

CONSTITUTION

SCARLET ALLIANCE

Australian Sex Workers Association

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RULES

PART I – Preliminary

1. NAME

The name of the association is Scarlet Alliance - Australian Sex Workers Association Inc. (known in these rules as “Scarlet Alliance”).

2. INTERPRETATION

(a) In these Rules, unless the contrary intention appears:

“Act” means the *Associations Incorporations Act 1991* (ACT)

“Affirmative Action” means seeking to address the inequities in civil society of sex workers by preferentially selecting sex workers for any role or activity undertaken by the organisation/project/network/group including employment, governance, consultation and representation. This includes actively supporting and resourcing the individual/s to undertake the role or activity.

“Best Practice” is a set of guidelines that provide goals to work toward in becoming a sex worker organisation/project/network or group aligned with the Scarlet Alliance aims and objects. (See Appendix VII).

“Committee” means the Committee of representatives of the member, as established in Rule 21.

“Committee Meeting” means a meeting of the committee of Scarlet Alliance.

“Credentialing process” is a series of indicators determining the qualification of member organisations/projects/networks/groups in assessment for membership.

“Credentialing tool” is an audit tool to assist in determining whether applicants meet the requirements for membership to Scarlet Alliance.(see Appendix V11)

“Executive” means the Office Bearers of Scarlet Alliance and two general members as established in Rule 23.

“Financial Year” means the period from 1 July until 30 June (inclusive) in any given year.

“Member” means a sex worker who joins Scarlet Alliance.

“Member Organisation” means a sex worker organisation, project, network or group who has applied and is successful in gaining membership to Scarlet Alliance.

“National Forum” means the general meeting of Scarlet Alliance.

“Office Bearer” means a holder for the time being of one of the positions established under Rule 24, 25, 26 and 27.

“Orally” means by face to face contact, telephone, fax, internet or through other electronic means of communication.

“Public officer” means a person who is a resident of the Australian Capital Territory who is at least 18 years of age and who is appointed pursuant to *section 58 of the Act*.

“Representative” means a person nominated to the Committee by a member organisation in accordance with Rule 20 as elected under Rule 23.

“Scarlet” means Scarlet Alliance.

“Secretary” means the person holding office of secretary or, where no person holds that office, the Public Officer of Scarlet Alliance.

“Sex worker rights” advance the human rights and civil liberties of past and present sex workers, acknowledging that sex work is a legitimate occupation, values and advances sex workers’ empowerment and self determination and includes those rights outlined in the objects of Scarlet Alliance.

(b) In these rules:

- (1) a reference to a function includes a reference to a power, authority and duty; and
- (2) a reference to the exercise of a function includes, where the function is a power, authority or duty, a reference to the exercise of the power or authority or the performance of the duty.

MISSION STATEMENT

Through its objectives, policies and programs, Scarlet Alliance works to achieve equality, social, legal, political, cultural and economic justice for past and present sex workers in order for sex workers to be self-determining agents, building their own alliances and choosing where and how they live and work.

3. OBJECTS

The objects for which Scarlet Alliance is established are:

- (a) To promote the civil and human rights of past and present sex workers and to work toward ending all forms of discrimination against them;
- (b) To lobby for legal and administrative frameworks which do not discriminate against sex workers;
- (c) To challenge any government at any time when and where it implements legislation, regulations, rules, policies or law enforcement practices which are discriminatory and /or repressive to the rights and autonomy of sex workers;
- (d) To actively promote the right of all sex workers to work in whatever area of their chosen occupation, including street, brothel, escort, private and opportunistic work;
- (e) To actively work towards guaranteeing the right of all sex workers to optimum occupational health and safety provisions. This will promote conditions where safe sex and general health knowledge can be converted to safe work practices. Furthermore, challenge any legislation, policy or process which does not so promote the rights of the worker;
- (f) To strive to eradicate sex worker stereotypes and stigmatisation in the popular consciousness and to communicate the diversity of ideas, opinions and aspirations of past and present sex workers;
- (g) To liaise with international sex worker rights groups in the development of regional and international networks, programs and objectives;

- (h) To support sex workers and sex worker organisations to become more politically active;
- (i) To enhance the capacity of sex workers to participate in advancing their rights and build networks & organisations;
- (j) To gather and disseminate sex industry related information to members;
- (k) To play an active role in Australia's response to HIV/AIDS, including supporting peer education and harm reduction strategies for sex workers;
- (l) To provide training and education on issues relating to the Australian sex industry and the migration of sex workers into Australia; and
- (m) To present up to date information on sex work issues at national and international forums.

These objects are undertaken in order to advance sex worker rights.

PREAMBLE

Scarlet Alliance will apply an affirmative action policy with regard to sex workers to ensure that representation on Scarlet Alliance boards and committees, is made up of current and past sex workers, therefore member organisations should consider this when nominating their representatives.

PART II

MEMBERSHIP

4. TYPES OF MEMBERSHIP

The membership of Scarlet Alliance will consist of members, member organisations and associate member organisations.

5. DURATION OF MEMBERSHIP

As a rule Scarlet Alliance will approve membership for a two year period. Current membership will fall due on 30 June 2005 and then on 30 June every two years after that.

6. MEMBER ORGANISATIONS, MEMBERS

Subject to this Rule, membership of Scarlet Alliance is open to sex worker organisations, projects, networks or groups in Australia, whether incorporated or otherwise, which have aims and objectives consistent with those of Scarlet Alliance and comply with the credentialing process as outlined in rule 7. Such member may represent a specific group within Australia, or a State or Territory. Membership to Scarlet Alliance is also open to sex workers.

