



Australian Video Producers Association Inc.

CONSTITUTION and BY-LAWS

1st December 2009

CONSTITUTION:

1. NAME
2. INTERPRETATION
3. STATEMENT OF AIMS OF THE AVPA
4. MEMBERSHIP
5. APPLICATION FOR MEMBERSHIP
6. CODE OF PROFESSIONAL CONDUCT
7. SEMINARS AND WORKSHOPS
8. POWERS
9. JOINING AND ANNUAL MEMBERSHIP FEES
10. FUNDS
11. REGISTER OF MEMBERS
12. ANNUAL GENERAL MEETING
13. SPECIAL GENERAL MEETING
14. NOTICE OF MEETING
15. PROCEEDINGS AT MEETINGS
16. COMMITTEE OF MANAGEMENT
17. ELECTION OF OFFICERS AND VACANCY
18. PROCEEDINGS OF COMMITTEE OF MANAGEMENT
19. DUTIES OF SECRETARY
20. DUTIES OF THE TREASURER
21. REMOVAL OF A MEMBER OF COMMITTEE
22. DISPUTES AND MEDIATION
23. SEAL
24. ALTERATION OF RULES AND STATEMENT OF PURPOSE
25. NOTICES
26. WINDING UP OR CANCELLATION
27. CUSTODY OF RECORDS

BY-LAWS:

1. MEETINGS
2. CORRESPONDENCE
3. CATEGORIES OF MEMBERSHIP
4. DEFINITIONS OF MEMBERSHIP
5. AVPA ACCREDITATION OF FULL MEMBERS
6. USE OF THE AVPA LOGO/LETTERS
7. JOINING AND ANNUAL MEMBERSHIP FEES
8. QUORUM FOR ALL MEETINGS
9. GENERAL MEETING BUSINESS
10. DRESS CODE
11. MEMBERSHIP KIT
12. NUMBERS OF ORDINARY COMMITTEE MEMBERS
13. COMMITTEE MEETINGS
14. CONSTITUTION & BY-LAWS

APPENDICES:

1. AVPA MEMBERSHIP APPLICATION FORM
2. AVPA MINIMUM PROFESSIONAL STANDARDS
3. AVPA PROXY VOTING FORM



Australian Video Producers Association Inc.

CONSTITUTION and BY-LAWS

1st December 2009

CONSTITUTION

1. NAME

- (a) The name of the incorporated Association is
THE AUSTRALIAN VIDEO PRODUCERS ASSOCIATION INCORPORATED
(hereunder in these rules called “the Association”)
(b) The abbreviation shall be AVPA.

2. INTERPRETATION

- (1) In these rules, unless the contrary intention appears:
“Member” means an accredited member of the Association.
“Associate” means an unaccredited member of the Association.
“Membership” means the belonging to the Association by way of being either a Member or an Associate.
“Ordinary member of the Committee” means a member of the Committee who is not an Officer of the Association under Rule 16.
“Committee” means the Committee of Management of the Association.
“Financial year” means the year ending on the 30th June.
“Special General Meeting” means a Special General Meeting of Members and Associates convened in accordance with Rule No.13.
“The Act” means the Associations Incorporation Act 1981.
“The Regulations” means regulations under the Act.
- (2) In these rules, a reference to the Secretary of an Association is a reference-
(a) where a person holds Office under these Rules as Secretary of the Association- to that person: and
(b) in any other case, to the Public Officer of the Association.
- (3) Words or expressions contained in these rules shall be interpreted in accordance with the provisions of the Acts Interpretation Act 1958 and the Act as in force from time to time.
- (4) Wherever in this Constitution and Rules the male gender is used or implied then the female gender is also to be read and visa versa.

3. STATEMENT OF AIMS OF THE AVPA

- To form an Association of Members and Associates, sharing knowledge, expertise and facilities. (Nominal fees can apply).
To set and maintain standards of excellence of video production.
To give the AVPA seal of approval to accredited members.
To foster public relations between Members, Associates and the manufacturers and importers of video equipment and materials.
To advise Members and Associates of forthcoming technical developments within the video industry.
To be an advocate for our Industry to ensure fair dealings and equitable treatment from State and Federal Governments.
To educate clients in the use of professional video producers.
To organise seminars and training workshops to improve technical and artistic endeavour.
To seek group deals, etc. at equitable rates for our Members and Associates.
To develop the Association as a national body with representatives from each state.
To set standards in video production to protect consumers.

