

Special Interest Group Terms of Reference

The terms of reference stipulate the requirements and processes all RANZCO Special Interest Groups shall adhere to in order to accomplish their stated purpose or goal.

Approved by: RANZCO Board

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Next Review: July 2020

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1. TITLE

Special Interest Group (SIG) Terms of Reference.

2. PURPOSE

The SIGs are established under Paragraph 18(a) of the By-Law: Membership, Council and Governance.

The purpose of each SIG is to:

- represent the views of members to the Council and Board
- provide advice to the Council and Board
- exercise powers delegated to the them by the RANZCO Board
- recommend (nominate) invited speakers for Congress
- communicate the views, activities and achievements of members to the Fellowship
- hold scientific meetings.

3. MEMBERSHIP

SIGs are open to all Fellows to join and may also admit non-Fellows as members. Should SIGs wish, for the purposes of interacting with other like international groups, have a membership category restricted to those trained in the area of interest this must first be approved by the RANZCO Board. Subject to approval the SIG must have an Associate Membership category for interested parties without appropriate training, in addition to approved Membership category.

SIGs may, with permission of the RANZCO Board, adopt the word “Society” into their name. However, the SIG or Society cannot confirm Fellowship or other post-nominal titles upon members.

SIGs are managed by an Executive of elected representatives. All elected representatives hold two-year terms, with a maximum of three terms. Following a maximum term, representatives must spend a minimum of one year off the SIG Executive. The process for elections is outlined below. In the case of a casual vacancy or resignation, the SIG Executive, by simple majority, can appointment a replacement. Any time served by the appointed individual counts toward any future term served. SIG Executives should be elected with consideration to the RANZCO Diversity and Inclusion Policy, and the aim of 35% female representation.

3.1 Chair

The Chair is the Chair of all Executive and General Meetings and is responsible for providing an annual report of SIG activities to the College within 14 days of the end of each financial year. When relevant, the Chair will also provide an update the Board.

3.2. Honorary Secretary

The Honorary Secretary is responsible for the organisation of all Executive and General Meetings, for the recording and distribution of minutes, including to the College within 14 days of each meeting. The Honorary Secretary will be responsible for correspondence and communications to and from the SIG Executive of anything relevant to SIG members.

This position can be combined with the Honorary Treasurer role.

3.3. Honorary Treasurer

The Honorary Treasurer will act in accordance with Section 6 of this Terms of Reference and may be invited to sit on the RANZCO Internal Financial Advisory Committee.

This position can be combined with the Honorary Secretary role.

3.4 Other elected positions

At their discretion, SIGs can elect any number of other members to assist in the management of the SIG and are encouraged to follow RANZCO's Diversity and Inclusion Policy when doing so.

4. GENERAL MEETINGS

Each SIG is required to hold an Annual SIG Meeting and, at the discretion of SIG Executive Members or in response to a written request from 5% of the SIG, hold a General SIG Meeting.

All SIG Meetings are to be held in accordance with the Corporations Act;

- 21 days' clear notice is given to the members of the SIG
- Meeting notices must contain the:
 - date, time and location of the meeting
 - any motions to be voted on
 - in the case of elections, positions available and nominees standing
- Motions for consideration must be sent to and acknowledged by the SIG Honorary Secretary at least 22 days prior to a meeting. Motions must have a named proposer and seconder.
- Meetings cannot proceed without a quorum of a majority of SIG members or 15 members, whichever is the lesser
- In the case of Annual SIG Meetings, business to be transacted is;
 - consider a report from the SIG Executive
 - consider the financial statements of the SIG
 - hold elections as required
 - transact any tabled business, which must be communicated with the meeting notice
 - discuss any other general business
- Business on Notice at any Meeting may be discussed and decided at the meeting by a vote of those present and their proxies.
- New Business:
 - New Business may be introduced at a meeting by a proposer and seconder
 - New Business may be discussed at a meeting but may not be decided unless the total number of votes cast exceeds 50% of the number of votes in the SIG
- No member may hold more than three (3) proxies
 - Motions are non-binding on the SIG Executive, Council or Board.

5. ELECTIONS AND PROXY VOTES

The Honorary Secretary shall notify all SIG Members of available SIG Executive positions at least six weeks before a scheduled Annual SIG Meeting and call for nominations to fill these positions. Nominations must be provided on the Nominations Form (Appendix A) and must be provided to the Honorary Secretary one month before the Annual SIG Meeting so they have time to circulate the names of all nominees as part of the meeting notice, along with proxy forms (Appendix B).

In the event there are fewer nominations than vacancies, nominations shall be called for at the Meeting.

At the Meeting, votes are taken by secret, first past the post, ballot. The ballot shall list the names of the candidates in order determined by lot. Voting includes all those present in person and by proxy. In the case of a tied vote, an additional secret ballot is to be held for

those present at the meeting only. The Chair does not have a casting vote.

The RANZCO Constitution outlines the right to appoint a proxy and validity of votes in certain circumstances in Paragraphs 10.14 and 10.15, respectively.

6. FINANCES

SIG funds will be managed by the SIG Treasurer in accordance with decisions of the SIG Executive and within the scope of RANZCO financial policies and procedures.