Membership specifically excludes sex industry business operators, management organisations, sexual health centres, religious organization projects, AIDS councils, AFAO (Australian Federation of AIDS Organisations), Illicit Drug User organisations and anti sex work groups. A member cannot be an organisation which is solely or primarily formed to represent the rights of management (that is owners, operators).

7. MEMBERSHIP QUALIFICATIONS FOR SEX WORKER ORGANISATIONS

Any sex worker organisation, project or network or group, whether incorporated or otherwise is eligible to apply as a member of Scarlet Alliance in accordance with the provision of this rule, and Rule 5.

On applying to Scarlet Alliance for membership, the following must be provided:

- (a) Completed membership application form;
- (b) A copy of the applicant's aims and objectives, goals and or constitution;
- (c) Documentation to support the credentialing process;
- (d) Credentialing process:
 - i. Nomination by two Scarlet Alliance members;
 - ii. Evidence that the organisation/project/network or group has been in existence for at least twelve (12) months; and
 - iii. The application must undergo an interview that utilises the credentialing audit tool (appendix VII); and
- (e) The applicant must disclose any conflict of interest.

In an instance when the majority of the criteria has been satisfactorily met and there is a clear commitment to meeting the remaining criteria within a reasonable period of time, Scarlet Alliance can approve a provisional six month membership with review at the end of that period.

8. ASSOCIATE MEMBERSHIP FOR SEX WORKER ORGANISATIONS

Associate members can participate as observers and have the right to make comments on policy. Associate members do not have a vote, and cannot apply for elected positions nor act in a representative role.

9. MEMBERSHIP

Any individual sex worker, past or present, is eligible for membership to Scarlet Alliance. Membership will grant the individual eligibility for benefits as determined by the Scarlet Alliance Committee and the Scarlet Alliance Executive and will include:

- (a) Standing for election and holding positions on the executive and working parties

(b) Standing for election and holding positions as Scarlet Alliance spokespeople

(c) Speaking rights on the Scarlet Alliance Committee

Membership will exclude:

(a) Voting rights on the Scarlet Alliance Committee

10. ADMISSION

(a) Where a sex worker rights organisation, project, network or group:

(i) has applied for membership in writing in the form set out in Appendix I. of these Rules and has been established for 12 or more months;

(ii) has lodged the application with the Secretary of Scarlet Alliance, or with a member organisation who has forwarded it to the secretary of Scarlet Alliance;

(iii) has been approved for membership of Scarlet Alliance by the Executive; and

(iv) has paid any entrance fee and membership fee required under these Rules to be paid within the time allowed under Rule 15 (3),

the Secretary must enter the applicant's name in the register of members and thereupon that applicant is deemed to be a member of Scarlet Alliance.

(b) Where an individual sex worker, past or present:

(i) has been nominated by two existing members, member organisations or associate members

(ii) has accepted that nomination by signing the nomination form using their name

(iii) has received and acknowledged receipt of the Scarlet Alliance Objectives and Constitution

(iv) has lodged their nomination with the Secretary of Scarlet Alliance, or with a member organisations who has forwarded it to the secretary of Scarlet Alliance

(v) has paid any entrance fee and membership fee required under these Rules to be paid within the time allowed under Rule 15 (3),

the Secretary must enter the applicant's name (assumed or real) in the register of members and thereupon that applicant is deemed to be a member of Scarlet

Alliance. Address, contact details and other identifying features are not required for membership.

11. APPROVAL OR REJECTION

SEX WORKER ORGANISATIONS

- (1) Within twenty-eight (28) days after receiving an application for membership from a sex worker organisation, the Secretary must refer the application to the Executive which must decide whether to accept or reject the application within twenty-eight (28) days.
- (2) Where the Executive decides to accept an application for membership from a sex worker organisation, the Secretary must within fourteen (14) days after that decision notify the applicant of the acceptance and request that the applicant forwards any sums payable under these Rules by a member as the entrance fee and the first year's membership fee.
- (3) Where the Executive decides to reject an application for membership from a sex worker organisation, the Secretary must within fourteen (14) days after that decision, notify the applicant of the rejection and advise the applicant, by registered mail of its right to appeal.
- (4) An applicant can appeal to the Executive against a decision rejecting its application for membership within seven (7) days after notice of that decision is served on the applicant by lodging with the Secretary a notice to that effect.
- (5) Upon receipt of a notice under sub-rule (4), the Secretary must notify the Executive, which must convene a meeting to be held within fourteen (14) days after the date on which the Secretary received the notice or as soon as possible after that date.
- (6) At a meeting convened under sub-rule (5)-
 - (a) no business other than the question of the appeal can be transacted;
 - (b) the meeting and the applicant must be given the opportunity to make representations in relation to the appeal orally or in writing, or both; and
 - (c) the Executive will reach a consensus decision on the question of whether the decision made under sub-rule (3) is confirmed or revoked.
- (7) The decision is final.