4. MEMBERSHIP

- (1) Membership applications will be considered by the AVPA Committee of Management.
- (2) Applicants for membership of the Association may apply for one Category of membership as defined in the By-Laws.
- (3) Applicants must provide a written CV and a sample of their work to support their application.
- (4) Financial Associates will be accredited by AVPA certificate on the conditions that their work is submitted for assessment by the AVPA accreditation sub-committee and that it meets AVPA minimum professional standards as defined in Appendix 2 (AVPA Minimum Professional Standards).
- (5) Only Financial Members who have been accredited may advertise or promote their membership of the AVPA.
- (6) The AVPA will have the right to review the member's work from time to time if it has reasons to believe that the member is not maintaining AVPA Professional Standards (as outlined in the AVPA minimum professional standards document).
- (7) Membership will be cancelled if the Committee of Management has reasonable complaint, whereby standards and ethics as defined in the Code of Professional Conduct of the AVPA have not been adhered to.
- (8) Members and Associates will contribute financially in all combined advertising as agreed to by the Committee of Management and membership body.

5. APPLICATION FOR MEMBERSHIP

- (1) Any person who applies and is approved for membership as provided in these rules is eligible to be an Associate of the Association on payment of the appropriate fees of the sum payable under the By-Laws as the Joining Fee and the first year's annual Membership Fee, as stated in the AVPA By-Laws. (7)
- (2) A person who is not a member of the Association at the time of the Incorporation of the Association (or who was such a member at that time but has ceased to be a member) shall be admitted to membership:-
 - (a) upon submitting a Membership Application Form (Appendix 1), and
 - (b) when that application for membership is approved by the Committee.
- (3) As soon as is practicable after the receipt of the Application, the Membership Officer shall refer the application to the Committee.
- (4) Upon an application being referred to the Committee, the Committee shall determine whether to approve or reject the application.
- (5) Once approved by the Committee, the Membership Officer shall notify the applicant in writing that:
 - (a) they are approved for membership of the Association as an Associate for a probationary period of three months, and
 - (b) they may apply for Accreditation after that period.
- (6) The Membership Officer shall, upon payment of the amounts referred to in sub-clause (1), enter the Applicant's name in the Register of Members and Associates kept by him, upon the name being so entered, the Applicant becomes an Associate of the Association.
- (7) A right, privilege, or obligation of a person by reason of their membership of the Association:-
 - (a) is not capable of being transferred or transmitted to another person;
 - (b) terminates upon the cessation of their membership whether by death or resignation or otherwise.

6. CODE OF PROFESSIONAL CONDUCT

- (1) Members and Associates shall conduct their professional activities with respect for the public interest.**
- (2) Members and Associates shall at all times act with integrity in dealings with clients or employers, past and present, with their fellow members and with the general public.**
- (3) Members and Associates shall not intentionally disseminate false or misleading information, whether written, spoken or implied nor conceal any relevant fact. They have a duty to maintain truth, accuracy and good taste in advertising, sales, promotion and all other aspects of marketing video productions.**
- (4) Members and Associates shall not represent conflicting interests except with the express consent of those concerned given only after full disclosure of the facts to all interested parties.**
- (5) Members and Associates in production for a client or employer, shall not accept fees, commissions nor any other valuable consideration in connection with those services from anyone other than their client or employer, except with the consent (express or implied) of both.**
- (6) Members and Associates shall refrain from knowingly associating with any enterprise which uses improper or illegal methods in obtaining business.**
- (7) Members and Associates shall not intentionally injure the professional reputation or practice of another Member, an Associate, or the Association.**
- (8) If any Member or Associate has evidence that another Member or Associate may be guilty of unethical practices it shall be their duty to inform the Committee of Management of the Association.**
- (9) Members and Associates have the responsibility to continue the acquisition of professional skills in Video Production and to encourage the development of those skills throughout the Industry.**
- (10) Members and Associates shall help to improve the body of knowledge of the profession, by exchanging information and experience with fellow Members and Associates, and by applying their special skill and training for the benefit of others.**
- (11) Members and Associates shall refrain from using their relationship with the Association in such a manner as to state or imply an official accreditation or approval beyond the scope of Membership of the Association and its aims, rules and policies.**
- (12) The Association's distinguishing Logo/Letters may only be used as defined in the By-Laws (6).**
- (13) Members and Associates shall co-operate with fellow Members and Associates in upholding and enforcing this code, the AVPA Constitution and the Association's By-Laws.**

7. SEMINARS AND WORKSHOPS

The Committee will arrange seminars, workshops and social events for the Members and Associates on a regular basis.

