of the annual subscription payable in respect of the current financial year.

**14. POLL AT GENERAL MEETINGS**

- (1) If at a meeting a poll on any question is demanded by not less than 3 members, it must be taken at that meeting in such manner as the Chairperson may direct and the resolution of the poll shall be deemed to be a resolution of the meeting on that question.
- (2) A poll that is demanded on the election of a Chairperson or on a question of an adjournment must be taken immediately and a poll that is demanded on any other question must be taken at such time before the close of the meeting as the Chairperson may direct.

**15. MANNER OF DETERMINING WHETHER RESOLUTION CARRIED**

If a question arising at a general meeting of the Network is determined on a show of hands-

- (a) a declaration by the Chairperson that a resolution has been:
  - (i) carried; or
  - (ii) carried unanimously; or
  - (iii) carried by a particular majority; or
  - (iv) lost; and

- (b) an entry to that effect in the minute book of the Network--is evidence (without verification) of the number or proportion of the votes recorded in favour of, or against, that resolution.

## **16. PROXIES**

Each member is entitled to appoint another member as a proxy by notice given to the Secretary no later than 24 hours before the time of the meeting in respect of which the proxy is appointed.

## **17. Committee of Management**

- (1) The affairs of the Network shall be managed by the committee of management.
- (2) The committee:
  - (a) shall control and manage the business and affairs of the Network; and
  - (b) may, subject to these Rules exercise all such powers and functions as may be exercised by the Network other than those powers and functions that are required by these Rules to be exercised by general meetings of the members of the Network; and
  - (c) subject to these Rules, has power to perform all such acts and things as appear to the committee to be essential for the proper management of the business and affairs of the Network.
- (3) The committee shall consist of:
  - (a) the officers of the Network; and
  - (b) two ordinary members--each of whom shall be elected at the annual general meeting of the Network in each year.

## **18. OFFICE HOLDERS**

- (1) The officers of the Network shall be:
  - (a) Chairman
  - (b) Deputy Chairman
  - (c) Secretary
- (2) The provisions of rule 20, so far as they are applicable and with the necessary modifications, apply to and in relation to the election of persons to any of the offices referred to in sub-rule (1).
- (3) Each officer of the Network shall hold office until the following annual general meeting after the date of his or her election while is eligible for re-election.

- (4) In the event of a casual vacancy in any office referred to in sub-rule (1), the committee may appoint one of its members to the vacant office and the member appointed may continue in office up to and including the conclusion of the annual general meeting next following the date of the appointment.

**19. ORDINARY MEMBERS OF THE COMMITTEE**

- (1) Subject to these Rules, each ordinary member of the committee shall hold office until the annual general meeting next after the date of election while eligible for re-election.
- (2) In the event of a casual vacancy occurring in the office of an ordinary member of the committee, the committee may appoint a member of the Network to fill the vacancy and the member appointed shall hold office, subject to these Rules, until the conclusion of the annual general meeting next following the date of the appointment.

**20. ELECTION OF OFFICERS AND ORDINARY COMMITTEE MEMBERS**

- (1) Nominations of candidates for election as officers of the Network or as ordinary members of the committee must be:
  - (a) made in writing (Appendix 5), signed by two members of the Network and accompanied by the written consent of the candidate (which may be endorsed on the form of nomination); and
  - (b) delivered to the Secretary of the Network not less than 7 days before the date fixed for the holding of the annual general meeting.
- (2) A candidate may only be nominated for one office, or as an ordinary member of the committee, prior to the annual general meeting.
- (3) If insufficient nominations are received to fill all vacancies on the committee, the candidates nominated shall be deemed to be elected and further nominations may be received at the annual general meeting.
- (4) If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated shall be deemed to be elected.
- (5) If the number of nominations exceeds the number of vacancies to be filled, a ballot must be held.
- (6) The ballot for the election of officers and ordinary members of the committee must be conducted at the annual general meeting in such manner as the committee may direct.

## **21. VACANCIES**

The office of an officer of the Network, or of an ordinary member of the committee, becomes vacant if the officer or member:

- (a) ceases to be a member of the Network; or
- (b) becomes an insolvent under administration within the meaning of the Corporations Law; or
- (c) resigns from office by notice in writing given to the Secretary.

## **22. MEETINGS OF THE COMMITTEE**

- (1) The committee must meet at least 2 times in each year at such place or by teleconference and such times as the committee may determine.
- (2) Special meetings of the committee may be convened by the Chairman or by any 3 members of the committee.

## **23. NOTICE OF COMMITTEE MEETINGS**

- (1) Written notice of each committee meeting must be given to each member of the committee at least 2 business days before the date of the meeting.
- (2) Written notice must be given to members of the committee of any special meeting specifying the general nature of the business to be conducted and no other business may be conducted at such a meeting.