12. REGISTER OF MEMBERS

- (1) The Secretary of Scarlet Alliance must establish, maintain and keep a register of all:
 - (i) member organisations, specifying the name, address and date on which the sex worker rights organisation, project, network, group or associate became a member or ceased to be a member organisation in accordance with this Rule, and Rule 14 (3).
 - (ii) members, specifying the name with which they accepted nomination, the names of the nominator and seconder, and the date upon which the membership fee was received.
- (2) The register shall not be available to anyone other than the Executive, the Committee or an Inspector from the Registrar General's Office.
- (3) The register shall only be used for purposes determined by the Committee.

13. MEMBERSHIP AND ENTITLEMENTS NOT TRANSFERABLE

A right, privilege or obligation which a member, member organisations or associate member organisation has by reason of being a member of Scarlet Alliance:

- (a) is not capable of being transferred or transmitted to another sex worker, sex worker rights organisation, project, network, group or similar associate, and
- (b) member organisation membership terminates upon cessation of the sex worker rights organisation, project, network, group or associates' membership.

14. CESSATION OF MEMBERSHIP FOR MEMBER ORGANISATIONS

- (1) A member organisation ceases to be a member organisation of Scarlet Alliance if:
 - (a) the organisation is wound up;
 - (b) resigns from membership of Scarlet Alliance;
 - (c) is expelled from membership by a special resolution of a general meeting at which the member shall be given an opportunity to state why it should not be removed and its name shall thereupon be removed from the register of members;

- (d) becomes inactive; or
- (e) ceases to operate in a manner that demonstrates commitment to the aims and objectives of Scarlet Alliance.

15. RESIGNATION OF MEMBERSHIP FOR MEMBER ORGANISATIONS

- (1) A member organisation is not entitled to resign from membership of Scarlet Alliance except in accordance with this rule.
- (2) A member is entitled to resign from membership of Scarlet Alliance at any time by informing the organisation in writing or the Secretary verbally.
- (3) A member organisation who has paid all amounts payable by the member to Scarlet Alliance may resign from membership of Scarlet Alliance by first giving notice (being not less than one month or, if the Committee has determined a shorter period, that shorter period), in writing to the Secretary of the member's intention to resign and, upon the expiration of the period of notice, the member ceases to be a member.
- (4) Where a member organisation ceases to be a member, the Secretary must make an appropriate entry in the register of members recording the date on which the member ceased to be a member.
- (5) Where a member ceases to be a member, the Secretary will remove the record of that membership to that years' register.
- (6) An associate member is not entitled to resign from membership of Scarlet Alliance except in accordance with this rule.

16. FEES

- (1) The entrance fees to Scarlet Alliance are set out in Schedule 1.
- (2) The annual membership fees of Scarlet Alliance are set out in Schedule 1.
- (3) Members, member organisation and associates must pay any entrance and annual membership fees to Scarlet Alliance within thirty (30) days of the notification of entry of the member's or associates name in the register of members under rule 10(1) and the membership fee is thereafter payable by a member before 1 July in every succeeding calendar year.
- (4) A sex worker rights organisation, project, network, group or associate who applies to be a member/associate of Scarlet Alliance after 1 March, will pay half the membership fee.
- (5) The Committee may impose no fine or discriminating levy upon any member.

- (6) Schedule 1 (Fees) may be amended from time to time by resolution of the Committee.

17. MEMBER ORGANISATIONS LIABILITIES

The liability of a member organisation to contribute towards the payment of debts and liabilities of Scarlet Alliance or the costs, charges and expenses of the winding up of Scarlet Alliance is limited to the amount, if any, unpaid by the member in respect of membership of Scarlet Alliance as required by Rule 15.

18. DISCIPLINING OF MEMBER ORGANISATIONS

- (A) (1) Where a member notifies the secretary in writing that it is of the opinion that a member organisation:
- (a) ceases to comply with the criteria listed under the credentialing process;
 - (b) has persistently refused or neglected to comply with a provision of these Rules;
 - (c) has persistently and willfully acted in a manner prejudicial to the interests of Scarlet; or
 - (d) fails to pay the annual membership fee as required by sub-rule 15 (3) within a period of one (1) month from the date on which it is payable or such longer time as the Committee may from time to time determine.

The Executive may, by resolution:

- (i) expel the member organisation from Scarlet; or
 - (ii) suspend the member organisation from such rights or privileges of membership of Scarlet as the Executive may determine for a specified period.
- (2) A resolution of the Executive under sub-rule (1) is of no effect unless the Executive, at a meeting held not earlier than fourteen (14) days and not later than twenty-eight (28) days after service on the member of a notice under sub-rule (3), confirms the resolution in accordance with this rule.
- (3) Where the Executive passes a resolution under sub-rule (1), the Secretary must, as soon as practicable, serve a notice in writing on the member organisation by registered mail:
- (a) setting out the resolution of the Executive and the grounds on which it is based;

- (b) stating that the member may address the Executive, by writing or in person at their expense, at a meeting to be held not earlier than fourteen (14) days and not later than twenty-eight (28) days after service of the notice;
 - (c) stating the date, place and time of the meeting; and
 - (d) informing the member organisation that it may do either or both of the following:
 - (i) orally address the meeting;
 - (ii) submit to the Executive at or before the date of that meeting written representation relating to the resolution.
- (4) Subject to section 50 of the Act, at a meeting of the Executive mentioned in sub-rule(3) the Executive must-
- (a) give the member organisation mentioned in sub-rule (1) an opportunity to make oral representations;
 - (b) give due consideration to any written representations submitted to the Executive by that member at or before the meeting; and
 - (c) by resolution determine whether to confirm or to revoke the resolution of the Executive made under sub-rule (1).
- (5) Where the Executive confirms a resolution under sub-rule (4), the Secretary must inform the member organisation by registered mail of that confirmation and of the member's right of appeal under rule 17 by notice in writing within seven (7) days after that confirmation.
- (6) A resolution confirmed by the Executive under sub-rule (4) does not take effect:
- (a) until the expiration of the period within which the member organisation is entitled to appeal against the resolution where the member does not exercise the right of appeal within that period; or
 - (b) where within the period the member organisation exercises the right of appeal, unless and until Scarlet confirms the resolution in accordance with sub-rule 16(A)(4)(c).