8. POWERS

The powers of the Association are:

- (1) To franchise the Association to other interstate representative groups of the industry as it deems fit. The franchise group shall remain subordinate to the parent Association.**
- (2) To affiliate, co-operate, associate with or represent any National or International body, as determined by the membership.**
- (3) To promote the AVPA.**

9. JOINING AND ANNUAL MEMBERSHIP FEES

The Annual Membership Fee(s) and Joining Fee shall be as prescribed in the By-Laws of the Association.

10. FUNDS

The funds of the Association shall be derived from Joining Fees, Membership Fees, donations and such other sources as the Committee determines.

11. REGISTER OF MEMBERS AND ASSOCIATES

- (1) The Membership Officer shall keep and maintain a Register of the membership in which shall be entered the full name, address and date of entry of the name of each Member and Associate and the register shall be available for inspection by Members and Associates at the address of the Public Officer or Membership Officer.
- (2) A Member or an Associate of the Association who has paid all moneys due and payable by him to the Association, may resign from the Association, by first giving one months notice in writing to the Secretary of his intention to resign and upon the expiration of that period of notice, the Member or Associate shall cease to be a Member or an Associate.
- (3) Upon the expiration of a notice given under the sub-clause (2), the Membership Officer shall make in the Register of Members and Associates an entry recording the date of which the Member or Associate by whom the notice was given, ceased to be a Member or an Associate.
- (4) Subject to these rules, the Committee may by resolution:-
 - (a) expel a Member or an Associate from the Association.
 - (b) suspend a Member or an Associate from membership of the Association for a specified period; or
 - (c) fine a Member or an Associate in accordance with the regulations, if the Committee is of the opinion that the Member or Associate-
 - (i) has refused or neglected to comply with these rules; or
 - (ii) has been guilty of conduct unbecoming a Member or an Associate and prejudicial to the interests of the Association.
- (5) A resolution of the Committee under sub-clause (4):-
 - (a) does not take effect unless the Committee, at a meeting held not earlier than 14 and not later than 28 days after the service on the member of a notice under sub-clause (6) confirms the resolution in accordance with this clause; and
 - (b) where the Member or Associate exercises a right of appeal to the Association under this clause does not take effect unless the Association confirms the resolution in accordance with this clause.
- (6) Where the committee passes a resolution under sub-clause (4), the Secretary shall, as soon as practicable cause to be served on the Member or Associate in writing a notice:-
 - (a) setting out the resolution of the Committee and the grounds on which it is based.
 - (b) stating that the Member or Associate may address the Committee at a meeting to be held not earlier than 14 and not later than 28 days after service of the notice;
 - (c) stating the date, place and time of that meeting;
 - (d) informing the Member or Associate that he may do one or more of the following-
 - (i) Attend that Committee meeting
 - (ii) Give to the Committee before the date of that meeting a written statement seeking the revocation of the resolution;
 - (iii) Not later than 24 hours before the date of that Committee Meeting, lodge with the Secretary a notice to the effect that he wishes to appeal to the Association in a Special General Meeting against the resolution.
- (7) At a meeting of the Committee held in accordance with sub-clause (6b), the Committee:-
 - (a) shall give to the Member or Associate an opportunity to be heard, and
 - (b) shall give due consideration to any written statement submitted by the Member or Associate; and
 - (c) shall by resolution determine whether to confirm or to revoke the resolution.
- (8) Where the Secretary receives a notice under sub-clause (6 (d) iii), he shall notify the Committee and the Committee shall convene a Special General Meeting of the Association to be held within 21 days after the date on which the Secretary received the notice.
- (9) At a Special General Meeting of the Association convened under sub-clause (8):
 - (a) no business other than the question of the appeal shall be transacted;
 - (b) the Committee may place before the meeting details of the grounds for the resolution and the reasons for the passing of the resolution;
 - (c) the Member or Associate shall be given an opportunity to be heard, and
 - (d) the Members and Associates present shall vote by secret ballot on the question whether the resolution should be confirmed or revoked.
- (10) If at the Special General Meeting:-
 - (a) two-thirds of the membership vote in person or by proxy, (Appendix 3) in favour of the confirmation of the resolution, the resolution is confirmed; and
 - (b) in any other case, the resolution is revoked.