SIG Funds are held in dedicated RANZCO-approved bank accounts to which the RANZCO Financial Controller and CEO have viewing and co-signing authority, provided always that no transactions can be authorised without one authorising signature from a SIG office holder, except in extreme circumstances when an authorized SIG officer is not available. SIG funds are quarantined from federal RANZCO funds and have separate accounting and reporting, but figures will be consolidated with all RANZCO funds for audit purposes.

SIG funds may be held in

- at-call accounts authorised by RANZCO and/or
- term deposits authorised by RANZCO and/or
- a dedicated SIG division of the RANZCO Investment Facility.

The SIG Executive may allocate SIG funds among these facilities according to its own investment strategy, but noting funds in the RANZCO Investment Facility must follow the RANZCO approved Investment Mandate and Policy. Any income generated by SIGs will go back to the SIGs for their use according to their agreed strategy and Objects of RANZCO. The SIG Treasurer's report at the SIG AGM will include the quantity of retained funds, the current investment strategy and the current investment returns.

RANZCO will provide accounting services for SIGs and a report of SIG financials to SIG Treasurers monthly. RANZCO will provide an annual report of financial information for each SIG and a summary of all separate SIG accounts with the RANZCO Annual Financial Report. SIG Treasurers will work with the RANZCO Financial Controller to ensure appropriate records are kept, and transactions are updated monthly.

SIG financial limits are managed under the RANZCO Financial Delegations of Authority (Appendix C). SIGs should prepare an Annual Budget to ensure they have sufficient cash at hand, when required, to meet expected expenditure. The RANZCO Financial Controller can assist in budget preparation, especially in relation to anticipated income from investments.

If SIGs charge a membership fee, this may be raised annually. Any proposed increase above CPI must be communicated in writing, with reasons, to the RANZCO Board by 1 April any given year and will only be made after approval of the RANZCO Board.

Any bequests directed specifically to SIGs must be managed as per the terms of the bequest, or if this is not clear any income from investments should be applied to education and training within the area of interest of the SIG unless otherwise approved by the RANZCO Board. Non-specific bequests are to be dealt with according to the investments policy in this Clause 6.

7. SCIENTIFIC MEETINGS

The SIG Scientific Meeting must be held with the following in mind:

- Meeting organisers are covered as individuals by RANZCO's general insurance as they form part of an official RANZCO committee.
- Venues and programmes are automatically covered by RANZCO's general insurance. Scientific Meeting organisers should consult with RANZCO to determine the extent of

cover, but not take out additional insurance unless advised.

- Every effort should be made to select a SIG Scientific Meeting date which does not conflict with other SIG or Branch Scientific Meetings. Ideally there should be a gap of 2 weeks between all meetings.
- Scientific Meeting organisers must consult with the RANZCO Manager – Industry Relationships and Events to develop a sponsorship and exhibition offering and to administer this process.
- Should be conducted according to Medicines Australia, Medicines NZ and Medical Technology Association Australia best practice guidelines for interacting with sponsors. Therefore this will not include opportunities for industry to address the Scientific Meeting during any part of the educational programme, including just prior to or after meal breaks.
- SIGs will select their Professional Conference Organisers (PCO) for meetings. All contracts relating to Scientific Meetings, including engagement PCO must be approved and signed by the RANZCO CEO. Under the corporate structure of RANZCO, and delegations of authority, SIGs do not have legal authority to sign any contracts.

8. LIMITS ON DELEGATED AUTHORITY

SIGs of RANZCO must exercise their powers in accordance with the Constitution, By-Laws or any directions of the Directors. Specifically, the SIG Executive are not permitted to sign contracts, open bank accounts, register for an ABN or register a trading name or register for GST purposes without the express and written permission of the RANZCO Board.

9. REVIEW

The SIG Executive shall engage in a reflective, self-evaluation process to improve its effectiveness.

The Terms of Reference shall be reviewed every three years or as otherwise directed by the Board.

Related documents:

RANZCO Constitution

RANZCO By-Law: Membership, Council and Governance

RANZCO By-Law: Diversity and Inclusion

Nomination Form

[Include name of Branch/SIG, list of positions open for nominations and details of who to return the form to and by what date]

Nominating Candidate

I _____ [name]

of _____ [address]

wish to nominate myself to the position of _____ [position]

Signed: _____ Date: _____

Nominating Fellow One

I _____ [name]

of _____ [address]

wish to nominate _____ [name]

to the position of _____ [position]

Signed: _____ Date: _____

Nominating Fellow Two

I _____ [name]

of _____ [address]

wish to nominate _____ [name]

to the position of _____ [position]

Signed: _____ Date: _____

Appointment of Proxy

The Royal Australian and New Zealand College of Ophthalmologists ACN 000 644 404

[insert name of Branch or SIG]

I _____ [name]

of _____ [address]

being a Fellow of the above named [Branch/SIG] hereby appoint

_____ [name]

of _____ [address]

or, in his or her absence _____ [name]

of _____ [address]

as my proxy to vote for me on my behalf at the meeting of the [name of meeting, date, time and place] and at any adjournment of that meeting.

This form is used to vote in favour of

Chair:

Honorary Treasurer:

Honorary Secretary:

[other positions as required]:

[insert names of the person you want to vote for or leave this section blank if the proxy is making a decision for you at the time of voting]

SIGNED _____

NAME _____

DATED _____

This notice must be returned to [name of Branch/SIG with specified date and time for delivery and contact details]