(B) Resolution of Internal Disputes

- (1) The first step in resolving disputes between member organisations of the association in their capacity as member organisation (between one member organisation and another) and disputes between member

organisations and the association (between a member organisation and Scarlet Alliance), will be for each party to meet to discuss the reasons for the dispute and attempt to resolve them.

- (2) If a resolution cannot be reached following a meeting between the parties concerned, step two will involve the association organising a formal mediation process utilising an independent mediator with recognised conflict resolution expertise (Scarlet Alliance) would always seek to access a free community based mediation service before paying for such a service).
- (3) At least 7 days before a mediation process is to commence, the parties concerned are to exchange statements of the issues that are in dispute between them and supply copies to the mediator.
- (4) In the unlikely event that a resolution cannot be reached through a formal mediation process, the Executive Committee will make a final decision on the issues under dispute. The Executive Committee's decisions will be binding on all parties concerned.
- (5) Individual sex worker members' disputes with member organisations or associate members will not be mediate by Scarlet Alliance.

(C) Disciplining of Delegates, Office Bearers and Members

- (1) The actions under this rule apply to:
 - (a) State and Territory Delegates;
 - (b) Office Bearers of the Executive Committee; and
 - (c) Members Organisations.
- (2) A complaint can be made to the Executive Committee by any person or organisation that one of the above:
 - (a) have persistently refused or neglected to comply with a provision or provisions of these rules, or
 - (b) have persistently and wilfully acted in a manner prejudicial to the interests of the association, or
 - (c) failed to attend three consecutive meetings of the Executive Committee or general meetings of the association without apology and without good reason being notified to the secretary of the association.
- (3) On receiving such a complaint, the Executive Committee:

- (a) must cause a notice of the complaint to be served on the Delegate, office bearer or member organisation concerned; and
 - (b) must give the Delegate, office bearer or member organisation at least 14 days from the time the notice is served within which to make submissions to the Executive Committee in connection with the complaint; and
 - (c) must take into consideration any submissions made by the Delegate, office bearer or member organisation in connection with the complaint.
- (4) If the complaint is about a Delegate from one of the members organisations, the Executive Committee and the member organisation concerned will, subject to section 50 of the Act, make a joint decision about whether the complaint should be upheld or not and about any subsequent action in relation to the Delegate. If the Delegate wishes to appeal the decision, he/she will have the same right of appeal as set out under rule 18; however, the appeal will be heard by the Executive Committee and the member organisation, rather than a Special General meeting of the association. This to ensure that the bulk of decision making in relation to Delegates remains at a local level.
- (5) If the complaint is about an office bearer of the Executive Committee or a member organisation, subject to section 50 of the Act, a Special General meeting of the association may by a majority pass a Special Resolution to remove or suspend the member from the association or the office bearer from the Executive Committee if, after considering the complaint and any submissions made in connection with the complaint, it is satisfied that the facts alleged in the complaint have been proved.
- (6) If the member organisation or office bearer is suspended or expelled, the secretary must, within 7 days after the action is taken, cause a written notice to be given to the member or office bearer of the action taken, of the reasons given for having taken that action and of their right to appeal under rule 18.
- (7) The removal or suspension does not take effect:
- (a) until the expiration of the period within which the member organisation or office bearer is entitled to appeal against the resolution concerned; or
 - (b) if within the period the member organisation or office bearer exercises the right of appeal, unless and until the association confirms the resolution,

whichever is the later.

19. RIGHT OF APPEAL OF DISCIPLINED MEMBER ORGANISATION

- (1) A member organisation or Office bearer may appeal to Scarlet Alliance in general meeting against a resolution of the Executive which is confirmed under sub-rule 16(A)(4)(c), or Special resolution made under sub-rule 17(C)(5), within seven (7) days after notice of the resolution is served on the member, by lodging with the Secretary a written notice by registered mail to that effect.
- (2) Upon receipt of a notice under sub-rule (1), the Secretary must notify the Committee which must convene a general meeting of Scarlet Alliance to be held within twenty-one (21) days after the date on which the Secretary received the notice or as soon as possible after that date.
- (3) Subject to *section 50* of the *Act*, at a general meeting convened under sub-rule (2)-
 - (a) no business other than the question of the appeal can be transacted;
 - (b) the Executive and the member or Office Bearer concerned must be given the opportunity to make representations in relation to the appeal orally or in writing, or both; and
- (4) If the meeting passes a special resolution in favour of the confirmation of the resolution made under sub-rule 16 (A)(4)(c) or the Special Resolution made under sub-rule 17(C)(5), that resolution is confirmed.
- (5) Where a member organisation is expelled, neither entrance fees nor membership monies, whether all or part will be reimbursed to the member.