12. ANNUAL GENERAL MEETING

- (1) The Association shall in each calendar year convene an Annual General Meeting of its membership.**
- (2) The Annual General Meeting shall be held on such day as the Committee determines.**
- (3) The Annual General Meeting shall be specified as such in the notice convening it.**
- (4) The business of the Annual General Meeting shall be:-**
 - (a) to confirm the minutes of the preceding Annual General Meeting and of any Special General Meeting held since that meeting;**
 - (b) to receive from the Committee reports upon the transactions of the Association during the preceding financial year;**
 - (c) to elect Officers of the Association and the ordinary members of the Committee;**
 - (d) to receive and consider the statement submitted by the Association in accordance with section 30 (3) of the Act;**
 - (e) to vote on any changes to the Constitution and By-Laws of the Association.**
- (5) The Annual General Meeting may transact special business of which notice is given in accordance with these rules.**
- (6) The Annual General Meeting shall be in addition to any other General Meetings that may be held in the same year.**

13. SPECIAL GENERAL MEETING

- (1) Other than General Meetings and the Annual General Meeting, Special General Meetings may be convened.**
- (2) The Committee may, whenever it thinks fit, convene a Special General Meeting of the Association**
- (3) The Committee shall, on the requisition in writing of Members and Associates representing not less than 10% of the total number of the membership, convene a Special General Meeting of the Association.**
- (4) The requisition for a Special General Meeting shall state the objects of the meeting and shall be signed by the Members or Associates making the requisition and be sent to the address of the Secretary and may consist of several documents in a like form, each signed by one or more of the Members and Associates making the requisition,**
- (5) If the Committee does not cause a Special General Meeting to be held within one month after the date on which the requisition is sent to the address of the Secretary, the Members and Associates making the requisition, may convene a Special General Meeting to be held not later than 3 months after that date.**
- (6) A Special General Meeting convened by Members and Associates in pursuance of these rules shall be convened in the same manner as nearly as possible as that in which meetings are convened by the Committee and all reasonable expenses incurred in convening the meeting shall be refunded by the Association to the persons incurring the expenses.**

14. NOTICE OF MEETING

- (1) The Secretary of the Association shall, at least 6 days before the date fixed for holding a General Meeting, Special General Meeting or the Annual General Meeting of the Association, cause to be sent to each Member and Associate of the Association at the address appearing in the Register of Members and Associates, a notice by pre-paid post or electronic transmission, stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.**
- (2) Business at a General Meeting shall be conducted as stated in the By-Laws.**