## **24. QUORUM FOR COMMITTEE MEETINGS**

- (1) Any 3 members of the committee constitute a quorum for the conduct of the business of a meeting of the committee.
- (2) No business may be conducted unless a quorum is present.
- (3) If within half an hour of the time appointed for the meeting a quorum is not present:
  - (i) in the case of a special meeting--the meeting lapses;
  - (ii) in any other case--the meeting shall stand adjourned to the same place and the same time and day in the following week.
- (4) The committee may act notwithstanding any vacancy on the committee.

## **25. PRESIDING AT COMMITTEE MEETINGS**

At meetings of the committee-

- (a) the Chairman or, in the Chairman's absence, the Deputy Chairman presides; or
- (b) if the Chairman and the Deputy Chairman are absent, or are unable to preside, the members present must choose one of their number to preside.

## **26. VOTING AT COMMITTEE MEETINGS**

- (1) Questions arising at a meeting of the committee, or at a meeting of any sub-committee appointed by the committee, shall be determined on a show of hands or, if a member requests, by a poll taken in such manner as the person presiding at that meeting may determine.
- (2) Each member present at a meeting of the committee, or at a meeting of any sub-committee appointed by the committee (including the person presiding at the meeting), is entitled to one vote and, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.

## **27. REMOVAL OF COMMITTEE MEMBER**

- (1) The Network in general meeting may, by resolution, remove any member of the committee before the expiration of the member's term of office and appoint another member in his or her place to hold office until the expiration of the term of the first-mentioned member.
- (2) A member who is the subject of a proposed resolution referred to in sub-rule (1) may make representations in writing to the Secretary or Chairman of the Network (not exceeding a reasonable length) and may request that the representations be provided to the members of the Network.
- (3) The Secretary or the Chairman may give a copy of the representations to each member of the Network or, if they are not so given, the member may require that they be read out at the meeting.

## **28. MINUTES OF MEETINGS**

The Secretary of the Network must keep minutes of the resolutions and proceedings of each general meeting, and each committee meeting, together with a record of the names of persons present at committee meetings.

**29. NOTICE TO MEMBERS**

Except for the requirement in rule 10, any notice that is required to be given to a member, by or on behalf of the Network, under these Rules may be given by-

- (a) delivering the notice to the member personally; or
- (b) sending it by prepaid post addressed to the member at that member's address shown in the register of members; or
- (c) facsimile transmission, if the member has requested that the notice be given to him or her in this manner; or
- (d) electronic transmission, if the member has requested that the notice be given to him or her in this manner.

APPENDIX I

**APPLICATION FOR MEMBERSHIP OF  
AUSTRALIAN REGIONAL TOURISM NETWORK**

I,....., of .....  
**(Name)** **(Address)**

Request membership of the Australian Regional Tourism Network as a subscriber to the Australian Regional Tourism Research Centre.

In the event of my admission as a member, I agree to be bound by the rules of the Network from the time being in force.

The authorised representative of :

.....  
**(Name or organisation)**

.....  
**(Name)**

.....  
**(Signature)**

.....  
**(Proxy authorised representative)**

.....  
**(Signature)**

APPENDIX 2

**APPOINTMENT OF PROXY**

I, .....  
**(Name)**

of, .....  
**(Address)**

being a member of the Australian Regional Tourism Network

appoint .....  
**(Name of proxy holder)**

of, .....  
**(Address of proxy holder)**

being a member of the Network, as my proxy to vote for me on my behalf at the annual/special\* general meeting of the Network to be held on:

.....  
**(Date of meeting)**

and at any adjournment of that meeting.

My proxy is authorised to vote in favour of/against\* the following resolution (insert details of resolution).

.....  
**(Signed)**

.....  
**(Date)**

\*delete if not applicable

## APPENDIX 4

### SCHEDULE OF FEES

Commonwealth Government Tourism Organisation	\$2,500
State and Territory Government Tourism Organisation	\$2,500
Regional Tourism Organisation*	\$500
Local Tourism Organisation*	\$250
National Tourism Industry Association	\$1,000
Corporate	\$1,000
Education Institutions	\$1,000
Individuals	\$250

***Payable to the Australian Regional Tourism Research Centre annually as a member subscriber to the ARTRC and to be recognised as a member of the Australian Regional Tourism Network***

\* **Note**

Where applicable, collective or umbrella State and Territory Regional Tourism Organisations may negotiate discounted subscription fees for collective RTO and LTO constituents. (As a guide up to 50% discount for 10 or more RTO/LTOs collective subscriptions).

APPENDIX 5

**AUSTRALIAN REGIONAL TOURISM NETWORK**

**NOMINATION FOR ELECTION OF OFFICERS AND COMMITTEE**

**NOMINEE:** ..... (CHAIRMAN)

**POSITION:** ..... (Chairman)

..... (Deputy Chairman)

..... (Secretary)

..... (Committee)

**NOMINATED BY:** ..... Name Organisation

..... Name Organisation

**CONSENT:** .....

**DATE:** .....

**FORWARD TO:** Donna McIntyre  
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