20. DISCIPLINING AND EXPULSION OF INDIVIDUAL MEMBERS

Individual members of Scarlet Alliance that have persistently and willfully

- (1) Misrepresented the organisation
- (2) Misrepresented their role as a member
- (3) Shared information or broken any confidentiality that compromises Scarlet Alliance, a Scarlet Alliance Member, or a Scarlet Alliance Member Organisation or Associate
- (4) Or any other serious misconduct,

may be immediately and without appeal be expelled from the organisation by a simple majority decision of the Scarlet Alliance Executive. In the event of such an incident the member is not entitled to a refund of any monies paid for membership.

PART III
THE COMMITTEE

21. POWER OF THE COMMITTEE

The Committee, subject to the *Act*, the *Regulations*, these *Rules*, and to any resolution passed by Scarlet Alliance in general meeting-

- (a) will endorse policies of Scarlet Alliance;
- (b) may exercise all functions that may be exercised by Scarlet Alliance other than those functions that are required by these Rules to be exercised by Scarlet Alliance in general meeting; and
- (c) in addition, a delegate to Committee from each member organisation will submit annual reports to the national forum in a pro-forma as in Appendix II.

22. ELECTION OF REPRESENTATIVES

- (1) Voting delegates on the Committee must identify as former or current sex workers and shall be chosen by each member organisation in accordance with its constitution or another internal process of the member.
- (2) Sex industry business owners/operators/ management are ineligible for any representation within the Committee.
- (3) Member organisations are to establish within their own organisations/projects/network/group reporting mechanisms between Scarlet Alliance delegates and their organisation/project/network/group.
- (4) All individual members are eligible to attend the Committee as non-voting delegates with full speaking rights.

23. COMMITTEE MEMBERSHIP

- (1) Each member organisation may choose either one or two delegates to attend meetings of the Committee.
- (2) Any member organisation may at any time reduce the number of its delegates from two to one, replace either or both of its delegates with another and fill casual vacancies in its representation as they occur.

- (3) Members organisations will submit in writing, signed by the public officer/representative of the member to the Secretary of Scarlet Alliance the name of their delegate/s.
- (4) Each committee delegate will, subject to these Rules, hold office until the next annual general meeting following the date of the delegate's appointment or until removed by the member they represent.
- (5) A member may from time to time remove and/or replace its delegates and appoint a person as its delegate temporarily in place of a delegate who is ill or absent.

24. SUSPENSION OF DELEGATES

- (1) If a Committee delegate (from an organisation or otherwise) has shown cause, at a meeting or otherwise, that Scarlet Alliance's aims and objects, policies and guidelines have been breached by that Committee delegate the President shall:
 - (a) at a meeting cease present business and ask the Committee delegate to put their say to the meeting; and
 - (b) if it is the will of the Committee delegates present to put a motion to suspend the member delegate, the meeting will conduct a secret ballot; and
 - (c) in the event that two-thirds of the voting delegates present vote in the affirmative of suspension, the Committee delegate will retire for the remainder of the meeting; and
 - (d) the Secretary shall record the motion along with numbers for and against.
- (2) In the event of a Committee delegate representing a member to be suspended from the meeting, at the conclusion of the meeting, a letter will be written to the Office Bearers/Management Committee of the member delegate's project, organisation or network or group outlining the process that occurred and this letter is to be signed by the President and the Secretary of Scarlet Alliance.
- (3) Where it has indefinitely suspended any Committee delegate representing a Member Organisation, the Committee may invite the member organisation to replace that delegate with another. If the member organisation takes no action, the suspension remains. If the member organisation advises the Secretary that it wishes to retain the delegate concerned and requests that the suspension be lifted:

- (a) the Committee shall consider that request as the first item of business at its next meeting; and
- (b) the Committee shall give consideration to any statement made by the member organisation on behalf of the suspended delegate; and
- (c) in voting on the question, any vote to which the suspended member of the Committee would otherwise have been entitled to exercise, shall be deemed to have been exercised in favour of lifting the suspension.

25. EXECUTIVE

- (1) There will be an Executive comprising the following office-bearers:
 - (a) The President,
 - (b) The Vice- President,
 - (c) The Secretary,
 - (d) The Treasurer,
 - (e) The Public Officer, and
 - (f) Two (2) general members
- (2) Persons seeking election to the Executive shall nominate for a position and shall have their nomination endorsed and signed by any two Scarlet Alliance members, organisations or otherwise, Appendix 3.
- (3) Election to the Executive will be conducted by secret ballot.
- (4) Each member of the Executive, subject to these Rules, hold office until the conclusion of the first annual general meeting (AGM) following the date of the member's election.
- (5) Any four members of the Executive constitute a quorum for the transaction of the business of a meeting of the Executive.
- (6) The Committee will fill vacancies on the Executive in accordance with sub-rule 28.
- (7) The Executive:
 - (a) will meet as determined by consultation amongst Executive members; and

- (b) will assume responsibility for matters determined by Scarlet Alliance and the Committee; and
 - (c) may give instructions to the Treasurer, Secretary and Public Officer, provided the instructions are reported at the next Committee meeting.
 - (d) The Executive shall meet a minimum of two (2) times per year.
- (8) Executive members are eligible for re-election.
 - (9) Nominations for Executive members shall expire one month from call of nominations.