15. PROCEEDINGS AT MEETINGS

- (1) All business that is transacted at a Special General Meeting and all business that is transacted at the Annual General Meeting with the exception of that specially referred to in these rules as being the ordinary business of the Annual General Meeting shall be deemed to be special business.
- (2) If within half an hour after the appointed time for the commencement of a General Meeting, a quorum is not present, the meeting if convened upon the requisition of Members and Associates shall be dissolved and in any case shall stand adjourned to the same day in the next week at the same time and (unless another place is specified by the Chair at the time of adjournment or by written notice to Members and Associates given before the day to which the meeting is adjourned) at the same place and 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 number of Members and Associates constituting a quorum shall be as stipulated in Clause 8 of the By-Laws of the Association.
- (3) The President, or in his absence, the Vice-President, shall preside as Chair at each General Meeting of the Association.
- (4) If the President and the Vice-President are absent from a General Meeting, the Members and Associates present shall elect one of their number to preside as Chair at the meeting.
- (5) The Chair of a General Meeting at which a quorum is present may, with the consent of the meeting, adjourn the meeting from time to time and place to place, but no business shall be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
- (6) Where a meeting is adjourned for 14 days or more, a like notice of the adjourned meeting shall be given as in the case of the General Meeting.
- (7) Except as provided in sub-clauses (1) and (2) it is not necessary to give notice of an adjournment or of the business to be transacted at an adjourned meeting.
- (8) A question arising at a General Meeting of the Association shall be determined on a show of hands and unless before or on the declaration of the show of hands a poll is demanded, a declaration by the Chair that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost, and an entry to that effect in the Minute Book of the Association is evidence of the fact, without proof of the number or proportion of the votes recorded in favour of, or against.
- (9) Upon any question arising at a General Meeting of the Association, a Member or an Associate has one vote only.
(i) All votes shall be given personally or by proxy.
(ii) In the case of an equality of voting on a question the Chair of the meeting is entitled to exercise a casting vote.
- (10) If at any meeting a poll on any question is demanded by not less than three Members or Associates, it shall be taken at that meeting in such manner as the Chair may direct and the resolution of the poll shall be deemed to be a resolution of the meeting on that question.
- (11) A poll that is demanded on the election of a Chair or on a question of an adjournment shall be taken forthwith and a poll that is demanded on any question shall be taken at such time before the close of the meeting as the Chair may direct.
- (12) A Member or an Associate is not entitled to vote at any General Meeting unless all moneys due and payable by him to the Association have been paid.
- (13) Each Member or Associate shall be entitled to appoint another Member or Associate as their 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.
- (14) The notice appointing the proxy shall be in the form set out in Appendix 3.

16. COMMITTEE OF MANAGEMENT

- (1) The affairs of the Association shall be managed by a Committee of Management consisting of the Officers of the Association:-**
 - (a) a President**
 - (b) a Vice-President**
 - (c) a Treasurer**
 - (d) a Secretary, and**
 - (e) a number of ordinary Committee members as stated in the By-Laws each of whom shall be elected at the Annual General Meeting of the Association in each year.**
- (2) The Committee:-**
 - (a) shall control and manage the business and affairs of the Association:**
 - (b) may, subject to these rules, the regulations and the Act, exercise all such powers and functions as may be exercised by the Association other than those powers and functions that are required by these rules to be exercised by the membership of the Association and**
 - (c) subject to these rules, the regulation and the Act, has the 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 Association.**
- (3) The provisions of clause 17 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 mentioned in sub-clause (1).**
- (4) In the event of a casual vacancy in any office referred to in sub-clause (1), the Committee may appoint one of its members to the vacant office and the member so appointed may continue in office up to and including the conclusion of the Annual General Meeting next following the date of their appointment.**
- (5) Each member of the Committee shall, subject to these rules, hold office until the Annual General Meeting next after the date of their election but is eligible for re-election.**
- (6) In the event of a casual vacancy occurring in the Office of a member of the Committee, the Committee may appoint a Member or an Associate of the Association to fill the vacancy and the Member or Associate so appointed shall hold office, subject to these rules, until the conclusion of the Annual General Meeting next following the date of their appointment.**

17. ELECTION OF OFFICERS AND VACANCY

- (1) Nominations of candidates for election as Members of the Committee of Management of the Association:-**
 - (a) shall be made in writing, signed by a Member or an Associate of the Association and accompanied by the written consent of the candidate (which may be endorsed on the form of nomination); Appendix 1 and**
 - (b) shall be delivered to the Secretary of the Association not less than 7 days before the date fixed for the holding of the Annual General Meeting.**
- (2) If insufficient nominations are received to fill all vacancies on the Committee, the candidates nominated shall be deemed to be elected and further nominations shall be received at the Annual General Meeting.**
- (3) 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.**
- (4) If the number of nominations exceeds the number of vacancies to be filled, a ballot shall be held.**
- (5) The ballot for the election of members of the Committee of Management shall be conducted at the Annual General Meeting in such usual and proper manner as the Committee may direct.**
- (6) For the purposes of these rules, the office of a member of the Committee of Management of the Association becomes vacant if the member:-**
 - (a) ceases to be a Member or an Associate of the Association;**
 - (b) becomes an insolvent under administration within the meaning of the Companies (Victoria) Code; or**
 - (c) resigns their office by notice in writing given to the secretary.**
 - (d) does not attend or apologise for non-attendance for 3 consecutive Committee Meetings.**

18. PROCEEDINGS OF COMMITTEE OF MANAGEMENT

- (1) The Committee shall meet regularly at such place and such times as the Committee may determine.
- (2) Special Meetings of the Committee may be convened by the President or by any 4 of the members of the Committee at least one of whom shall be an Officer of the Association.
- (3) Notice shall be given to members of the Committee of any Special Meeting specifying the nature of the business to be transacted and no other business shall be transacted at such a meeting.
- (4) Any 5 members of the Committee constitute a quorum for the transaction of the business of a meeting of the Committee.
- (5) No business shall be transacted unless a quorum is present and if within half an hour of the time appointed for the meeting a quorum is not present the meeting shall stand adjourned to the same place and at the same hour of the same day in the following week unless the meeting was a Special Meeting in which case it lapses.
- (6) At meetings of the Committee
 - (a) the President or in his absence the Vice-President shall preside; or
 - (b) if the President and the Vice President are absent, such one of the remaining members of the Committee as may be chosen by the members present shall preside.
- (7) Questions arising at a meeting of the Committee or of any sub-committee appointed by the Committee shall be determined on a show of hands or, if demanded by a member, by a poll taken in such manner as the person presiding at the meeting may determine.
- (8) Each Member or Associate present at a meeting of the Committee or 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.
- (9) Subject to sub-clause (17.4) the Committee may act, notwithstanding any vacancy on the Committee.

19. DUTIES OF THE SECRETARY

The Secretary of the Association shall keep minutes of the resolutions and proceedings of each General Meeting, Annual General Meeting, Special General Meeting and Committee Meetings in books provided for that purpose, together with a record of the names of persons present at those meetings.

20. DUTIES OF THE TREASURER

- (1) All monies received by the Treasurer shall be paid within one calendar month to the credit of an operating account opened in the Association's name, with such financial institution as the Committee of Management may determine from time to time.
- (2) All payments by the Association shall be made by either :-
 - (i) a cheque signed by any one of three persons authorised for that purpose by the Committee of Management. Wherever possible, that person should be the Treasurer, or
 - (ii) Internet banking, and the person responsible for overseeing this function will be the Treasurer.
- (3) The Treasurer shall, at least in each one period of twelve months:-
 - (a) cause the financial affairs of the Association to be audited by a qualified person who is not a Member nor an Associate, and who shall be appointed at each Annual General Meeting to hold office until the following Annual General Meeting.
 - (b) prepare or cause to be prepared, a Balance Sheet setting out the financial position of the Association.
- (4) All accounts drawn on the Association must be presented to the Committee for authorisation of payment.

21. REMOVAL OF MEMBER OF COMMITTEE

The Association in General Meeting may by resolution remove any member from the Committee before the expiration of their term of office and appoint another member in their stead to hold office until the expiration of the term of the first mentioned member.

22. DISPUTES AND MEDIATION

- (1) The grievance procedure set out in this rule applies to disputes under these Rules between-
 - (a) a Member or an Associate and another Member or an Associate, or
 - (b) a Member or an Associate and the Association.
- (2) The parties to the dispute must meet and discuss the matter in dispute, and, if possible, resolve the dispute within 14 days after the dispute comes to the attention of all the parties.
- (3) If the parties are unable to resolve the dispute at the meeting, or if a party fails to attend that meeting, then the parties must, within 10 days, hold a meeting in the presence of a mediator.
- (4) The mediator must be-
 - (a) a person chosen by agreement between the parties, or
 - (b) in the absence of agreement –
 - (i) in the case of a dispute between a Member or an Associate and another Member or an Associate, a person appointed by the committee of the Association, or
 - (ii) in the case of a dispute between a Member or an Associate and the Association, a person who is a mediator appointed or employed by the Dispute Settlement Centre of Victoria (Department of Justice).
- (5) A Member or an Associate of the Association can be a mediator.
- (6) The mediator cannot be a Member or an Associate who is a party to the dispute.
- (7) The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.
- (8) The mediator, in conducting the mediation, must-
 - (a) give the parties to the mediation process every opportunity to be heard, and
 - (b) allow due consideration by all parties of any written statement submitted by any party, and
 - (c) ensure that natural justice is accorded to the parties to the dispute throughout the mediation process.
- (9) The mediator must not determine the dispute.
- (10) If the mediation process does not result in the dispute being resolved, the parties may seek to resolve the dispute in accordance with the Act otherwise at law.