26. The President

- (1) There shall be a President, who shall have the following duties:
 - (a) consult members on a regular basis;
 - (b) be the contact for Scarlet Alliance;
 - (c) in consultation with other executive members determine when, where and how the executive meets;
 - (d) chair all meetings;
 - (e) ensure meetings are conducted in a fair manner;
 - (f) in consultation with the Secretary prepare the agenda for all meetings;
 - (g) represent the views of Scarlet Alliance at all meetings;
 - (h) ensure the Executive and Committee are clear as to their responsibilities in relation to:
 - (i) membership;
 - (ii) the constitution, policies and guidelines of Scarlet Alliance;
 - (iii) the *Associations Incorporations Act 1991 (ACT)*;
 - (iv) funding agreements entered into,;
 - (v) as an employer;
 - (vi) meeting procedures; and

- (vii) any governments Acts which affect it's work and meet those responsibilities properly; and
 - (i) report to the Annual General Meeting.
- (2) The Vice-President will fulfill the roles and functions of the President in their absence or at the President's request.

27. SECRETARY

- (1) The secretary must take and keep accurate minutes of-
 - (a) all elections and appointments of office-bearers and the general Executive members;
 - (b) the names of members of the Committee present at a Committee meeting, Executive, special meeting and general meeting; and
 - (c) all proceedings at Committee meetings, Executive meetings, Special meetings and general meetings.
- (2) Minutes of proceedings at a meeting must be signed by the person presiding at the meeting or the person presiding at the next meeting.
- (3) The Secretary must prepare a draft agenda for each meeting as appropriate from the previous draft minutes and forward to the President and other members for finalisation and additional items.
- (4) The Secretary must hold records of results, correspondence and reports regarding all elections.
- (5) The Secretary must ensure all originals of all mail received addressed to Scarlet Alliance, including past staff and management members is forwarded to the President and keep copies on file.
- (6) The Secretary must keep a record of correspondence in and out.
- (7) The Secretary must ensure a list of correspondence is included in meeting papers.
- (8) The Secretary must distribute notification of meetings, agendas, meeting papers and background papers to members.
- (9) The Secretary must distribute and receive notices and nomination forms to member representatives seeking Scarlet Alliance representation on outside Committee, working groups, etc.

28. TREASURER

- (1) The Treasurer of Scarlet Alliance must:
 - (a) Collect, receive and bank all monies due to Scarlet Alliance and make payments authorised by Scarlet Alliance;
 - (b) keep correct accounts and books showing the financial affairs of Scarlet Alliance with full details of all receipts and expenditure connected with the activities of Scarlet Alliance;
 - (c) Prepare financial budgets, cash flows and organisation budgets;
 - (d) Prepare and present reports to the Executive;
 - (e) Present the financial report to the Annual General Meeting;
 - (f) Liaise with the Secretary to ensure that subscriptions are properly accounted for; and
 - (g) Liaise with and assist the auditor in appraising books of account.

29. PUBLIC OFFICER

The Committee shall appoint a person resident in the Australian Capital Territory as the Public Officer of Scarlet Alliance who shall perform the duties of the position as required by the *Act*.

30. VACANCIES

For the purposes of these Rules, a vacancy in the office of an Executive member of Scarlet Alliance occurs if the member-

- (a) dies;
- (b) resigns from office;
- (c) is removed from office under *sub-section 63(1)* of the *Act*; or
- (d) is absent without consent of the Committee from 2 consecutive meetings of the Committee or Executive.

31. RESIGNATION OF EXECUTIVE MEMBERS

A member of the Executive can resign from his or her office by giving notice in writing to the Secretary.

32. REMOVAL OF EXECUTIVE MEMBERS

- (1) Members of the Committee may by resolution, subject to *section 50* of the *Act*, remove any member of the Executive elected by them from the office of member of the Executive before the expiration of the member's term of office.
- (2) A member of the Executive who is subject to a resolution as mentioned in Rule 30 (1) will be subject to natural justice processes such that they will be allowed to make representations in their own defence. The Committee may suspend the Executive member for such period as the Committee determines or expel the Executive member.

PART IV - MEETINGS

33. NATIONAL FORUM AND QUORUM

- (1) The General Meeting of Scarlet Alliance shall be known as the National Forum and consists of a process of deliberation by the voting and non-voting members of the Committee.
- (2) The Committee must meet at the place and time the Committee determines, and can meet and adjourn and otherwise regulate its business as it thinks fit.
- (3) Additional meetings of the Committee may be convened by any voting member of the Committee requesting a meeting and supported by two other voting members of the Committee. Notice of which will be sent to all financial members, organisations and otherwise.
- (4) Without limiting the discretion of the Committee to regulate its meetings under sub-rule (2), the Committee may, if it thinks fit, confer by telephone, closed circuit television or other electronic means including audio or audio-visual telecommunications. A resolution passed by such a meeting/conference will, notwithstanding the members of the Committee not being present together in one place at the time of the meeting/conference, be deemed to have been passed at a meeting of the Committee held on the day and at the time on which the meeting/conference was held.
- (5) Written notice of a National Forum must be given by the Secretary to each voting member of the Committee at least 30 days (or such other period as may be unanimously agreed upon by the members of the Committee) before the time appointed for the holding of the meeting.
- (6) Notice of a meeting given under sub-rule (5) must specify the general nature of the business to be transacted at the meeting and no business other than that business can be transacted at the meeting, except business which the Committee members present at the meeting unanimously agree to treat as urgent business.
- (7) Quorum for the transaction of business of a meeting of the National Forum will be equal to half the number of member organisations plus one.
- (8) No business will be transacted at a National Forum unless a quorum is present and if within an hour after the time appointed for the meeting a quorum is not present the meeting stands adjourned to the same place and

at the same hour of the same day in the following week, or to any other day, time and place the Committee determines.

- (9) If at the adjourned meeting a quorum is not present within half an hour after the time appointed for the meeting, the meeting must be dissolved.
- (10) At meetings of the Committee the President, or in the absence of the President, the Vice-President will preside.

34. VOTING

- (1) Subject to sub-rule (3), upon any question arising at a general meeting of Scarlet Alliance a member organisation has two (2) votes.
- (2) All votes will be given personally or by a representation of proxy or attorney.
- (3) In the case of an equality of votes on question at a general meeting, the person presiding will declare the motion lost.
- (4) A member, member organisation, representative proxy or attorney is not entitled to speak or vote at any meeting of Scarlet Alliance unless all money due and payable by the member to Scarlet Alliance has been paid.

35. APPOINTMENT OF PROXIES AND ATTORNEYS

- (1) Each member organisation will be entitled to appoint a proxy or attorney by notice on the prescribed form given to the Secretary no later than 24 hours before the time of the meeting in respect of which the proxy is appointed.
- (2) A proxy or attorney must be a member of Scarlet Alliance.
- (3) The notice appointing the proxy or attorney must be in the prescribed form set out in APPENDIX 5 to these Rules.
- (4) The President will ask for proxies or attorney's after agenda item for apologies.

36. DISCLOSURE OF INTEREST

- (1) A member of the Executive who is interested in any way, whether directly or indirectly, in any contract or arrangement made or proposed to be made or in respect of any matter arising out of a contract, arrangement or proposed contract or arrangement with Scarlet Alliance must disclose the nature and extent of his or her interest both at the first meeting of the Executive at which the contract or arrangement is taken into consideration and at the next general meeting of Scarlet Alliance.

- (2) If a member of the Executive becomes interested, directly or indirectly in a contract or arrangement or in any matter arising out of a contract or agreement after it is made or entered into, the member must disclose their interest at the first meeting of the Executive after the interest arises and at the general meeting of Scarlet Alliance.
- (3) No member, member organisation or personal representative of Scarlet Alliance can take part in making any decision in respect of any contract or arrangements or proposed contract or arrangement in which he or she is interested directly or indirectly and if he or she does vote the vote must not be counted.

37. WORKING GROUPS AND SUB-COMMITTEES

- (1) The Committee may establish working groups and sub-committees and confer on them such structure, functions and powers as it sees fit. On appointment to outside committees, working groups or other representative role, the representative will be advised of their duty to consult with Scarlet Alliance members and report back to Scarlet Alliance in the pro forma as per in Appendix 6. If a representative does not comply with the duties assigned to them as a Scarlet Alliance representative on an internal or external committee or working group, Scarlet Alliance may replace them. The procedure to follow for replacing Scarlet Alliance representatives shall be as follows:
 - (a) Any member, member organisation or delegate of Scarlet Alliance may bring to the notice of the Secretary that the representative has not complied with their duties (eg. failure to submit reports, failure to consult with members, failure to accurately represent the view of Scarlet Alliance, etc.);
 - (b) the Secretary will convene a meeting of the Executive as soon as possible but not later than 14 days after receipt of the complaint. If the representative is a member of the Executive, a member of Committee will be co-opted to serve in their place only for the purposes of this meeting, but cannot be the member who initiated the complaint;
 - (c) The complainant will be invited to put forward the reasons for the complaint and the representative will be given the opportunity to respond at the meeting of the Executive convened to deal with the complaint;
 - (d) The Executive will decide for expulsion of the representative from their position, suspension for a certain period of time or given the opportunity to comply with their duties for a period not greater than two months. If the latter option is adopted and the

representative still refuses to fulfill their duties, they will automatically be expelled from the position. Any decision made by the Executive will be forwarded to the representative by mail as soon as practicable from the decision being made; and

- (e) The representative can appeal a decision of the Executive to the Committee of Scarlet Alliance within seven (7) days of receipt of the decision taken by the Executive. If this occurs, the Secretary must convene a meeting of Committee within seven (7) days and not later than fourteen (14) days to consider the appeal. The decision of the Committee is final.

38. ANNUAL GENERAL MEETING

- (1) Scarlet Alliance will hold its first annual general meeting within the period of 18 months after its incorporation under the Act and thereafter will convene an Annual General Meeting of its members in each calendar year within the period of five months beginning at the end of Scarlet's most recently ended Financial Year.
- (2) The notice convening the Annual General Meeting will be sent out by the Secretary to all financial members at least thirty (30) days before the Annual General Meeting.
- (3) The ordinary business of the Annual General meeting shall be:
 - (a) to confirm the minutes of the last proceeding annual general meeting;.
 - (b) to receive from the Executive reports on the transactions of Scarlet Alliance, during the last preceding Financial Year; and
 - (c) to elect officers of Scarlet Alliance pursuant to Rule 22.
- (4) The Annual General Meeting may transact special business of which notice is given in accordance with *section 30.3* of the *Act*.
- (5) The Annual General Meeting shall be in addition to any other general meetings that may be held in the same year.
- (6) All media shall be excluded from the Annual General Meeting, unless the entire committee agrees to revoke the exclusion.

39. SPECIAL RESOLUTIONS

A resolution of Scarlet Alliance will be a special resolution if:

- (a) It is passed at a Committee meeting of Scarlet Alliance, being a member of which at least 21 days notice, accompanied by notice of intention to propose the resolution as a special resolution has been given to the members of Scarlet Alliance; and
- (b) It is passed by at least three- fourths of those members of Scarlet Alliance who, being entitled to vote, vote in person or by proxy at the meeting.

PART V - MISCELLANEOUS

40. POWERS

- (1) So far as the same is authorised or permitted by the *Ordinance* and in order to carry out the objects of Scarlet Alliance, Scarlet Alliance shall have the power to do anything whatsoever is lawful for an association to do, and, in particular, but without limiting the foregoing, the following powers:
 - (a) to purchase, take on lease or in exchange, and to hire or otherwise acquire any real or personal property;
 - (b) to buy, sell and supply, and deal in, goods of all kinds solely in furthering the objects of Scarlet Alliance;
 - (c) to construct, maintain and alter buildings and works;
 - (d) to accept gift, whether subject to a special trust or not;
 - (e) to take such steps from time to time as the Executive and/or Committee may deem expedient for the purpose of procuring contributions to the funds of Scarlet Alliance, whether by way of donations, grants, subscriptions or otherwise;
 - (f) to print and publish such newspapers, periodicals, books, leaflets, or other documents as the Committee may think desirable;
 - (g) to borrow and raise money in such manner and on such terms as the Executive may think fit or as may be approved by resolution passed at a Committee meeting and to secure the repayment of money so raised or borrowed or the payment of a debt or liability of Scarlet Alliance by giving mortgages, charges or securities upon or over all or any of the real or personal property of Scarlet Alliance;
 - (h) to invest any monies of Scarlet Alliance in such a manner as the Committee may from time to time determine;

- (i) to make gifts, subscriptions, or donations to any of the funds, authorities or institutions to which paragraph 78(1)(a) of the *Income Tax Assessment Act 1936* (Cth) or any amendment or re-enactment relates;
- (j) to employ such persons as the Executive may deem desirable or expedient;
- (k) to enter into any arrangements with any government or authorities, municipal, territorial, state, local or otherwise that may seem to the Executive or the Committee conducive to the objects of Scarlet Alliance;
- (l) to establish and support, or aid in the establishment and support of associations, institutions, funds, trusts, schemes, and conveniences calculated to benefit employees or past employees of Scarlet Alliance and their dependants, and to grant pensions, allowances, or other benefits to employees or past employees of Scarlet Alliance and their dependants, and to make payments towards insurance in relation to any of those purposes;
- (m) to establish and support or aid in the establishment or support, of any other association formed for or in support of any of the objects of Scarlet Alliance; and
- (n) to do all such other lawful things as re incidental or conducive to the attainment of the objects of Scarlet Alliance or the exercise of any of the powers specified in the foregoing provisions of this sub-rule.

41. ALTERATION OF OBJECTS AND RULES:

The objects of Scarlet Alliance and these Rules can be altered, rescinded or added to only by special resolution of a Committee meeting of Scarlet Alliance in accordance with Rule 37.

42. COMMON SEAL

- (1) The common seal of Scarlet Alliance must be kept in the custody of the Secretary.
- (2) The common seal must not be affixed to any instrument except by the authority of the Executive.

43. WINDING UP

- (1) Scarlet Alliance may be wound up voluntarily if it has, by special resolution, resolved that it be wound up.

- (2) If Scarlet Alliance is wound up, its assets after outstanding liabilities have been met (including the cost of winding up) shall be distributed to groups and organisations designated by resolution of a Committee meeting and which are:
 - (a) formed for the purposes identical or similar to one or all of the purposes of Scarlet Alliance, and which is not carried on for the profit or gain of its individual members, and
 - (b) constitute a fund that fulfils the requirements of the Act or to a charitable institution specified in the *Income Tax Assessment Act 1997*, that is approved by a special resolution at the meeting which sanctions the winding up of Scarlet Alliance.

44. FUNDS

- (1) The funds of Scarlet will come from fees levied under rule 15 and other sources.
- (2) The funds of Scarlet will be kept in the name “Scarlet Alliance, Australian Sex Workers’ Association Inc” in a financial institution decided by the Committee.
- (3) All amounts paid by Scarlet by way of cheque will be signed by any two of the president, secretary, treasurer or other member authorised from time to time by the Committee.

45. DOCUMENTS

- (1) Proper books and accounts shall be kept and maintained either in written or printed form showing correctly the financial affairs of Scarlet and the particulars usually shown in books of a like nature.
- (2) The Committee shall provide for the safe custody of books, documents, instruments of title and securities of Scarlet.
- (3) The records, books and other documents of Scarlet are open to inspection, free of charge, by a member of Scarlet at any reasonable hour.

46. NON-PROFIT CHARACTER

The organisation is not carried on for the profit or gain of its individual members. The assets and income of the organisation shall be applied solely in the furtherance of its above-mentioned objects and no portion shall be distributed directly or

indirectly to the members of the organisation except as bona fide compensation for services rendered or expenses incurred on behalf of the organisation.

SCHEDULE 1: Fees

	Member	Unfunded Member Organisation	Member Organisation	Associate Member Organisation
Entrance fee	-nil-	\$100	\$100	\$100
Annual membership fee	\$25	\$100	0.5% of the organisations funding	0.5% of the organisations funding