23. SEAL

- (1) The Common Seal of the Association shall be kept in the custody of the Secretary.
- (2) The Common Seal shall not be affixed to any instrument except by the authority of the Committee and the affixing of the Common Seal shall be attested by the signatures of two members of the Committee.

24. ALTERATION OF RULES AND STATEMENT OF PURPOSES

These rules and the statement of purposes of the Association shall not be altered except in accordance with the Act.

25. NOTICES

- (1) A notice may be served by or on behalf of the Association upon any Members or Associates either personally or by sending it by post to the Member or Associate at their address shown in the Register of Members and Associates.
- (2) Where a document is properly addressed pre-paid and posted to a person as a letter, the document shall, unless the contrary is proved, be deemed to have been given to the person at the time at which the letter would have been delivered in the ordinary course of post.

26. WINDING UP OR CANCELLATION

In the event of the organisation (AVPA) being dissolved, the amount which remains after such a dissolution and the satisfaction of all the debts and liabilities, shall be paid and applied by the Committee of Management in accordance with their powers to any fund, institution or authority which is a non-profit Organisation.

27. CUSTODY OF RECORDS

Except as otherwise provided in these Rules, the Secretary shall keep custody and control of all books, documents and securities of the Association.



Australian Video Producers Association Inc.

CONSTITUTION and BY-LAWS

1st December 2009

BY-LAWS

1. MEETINGS

Meetings of the Association will be held at the venue advised on the Notice of Meeting. Guests are welcome to attend for a maximum of three (3) meetings for a fee to be set by the Committee.

2. CORRESPONDENCE

All correspondence shall be addressed and forwarded to:
The Secretary, AVPA, 2/9 Church Street, Hawthorn, Victoria 3122

3. CATEGORIES OF MEMBERSHIP

There shall be 9 categories of Membership:

- (a) Full Member
- (b) Honorary Member
- (c) Honorary Life Member
- (d) Associates (categories 1 to 6)

4. DEFINITIONS OF MEMBERSHIP

DEFINITIONS OF MEMBERS

(1) Member

(a) Any AVPA Accredited individual interested in professional video production, or
(b) Any organisation or company involved in professional video production whose principal or nominee is AVPA Accredited and takes responsibility for the creative content produced by that company and is responsible for its code of conduct.

(2) Honorary Member

A limited membership awarded to an accredited individual by a resolution passed by the Membership and/or the Committee in recognition of services to the Association or on compassionate grounds.

(3) Honorary Life Member

A life membership awarded to an accredited individual by a resolution passed by the Membership and/or the Committee in recognition of outstanding services to the Association.

DEFINITIONS OF ASSOCIATES

Category 1

Any non-accredited individual, company or organisation involved in video production.

Category 2

Any individual, Company or organisation supplying services to the video production industry.

Category 3

Any student enrolled in a video production course at a recognised institution.

(This membership is offered as an encouragement to Full Time Students enrolled in a video production course at a recognised Institution and who do not earn any income from video production.)

Category 4

Awarded to any non-accredited individual for a limited time by a resolution passed by the Membership and/or the Committee in recognition of services to the Association or on compassionate grounds.

Category 5

Awarded to any non-accredited individual by a resolution passed by the Membership and/or Committee in recognition of outstanding services to the Association.

Category 6

Any individual who has maintained a minimum of five years membership and is no longer working in the industry. (This membership is offered as an encouragement to continue as an Associate of the Association, although any accreditation and full member benefits will be lapsed.)

5. AVPA ACCREDITATION OF FULL MEMBERS

- (1) There will be 3 levels of accreditation available to the membership on the condition that their work is submitted to the AVPA for assessment and that it meets AVPA accreditation standards for each level.
 - (i) **Accredited Member** - A Member who has attained an elementary level of proficiency in video production.
 - (ii) **Accredited Advanced Member** - A Member who has attained a consistently advanced level of proficiency in video production, has been a continuous member of the Association for a period of 3 years and who submits and is accredited on a portfolio of their work comprising of programmes completed and presented to clients during the preceding twelve months to the Accreditation sub-committee.
 - (iii) **Accredited Master Member** - A Member who has attained a consistently superior level of proficiency in video production, has been a continuous member of the Association for a period of 5 years and who submits and is accredited on a portfolio of their work comprising of programmes completed and presented to clients during the preceding twelve months to the Accreditation sub-committee
- (2) The Committee of Management reserves the right to rescind accreditation at its discretion.
- (3) Only work presented to a client/s will be accepted for accreditation.
- (4) Should a question arise in regard to verification of accreditation details, it requires the unanimous vote of the full committee prior to contacting the listed client, as appearing on the application for accreditation form.

6. USE OF THE AVPA LOGO/LETTERS

- (1) The use of the Association's distinguishing Logo/Letters must be confined to the Association activities, or statement of name and address on a card, letterhead and published articles and advertisements.
- (2) Only accredited Members are entitled to use the distinguishing Logo/Letters of the Association. The Committee of Management reserves the right to rescind this permission at its discretion.
- (3) Associates will be able to purchase and display AVPA merchandise which include the Association's Logo/Letters but all other restrictions for advertising purposes remain in force.

7. JOINING AND ANNUAL MEMBERSHIP FEES

- (1) At each Annual General Meeting, the Committee of Management shall recommend to the Membership the Joining Fee and Annual Membership Fees for the following Financial Year.
- (2) As at 1st January 2010 the joining fee is \$33 and the
 - (i) General Membership Fee is \$264.00
 - (ii) Student Membership Fee is \$82.50
 - (iii) Retired Membership Fee is \$82.50(All fees include GST of 10%).
- (3) All fees are due and payable on the first day of July of each year.
- (4) Individuals joining the Association as Associates in categories 3 to 6 will not be required to pay the joining fee.
- (5) Associates who upgrade to Member will not be required to pay an additional joining fee.

8. QUORUM FOR ALL MEETINGS

The quorum of Members and Associates for General, Special, Annual General and Committee Meetings shall be five (5) financial Members or Associates who must be present at the commencement of any meeting of the Association.

9. GENERAL MEETING BUSINESS

- (1) The Committee of Management shall set the business to be conducted at General Meetings.
- (2) A Member or an Associate desiring to bring any business before a General Meeting may give notice of that business in writing to the Secretary, who shall include that business in the notice calling the next General Meeting.
- (3) The Committee of Management may, from time to time, open the meeting for questions by Members or Associates from the floor.

10. DRESS CODE

- (1) The AVPA Meetings are ideal opportunities for professional networking amongst industry guests and potential employers, therefore, the Association encourages all Members and Associates to present themselves in a professional manner.
- (2) At any of its functions, the Committee of Management reserves the right to refuse admission to any Member, Associate or guest deemed to be inappropriately attired.

11. MEMBERSHIP KIT

Each financial Member and Associate shall be issued with the AVPA membership kit. This kit shall comprise of :

- (a) the AVPA Constitution and By-laws,
- (b) the AVPA Minimum Professional Standards Manual,
- (c) the AVPA Application for Accreditation and the accreditation level criteria,
- (d) the AVPA Code of Professional Conduct,
- (e) the sample Production Agreement,
- (f) the Membership card

12. NUMBERS OF ORDINARY COMMITTEE MEMBERS

The number of ordinary committee members shall be a minimum of five (5) one of whom shall be the designated Journal / Newsletter coordinator.

13. COMMITTEE MEETINGS

There shall be a minimum of eight (8) committee meetings per year.

14. CONSTITUTION & BY-LAWS

The AVPA Constitution and By-Laws is available for perusal from the current Secretary of the Association.



Australian Video Producers Association Inc.

APPOINTMENT OF PROXY Australian Video Producers Association, Inc.

*Note: This Form must be completed & returned to the Secretary
no later than 24 hours prior to the meeting in respect of which the proxy is appointed.*

Appointment of proxy for the _____ Meeting,
Australian Video Producers Association, Inc.

I _____ Member/Associate No. _____

being a financial Member or Associate of the Australian Video Producers Association, Inc.,

hereby appoint: _____ Member/Associate No. _____

being a financial Member or Associate of the Australian Video Producers Association, Inc.,

to vote and otherwise act on my behalf at the _____ Meeting

of the Australian Video Producers Association, Inc., to be held on _____

or at any adjournment thereof.

Signature

Date: