

## WFCA Formation Proposals

**being proposals for formation of the  
Wombat Forest Community Association  
and for establishing a  
Council of Stewards  
to replace the Interim Stewardship Council from  
1 July 2004  
including Notice of Meeting and motions  
to be put to the Forest Assembly on 1 May 2004**

**Prepared by the Governance Working Group  
for the Interim Stewardship Council**

**April 2004**

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Acknowledgement of the source of the material would, however, be appreciated.

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## Notice of Meeting

**Second Forest Assembly for the establishment of  
Community Management of the Wombat Forest**

**Daylesford Secondary College Hall  
Smith Street Daylesford**

(towards the old railway station)

**10:00am – 5:00pm Saturday 1 May 2004**

### Agenda

Meet the People	10:00am
Welcome	10:30am
Steps to Community Forest Management (CFM) CFM in NSW – The Ourimbah Protocol Questions and answers	
<i>Lunch (the College canteen will be open)</i>	12:00 noon
Consideration of Motions 1 and 2 (as listed in “WFCA Formation Proposals” paper)	1:30pm
Closure of open Forest Assembly meeting	2:00pm
Opening of 1 <sup>st</sup> Meeting of Wombat Forest Community Association	2.15pm
Consideration of Motions 3 and 4 (as listed in “WFCA Formation Proposals” paper)	2.15pm
Discussion of other issues	4:30pm
Close of meeting	5:00pm

*Morning and afternoon tea will be provided  
and the College canteen will be open for lunch*

## What the Meeting is all about

### 1. A commitment to continuing community consultation on structure and directions for CFM (Motion 1)

Recognising that the wider community has had limited opportunity to comment on the CFM structure and directions proposals developed by the Governance Working Group and the Interim Stewardship Council and presented to the Forest Assembly on 28 Feb. in the form of a Manifesto, the first motion is to commit the Council of Stewards which will replace the ISC from 1 July to ongoing community consultation regarding these matters.

### 2. Formation of the Wombat Forest Community Association (Motion 2)

Meantime, it is necessary that we establish the Council of Stewards, as the Interim Stewardship Council has no mandate beyond 30 June.

The first step to doing this is to formally recognise the body of people in the community engaged in Community Forest Management. This will be done by the formation of the Wombat Forest Community Association. The proposed Rules of the Association including its Purposes are attached to this document as Appendix 1. Membership will be open to all, with no fees or other constraints. Everyone attending the Forest Assembly will be invited to become Foundation Members.

### 3. Forest Assemblies and Community Groups (no motions required)

The structure proposed by the ISC entails three main elements. First and foremost are the various community groups that are expected to engage in various aspects of forest management. These may be Working Groups addressing particular aspects of forest management; Local Area Groups involving residents in and around the forest; and Interest Groups of other descriptions, such as people who use the forest for particular purposes such as recreational users. Because it is intended that these groups be free to form themselves and to arrange their own affairs, they require little in the way of regulation in the Rules of the Association.

The second main element is the Forest Assembly. This is the term we've adopted for general meetings of the Association. Forest Assemblies are open to the general public. Attendees may join the Association simply by signing the attendance indicating agreement to be bound by the Rules of the Association and to support its Purposes. The role of Forest Assemblies is defined in the Association's Rules and in this document. It is broadly to set the directions for CFM as it will be implemented for the Wombat Forest. Forest Assemblies are expected to set the Visions, Goals, Objectives, Guidelines, Policies and directions for CFM (typically by considering recommendations on these matters put

to the Assembly by the Council of Stewards). Regulations governing the conduct of Forest Assemblies are contained in the Rules of Association already discussed.

### 4. Formation of the Council of Stewards (Motions 3 and 4)

The Council of Stewards will act as the committee of the Association. It will be responsible for community input to the management of the forest on a day to day basis, and will be the key decision-making body within the framework defined by the Forest Assembly.

We need to establish the Council of Stewards, and to do that we need to decide its composition and how people will be appointed.

Motion 3 recommends that the Council comprise eight people directly appointed by the community, and another three to be appointed by the Minister for the Environment with input from the Council as already established. It also allows up to three additional people to be co-opted by the Council if thought necessary to achieve balanced representation of the full range of community interests in the forest.

Motion 4 addresses how the eight people appointed by the community should be selected. It proposes open election by a Forest Assembly. Other options, such as nomination of representatives by community groups, are described as alternatives in the pages that follow.

### 5. To sum up:

**First motion:** *To commit the Council of Stewards when it takes office on 1 July to ongoing community consultation regarding structure and directions for CFM*

**Second motion:** *To establish the Wombat Forest Community Association*

The Assembly meeting will then terminate, but immediately recommence as the first meeting of the Association.

**Third motion:** *To determine the composition of the Council of Stewards*

**Fourth motion:** *To determine how community-appointed members of the Council should be selected.*

**Please Note:** You do not have to be represented on the Council of Stewards to be heard. Council meetings are generally open, and questions and contributions from the gallery are allowed.

**READ ABOUT THE SAFE-GUARDS ON PAGE 6, THEN VOTE FOR "8 / 3 PLUS 3" AND OPEN ELECTION – THE DEMOCRATIC WAY**

## The Motions

### Motion 1 – Commitment to Consultation (for further details see page 8)

“that the Council of Stewards appointed to take office from 1 July 2004 be required to undertake a program of community consultations with respect to:

- the structure for CFM having regard to the outcomes of this Forest Assembly
- the directions that CFM should take, including vision, goals and objectives and governance processes

and to report back to a Forest Assembly no later than 28 November 2004”

### Motion 2 – Establishment of Wombat Forest Community Association

(for further details see page 8)

“that:

- the Wombat Forest Community Association be formed as from the date of this meeting to engage in community management of the Wombat Forest from 1 July 2004
- the Purposes of the Wombat Forest Community Association be:
  - 1 to involve and actively engage the local and Victorian communities in the management of the Wombat Forest in Central Victoria
  - 2 to ensure balanced representation of the full cross-section of views of the community in the management of the forest
  - 3 to protect and enhance forest values and satisfy the community’s social, cultural, recreational, environmental and economic interests
  - 4 to undertake any activities that support the Vision, Goals and Objectives of the Association as determined from time to time
  - 5 to support and promote the interests of community forest management both locally and around the world
  - 6 to educate the community including all levels of government with regard to forest values, forest management and community responsibility for the forest
  - 7 to do all such things as may be incidental to or in any way conducive to the fulfilment of the above purposes or any of them
- the formative Rules of the Association be as set out in Proposed Rules accompanying the paper “WFCFA Formation Proposals” (Appendix 1)
- persons who have registered their attendance at this Forest Assembly and who indicate their desire to join by attending its first meeting thereby become Foundation Members of the Association
- others may join the Association by signing an application form in the format set out in the Rules of Association
- the Interim Stewardship Council will become the Interim Committee of the Association pending the establishment of a Council of Stewards to take its place.”

### Motion 3 – Composition of the Council of Stewards (for further details see page 9)

“that the **8 / 3 plus 3** option as set out in the Notice of Meeting be adopted for the composition of the Council of Stewards”

The **8 / 3 plus 3** option is defined as:

- *8 members directly appointed by the community by the process to be determined by Motion 4*
- *3 appointed by the Minister for the Environment*
- *the Council having the power to coopt up to 3 additional members to achieve more balanced representation of community interests, including indigenous representation as determined in consultation with local indigenous communities.*

Five other composition options considered and rejected by the ISC are outlined in the paper.

### Motion 4 – Method of appointment of Direct Community Representatives

(for further details see page 11)

“that the **Free election** option as set out in the Notice of Meeting be adopted for the appointment of direct community representatives to the Council of Stewards”

The **Free election** option is defined as:

*Vacancies to be advertised no less than four weeks ahead of Forest Assembly to be held on 19 June. No restrictions on candidature. Nominations to be lodged by 5 June in the form specified in the Rules. Candidate information to be widely advertised ahead of the Forest Assembly.*

*Members of the Wombat Forest Community Association present at the Assembly on 19 June entitled to vote by written ballot (no proxies).*

*Votes to be counted using the Hare-Clark preferential voting system.”*

The following appointment options considered and rejected by the ISC are outlined in the paper:

**Election with Active Member Preference** (seeks to ensure 75% of elected candidates are active in CFM in different Working Groups)

**Nomination by Working Groups** (eight Working Groups each to nominate one representative to the Council)

**Nomination by Local Area Groups** (eight Local Area Groups each to nominate one representative to the Council)

**Nomination by Working and Local Area Groups** (four representatives for Council to come from Working Groups, appropriately combined; another four to come from Local Area Groups, likewise appropriately combined)

## Background, Discussion and Options

### *1 Progress to date*

#### **1.1 The First Step to a CFM Structure**

In November 2003 a Community Representatives Workshop at Hepburn Springs, convened under the auspices of the Department of Sustainability and Environment, formed an Interim Stewardship Council (ISC) and charged it with establishing the arrangements to allow the formal introduction of Community Forest Management (CFM) for the Wombat State Forest, Victoria from 1 July 2004.

The first formal step in that process was the presentation to a Forest Assembly (public meeting) held on 28 February 2004 of a 90 page Manifesto outlining:

- the recent history of developments towards the establishment of CFM for the Wombat Forest
- existing management arrangements under the Department of Sustainability and Environment
- proposed directions for CFM including Vision, Goals and Objectives (the 'Five Declarations')
- proposed CFM structure and operating arrangements.

The Manifesto was not explicitly accepted by the February Assembly, but it achieved its purpose in prompting informed community discussion. Elements of the Manifesto are expected to be carried forward into other documents defining how CFM will operate for the Wombat Forest. These documents will in due course be put to Forest Assemblies for consideration and, if approved, adoption.

#### **1.2 Community Feedback at and since the First Forest Assembly**

Debate at the First Forest Assembly covered a wide range of issues and provided much useful feedback to the Governance Working Group (GWG) and the ISC indicating community perceptions, expectations and ideas.

An invitation was extended at the Assembly for further feedback, either in writing or by direct participation in the process such as attendance at GWG meetings.

Our thanks are extended to the following people and organisations for their submissions:

- Ian Crook
- Ross Redwin
- Cate Howell
- Four Wheel Drive Victoria Inc.
- John Petheram
- Glenlyon Wheatsheaf Coomoora Wombat Forest Protection Group
- Pat Liffman
- Peter Sagittarius
- Tuesday Phelan
- Maureen Corbett
- Chris Harrington

The GWG has responded in writing to the more detailed of these submissions, highlighting areas of agreement and explaining reasons for differences. Even where those differences were significant,

we believe the process yielded improvements to the proposition now being put back to the community.

As a result of the wider publicity achieved through the Forest Assembly a number of new members have joined the Governance Working Group. Their contributions have been most welcome.

#### **1.3 Steps to adopting and implementing a structure**

The Governance Working Group and the Interim Stewardship Council have learned over the past four months that gaining trust, respect for their efforts and support for their proposals from the diverse interest groups in the community is a much more difficult and time consuming task than anyone anticipated.

Communications are at the heart of the problem, and the ISC is addressing the issue in two ways:

- by making increased efforts to communicate what is going on, and in particular to make it known how people can become involved and participate in the process. Those opportunities exist in Community Groups (Working Groups and Local Area Groups), by attendance at Forest Assemblies and as observers at meetings of the Interim Stewardship Council.
- by taking only short term steps at this stage – such as a once-off process to replace the Interim Stewardship Council with a Council of Stewards that has a stronger community mandate – and committing the incoming Council of Stewards to engaging in a continuing consultation process seeking better solutions for adoption in the longer term. This will be another step in the process by which CFM is progressively refined to better fit the community's wishes over the years ahead.

The next major step in the process will be a Forest Assembly to be held on 1 May with just two specific objectives:

- to establish a mechanism for appointing a Council of Stewards to take over from the Interim Stewardship Council from 1 July
- to commit the Council of Stewards when formed to undertaking a community consultation program to determine the structure and directions that CFM should take, with a requirement to report back to a Forest Assembly no later than the end of November.

Another Forest Assembly has been scheduled for 19 June to:

- report on the stewardship of the Interim Stewardship Council since it was formed last November, and on the activities of the various Community / Working Groups
- progress the appointment of the new Council of Stewards, including election of direct community representatives if that is course adopted by the May meeting

- provide the incoming Council of Stewards with direction in the form of a mandate by the community, pending the outcome of the community consultation process to which it is expected that the Council will be committed by virtue of the motion put to the May meeting.

A proposal may also be put to the June Assembly to authorise the new Council of Stewards to

pursue the establishment of an appropriate legal entity for the Wombat Forest Community Association, such as incorporation under the Associations Incorporation Act. *The question of incorporation will not be on the agenda for consideration at the May meeting.*

## 2 The Forest Assembly on 1<sup>st</sup> May

### 2.1 Registration of Attendance and Meeting Participation

Attendees at the Forest Assembly on 1 May will be invited to register their attendance by signing an attendance list in the following form:

**Forest Assembly Attendance Record and/ potential Application for Membership of the Wombat Forest Community Association**

We the parties listed below:

- record our presence at the Forest Assembly in Daylesford this day, 1 May 2004
- acknowledge receipt of a registration slip and in doing so confirm that we have not, under any name, already received a registration slip for this meeting.
- acknowledge that if Motion 2 for the formation of the Wombat Forest Community Association is passed and we subsequently attend the first meeting of the Association we thereby indicate our wish to become members of the Association and in doing so agree to be bound by the Rules of the Association for the time being in force, and to support its Purposes.

Name	Address	Phone	Email	Special interest or association	Signature

Upon signing the form, each person will be issued with a registration slip entitling them to vote on motions 1 and 2 to be presented to the Forest Assembly. After the passage of motion 2, the Forest Assembly meeting open to all members of the community will be brought to a close.

The first meeting of the Association will then be convened. Only people wishing to become the Association will have the right to participate in proceedings from this point, including the right to vote voting on remaining two motions.

Those who voted against the formation of the Association, whether they be in a majority or a minority, will not have a right to participate in its activities, including consideration of the subsequent motions. Should such people consider this procedure to be unfair they are reminded that it will fall to DSE, and ultimately to the Minister, to decide what community organisation

should be invited to collaborate in the management of the forest. People who are not happy with the path taken by the GWG / ISC and supported by those who choose to join the Wombat Forest Community Association may, in their own time and in their own way, form their own association and seek the approval of DSE and the Minister for it to receive the forest management mandate in preference to WFCA.

### 2.2 Explanation of meeting procedure

In the light of concerns expressed at the Forest Assembly regarding the handling of business by the Chair, it should be noted that Forest Assemblies will be conducted in accordance with normal public meeting practice. Motions to be put to the meeting are included as part of this Notice of Meeting. Although incorporation of the Wombat Forest Association is not proposed at this point, guidance will be taken from Victoria’s Model Rules for Incorporated Associations which state “No business other than that set out in the notice convening the meeting may be conducted at the meeting”.

This rule will not be used to unduly inhibit the discussion of issues that attendees at the meeting may wish to raise. Two periods have been set aside in the Agenda when such discussions may occur – during Questions and Answers before lunch, and the last half hour of the meeting. The three hours from 1:30pm to 4:30pm has been scheduled for formal business, and no discussion of other topics will be allowed during that period until the formal business has been completed.

During the periods when discussion of other topics is allowed, show-of-hands voting may be requested to gauge the views of the meeting on matters that may be discussed. While it is to be expected that any such votes will have strong persuasive influence over the Interim Stewardship Council, they can not be formally binding as that would constitute conducting business that is not on the agenda.

The reason for this procedure is that people choose whether or not to attend public meetings on the basis of what the Notice of Meeting tells them will be addressed. Persons not interested in those matters may choose not to attend. It would not be fair to such people to then discuss and make decisions on other matters in which they may have a vital interest.

Each of the motions presented in this paper will be moved by Peter Hall as Convenor of the Governance Working Group (GWG) which has been responsible for the development of the structure proposals, and seconded by Mark Hallett as a member of the Interim Stewardship Council who has not also been involved as a member of the Governance Working Group.

### 2.3 Safeguards to ensure balanced representation of community views

The achievement of balanced representation of community views in the structure of the WFCA as a whole and in particular in the composition of the Council of Stewards has been of acute interest to everyone involved in the CFM process since it started. It has been the subject of intense debate at Governance Group meetings (of which there have been fifteen since it was formed in November), and of equally intense debate at meetings of the ISC. It has also been the subject of intense debate and lobbying by a diverse range of interest groups.

The GWG / ISC firmly believe that the motions to be put to the Assembly on 1<sup>st</sup> May are the best way to address these concerns.

This conclusion was reached only after consideration of a wide range of safeguards that could be built into the structure as a whole and into the roles of the various entities in the CFM process. Most of these safeguards were outlined in the Manifesto, others have been added since.

The safeguards are as follows:

1. The Council of Stewards to have an independent, non-voting Chair to be appointed by the Council itself. As all members elected / appointed to the Council are entitled to vote, the Chair is expected to be drawn from outside, and to be a person chosen by the Council to facilitate their deliberations without any particular bias.
2. Whatever composition model is chosen, a majority of the members of the Council to be direct representatives of the community. Some of the options put forward (including that recommended by the GWG / ISC) allow for additional appointments, to be made by the Minister, local indigenous communities and/or the Council itself. None of the models, however, allows such additional appointments to outnumber direct community appointments.
3. Forest Assemblies to be chaired by a different independent Chair (no matter how independent the Chair of the ISC may be, he/she will be perceived by some to be complicit with the ISC and its actions)
4. Voting in elections for Council to be restricted to people present at Forest Assemblies (with the possible exception of proxy voting limited to active participants in the CFM process). This will preclude recruitment of additional members to the Association purely for the purpose of lodging either postal or proxy votes.
5. Candidates for election to lodge their nominations in writing including a statement in support of their candidacy, these statements to be widely publicised before the elections
6. A requirement for members of the Association to sign their support for its purposes, and the inclusion in those purposes of one "to ensure balanced representation of the full cross-section of views of the community in the management of the forest". This commits members to avoid "stacking" of elections beyond achieving the election of one candidate, as any interest group seeking more than one representative on Council at the expense of other interests is clearly not fostering representation of "the full cross-section" of community views. A group that can "stack" a meeting to achieve the election of a single candidate would presumably represent a large enough body of community opinion to warrant having that representative on Council.

If a group of Councilors once appointed come to the realisation that they are representing similar interests at the expense of other sections of the community they would have an

obligation, under this Purpose, to address the issue – for instance by a resignation that would allow the remaining Council to co-opt someone to fill the gap

7. Proposed adoption of the Hare-Clark proportional representation voting system to ensure all votes have an influence on the outcome
8. Separation of powers of the Forest Assembly and the Council of Stewards (see item 2.5 below). For an interest group to achieve a change in management practices that they espouse would require them to:
  - gain Forest Assembly endorsement of policy that supports the change
  - achieve a Council of Stewards prepared to implement the change.While it may be easy to achieve a particular outcome to a motion to a Forest Assembly, it would be quite a different matter to achieve the election of sufficient people to a Council of Stewards (willing to commit themselves to fortnightly local meetings and much other work besides) to sway its views in a particular direction.
9. A proposal that the Minister appoint three members of the Council, and that these appointments be made *after* the results of Forest Assembly elections are known, giving the Minister the opportunity to redress any apparent imbalance in community representation
10. Provision for the Council itself to redress any gaps in the representation of community interests by co-opting additional members. (It is true that this power could be abused, but the Council must defend its actions at the next Forest Assembly)
11. A provision that when the Minister makes his appointments to the Council he also renews the charter of the Wombat Forest Community Association to carry on its role in the management of the forest. Should the Minister consider the election outcome to be unrepresentative of community interests he might:
  - refuse to renew the charter but leave the existing charter in place, forcing the Association to carry on under its old regime until another Forest Assembly can be called to hold new elections
  - refuse to renew the charter altogether, invoking instead some alternative arrangements for the management of the forest.We can debate whether it is desirable for the Minister to have such powers, but in the absence of legislative change that is the fact, and this proposal is simply enunciating the fact in a way that highlights his potential role.
12. Provision for an Advisory Council comprising individuals respected in the community for their knowledge and experience in matters relating to forest management and the role of WFCA. While the primary role of the Advisory Council will be to support and assist the Council of Stewards as and when necessary, it will also be required to report to the Minister giving an assessment of the CFM process and its achievements. An Advisory Council report suggesting bias in the representation of community interests could, if the situation is not corrected at the next election, lead to some form of corrective action by the Minister, either in his/her nomination of Ministerial appointments, or in the terms of extension of the charter.

It is hoped the existence of such provisions in the rules will encourage acceptable outcomes in terms of balanced community representation without explicit corrective actions needing to be taken.

Despite the allegations of parties who have joined the process lately and who are, in their own terms, engaged in 'catch up', the Interim Stewardship Council, nominated by the November Structure Workshop (a de facto community meeting comprising representatives from a wide range of community interests) has demonstrated how people with a wide diversity of opinions can come together to work for the good of, and in the interests of, the community as a whole.

The GWG and the ISC ask everyone voting at the May Forest Assembly to consider these safeguards as compared with those that might be achieved with other options.

## 2.4 Separation of Powers

The GWG / ISC propose a clear separation of powers between the Forest Assembly and the Council of Stewards. Under their model the Forest Assembly would be explicitly charged with:

- determining the Vision, Goals and Objectives of CFM (e.g. by approval of the Five Declarations)
- determining the structure and rules of operation of the Association
- electing the majority of the members of the Council of Stewards
- approving policies and strategies put forward by the Council of Stewards
- monitoring the performance of the Council of Stewards
- general meeting responsibilities for the Association

but *not* participating directly in the management of the forest.

The Council of Stewards would be charged with:

- making recommendations to the Forest Assembly with respect to all of the above matters
- participating in the day-to-day management of the forest in collaboration with DSE
- committee responsibilities for the Association.

Benefits of this model include:

- clear recognition of the different roles of Forest Assembly and Council of Stewards
- insulation of management decisions from the potential pressures of Forest Assemblies at which particular interest groups are disproportionately represented
- ensuring that management decisions are made by a group of people who should be better informed of the context and likely ramifications of their decisions than people attending occasional Forest Assembly meetings
- accountability of the Council of Stewards to participate in the management of the forest in accordance with policies and strategies approved by the Forest Assembly
- accountability of the Council of Stewards to the Forest Assembly periodically and particularly at elections

These are seen to outweigh the possible disadvantages of:

- perceived diminution of the powers of the Forest Assembly
- potential for the Council of Stewards to make management decisions contrary to the will of the community as expressed by the Forest Assembly (for which they could duly be called to account by the Forest Assembly).

### 3 Motions to be put to the May 1 Forest Assembly

#### 3.1 Commitment to community consultation

The Manifesto, when presented to the Forest Assembly in February, attracted a lot of discussion. As many in the community feel they have not been given adequate opportunity to participate in such discussions or to influence their outcomes, the GWG / ISC decided to focus on interim solutions (Association and Council formation process at the May Assembly; Council mandate at the June Assembly), and to commit the incoming Council to further community consultation before determining any longer term solutions.

The form of this community consultation will be determined by the ISC in the light of community input at both May and June Forest Assemblies and otherwise. The engagement of professional facilitators funded by DSE will be considered as a desirable approach.

The motion:

that the Council of Stewards appointed to take office from 1 July 2004 be required to undertake a program of community consultations with respect to:

- the structure for CFM having regard to the outcomes of this Forest Assembly
- the directions that CFM should take, including vision, goals and objectives and governance processes

and to report back to a Forest Assembly no later than 28 November 2004

The motion does not require the consultation process be completed by 28 November – merely for a report back to a Forest Assembly by then. (It is likely that reports will also be presented to another Forest Assembly sometime between June and November.) If community dissatisfactions remain, the consultation process can continue longer. Hopefully that won't be necessary, as most people involved can't wait for the debate to turn away from structure and operating issues to serious forest management.

#### 3.2 Motion to establish the Wombat Forest Community Association (WFCA)

Before we can define a structure we must establish to what the structure relates. It is proposed that this be an association for the purpose of community management of the Wombat Forest.

The formation of an Association will answer a suggestion from DSE that they need a recognisable body with which they can collaborate in the management of the forest. This can be a simple Association – it does not need to be incorporated.

People present at the May 1 Forest Assembly who have signed the form illustrated in Section 2.1 above and who subsequently attend the first meeting of the Association will become Foundation members, thus becoming entitled to vote in respect of the remaining motions to be put to the 1 May

Assembly. Those who do not fulfil these requirements will have no rights to participate in the management of the Association, including voting on the remaining motions outlined in this paper.

Others will be allowed to join the Association upon completion of a membership application in the form set out in the proposed Rules (Appendix 1).

*It must be stressed that this motion does not refer to incorporation of the Association. That possibility will be considered later – possibly at the Forest Assembly scheduled for 19 June.*

The motion:

that:

- the Wombat Forest Community Association be formed as from the date of this meeting to undertake community management of the Wombat Forest from 1 July 2004
- the Purposes of the Wombat Forest Community Association be:
  - 1 to involve and actively engage the local and Victorian communities in the management of the Wombat Forest in Central Victoria
  - 2 to ensure balanced representation of the full cross-section of views of the community in the management of the forest
  - 3 to protect and enhance forest values and satisfy the community's social, cultural, recreational, environmental and economic interests
  - 4 to undertake any activities that support the Vision, Goals and Objectives of the Association as determined from time to time
  - 5 to support and promote the interests of community forest management both locally and around the world
  - 6 to educate the community including all levels of government with regard to forest values, forest management and community responsibility for the forest
  - 7 to do all such things as may be incidental to or in any way conducive to the fulfilment of the above purposes or any of them
- the formative Rules of the Association be as set out in Proposed Rules accompanying the paper "WFCA Formation Proposals"
- persons who have registered their attendance at this Forest Assembly and who indicate their desire to join by attending its first meeting thereby become Foundation Members of the Association
- others may join the Association by signing an application form in the format set out in the Rules of Association
- the Interim Stewardship Council will become the Interim Committee of the Association pending the establishment of a Council of Stewards to take its place

### 3.3 Determining the Composition of the Council of Stewards

The third motion concerns the composition of the Council of Stewards. The proposal being put forward emanated from the November workshop of Community Representatives at which it was suggested that the Council comprise 12 people, with a target of 9 to be appointed initially but allowing that group the option of appointing 3 more for the purpose of improving “balance”. A proposal that the Minister be invited to appoint 3 persons to the Council was discussed, though it was not recorded in the Report of the Workshop. Twelve people were then nominated to form the Council, it being agreed that this could reduce to the target 9 by natural attrition. Some attrition has occurred, yielding the current ISC of 10 members.

The ISC has not chosen to exercise the authority given it by the November workshop to coopt additional members, in part due to concerns that it may not be acting equitably by inviting representation of some interests and not others, and in part due to the recognition that the ISC has only a limited mandate and a limited term of office, and should be replaced by a more democratically elected Council from 1 July.

The proposal now put forward by the ISC is for 8 members elected by the community, 3 nominated by the Minister, and a provision allowing the Council to co-opt up to 3 more to redress any obvious imbalance in community representation.

Various other composition options that have been considered – and rejected – by the GWG and ISC are described below. If participants in the Forest Assembly prefer any of these options they may move an amendment to the motion – e.g, “that the reference to the **8 / 3 plus 3** model be replaced by reference to the **XYZ** model”. In that way the motion could become one for adoption of the **XYZ** model. The amended motion could then be put to the meeting.

Each option description is accompanied by a list of pros and cons of the option as perceived by the GWG / ISC, listed as dot points. It must be stressed that individual options may have other advantages or disadvantages that have not been listed, either because the GWG / ISC did not recognise them, or they did not consider them to be as important as those listed. It is up to individuals at the Forest Assembly to decide what they consider to be the advantages and disadvantages of the options put forward and to vote accordingly.

If it is felt that the GWG / ISC have failed to describe an option that should be considered, an outline of the option may be put to the meeting in the form of a differently worded amendment to the motion under consideration. The Chair reserves the right to curtail discussion regarding such new alternatives should that discussion threaten the ability of the meeting to complete its agenda.

Six of the options considered by the Governance Group and the Interim Stewardship Council are described in the following table, followed by the motion to be out to the Assembly.

Option Title	Description	Pros	Cons
<b>12 directly appointed by the community</b>	12 members directly appointed by the community by the process to be determined by Motion 4	<ul style="list-style-type: none"> <li>scope for direct representation of a wide range of community interests</li> <li>avoids potential bias of Ministerial appointments</li> </ul>	<ul style="list-style-type: none"> <li>whatever election/appointment process is adopted can't adequately cover the interests of the entire Victorian community as owners of the forest (Local meetings and specific interest groups leave out a wide cross-section of the community)</li> <li>some groups in the community may feel (and actually be) disadvantaged by whatever direct appointment process is adopted</li> </ul>
<b>9 directly appointed, 3 Ministerial appointments</b>	9 members directly appointed by the community by the process to be determined by Motion 4, 3 appointed by the Minister for the Environment after the election result is known and subject to advice from and endorsement by the Council of Stewards as it exists at the time	<ul style="list-style-type: none"> <li>balance of direct community appointments and nominees of the democratically elected Government but with a majority of direct representatives</li> <li>scope for Ministerial nominees to fill gaps in community representation, knowledge and skills that may be result from the direct community appointment process</li> <li>should foster the confidence of the Minister in the ability of WFCA to deliver full and balanced representation of community interests</li> <li>a majority of direct appointments with an independent, non-voting Chair will prevent control by the Minister</li> </ul>	<ul style="list-style-type: none"> <li>potential political bias in appointments by the party in power at the time</li> <li>some groups in the community may feel (and actually be) disadvantaged by whatever direct appointment process is adopted</li> </ul>

Option Title	Description	Pros	Cons
<b>8 / 3 / 1</b>	8 members directly appointed by the community by the process to be determined by Motion 4, 3 appointed by the Minister (as above), 1 appointed by indigenous communities	<ul style="list-style-type: none"> <li>• acknowledges the special affinity of indigenous peoples with the forest over thousands of years</li> <li>• recognises that indigenous peoples have been dis-empowered by non-indigenous communities and could have difficulty achieving the participation in forest management they deserve</li> <li>• maintains a majority of direct representatives</li> </ul>	<ul style="list-style-type: none"> <li>• addresses the disadvantage of one particular group in the community while ignoring others that may likewise be disadvantaged</li> <li>• assumes that a single representative of the interests of indigenous communities can be found and appointed – this could prove difficult</li> </ul>
<b>8 / 3 / 1 plus 2</b>	As “8 / 3 / 1”, but with the Council having the power to coopt up to 2 additional members to achieve more balanced representation of community interests  This was the model put forward in the Manifesto	<ul style="list-style-type: none"> <li>• recognises that whatever process of direct representation is adopted, some elements of the community may be left without a voice, and the Council of Stewards without an understanding of their needs. This option allows the Council itself to redress the balance by coopting additional members (a not unusual practice in voluntary associations)</li> <li>• maintains a majority of direct representatives</li> </ul>	<ul style="list-style-type: none"> <li>• some people may not trust the appointed Council to exercise its right to make additional appointments in the interests of the wider community</li> <li>• potential enlargement of the Council to 14, making it potentially more unwieldy</li> <li>• same concerns as for 8 / 3 / 1</li> </ul>
<b>8 / 3 plus 3</b>	8 members directly appointed by the community by the process to be determined by Motion 4, 3 appointed by the Minister (as above), with the Council having the power to coopt up to 3 additional members to achieve more balanced representation of community interests, including indigenous representation as determined in consultation with local indigenous communities.	<ul style="list-style-type: none"> <li>• provides the flexibility to achieve indigenous representation while the best way of doing so is still unknown</li> <li>• allows other disadvantaged groups to be treated similarly</li> <li>• more flexible, less prescriptive than other options</li> <li>• limits Council size to 11-14</li> <li>• maintains a majority of direct representatives</li> </ul>	<ul style="list-style-type: none"> <li>• some people may not trust the appointed Council to exercise its right to make additional appointments in the interests of the wider community</li> <li>• same concern about size of Council as for 8 / 3 / 1 plus 2</li> </ul>
<b>12 plus 3</b>	12 members directly appointed by the community by the process to be determined by Motion 4, with the Council having the power to coopt up to 3 additional members to achieve more balanced representation of community interests, including indigenous representation as determined in consultation with local indigenous communities.	<ul style="list-style-type: none"> <li>• enables wider community representation by an increased number of directly appointed community members</li> <li>• retains a degree of flexibility under the control of the Council</li> <li>• maintains a majority of direct representatives</li> </ul>	<ul style="list-style-type: none"> <li>• loses the benefit of Ministerial appointments (unless some of the flexibility given is used for this purpose)</li> <li>• potential enlargement of the Council to 15, making it potentially even more unwieldy</li> </ul>

The motion:

that the **8 / 3 plus 3** option as set out in the Notice of Meeting be adopted for the Composition of the Council of Stewards

### 3.4 Method of Direct Appointment of Community representatives

The fourth question is how the community representatives should be appointed. Once again a range of options has been identified. A number of these involve Community Groups in one form or another. The concept of Community Groups emerged from workshops at the Savoia Hotel last year and since been developed by the GWG / ISC. These groups were defined in the Manifesto as Working Groups, “formed to represent particular interests in the forest (such as local communities or particular user groups) or to address any nominated aspect of forest management”. GWG / ISC now propose that such groups be collectively known as Community Groups, with freedom to choose their own names, allowing them to call themselves Working Groups, Local Groups, Interest Groups or any other appropriate title.

Two forms of Community Groups have so far emerged in discussions – Working Groups (which term may include interest groups such as the Recreational Users Group) and Local Area Groups. A number of Working Groups have been established under the banner of CFM by submission of Terms of Reference for acceptance by the Interim Stewardship council. It is proposed that this be the process by which any Group that forms may gain endorsement to be part of the process. So far no Local Area Groups have done so, but the following options are put forward on the understanding that existing groups and groups yet to be formed may choose to do so. References to Working Group (WG) and Local Area Group (LAG) representatives in the options listed below refer only to groups that make this level of commitment to the CFM process.

It has been the intention of the GWG / ISC to leave Community Groups as much freedom as possible as to how they form and how they choose to operate. That was on the basis that Community Groups should be voluntary groups, open to all and able to undertake any actions they choose, subject only to:

- all laws and regulations that govern the community generally
- a rule that they may not, unless explicitly authorised by the Council of Stewards, represent the WFCA or undertake activities in the name of the WFCA.

Some of the proponents of Group representation have suggested that Groups be allowed to adopt specific rules such as a requirement, for Local Area Groups, that no less than 70% of members be residents or otherwise directly associated with the local area.

Issues of purposes, membership and rules of any Groups wishing to participate in CFM by nominating representatives to the Council of Stewards will need to be addressed and resolved if any of the Group representation models listed below is adopted. The ISC does not believe that this can be achieved in time for Community Groups (and in particular for Local Area Groups that have not yet been formed) to nominate representatives for a Council of Stewards to take office from 1 July.

The motion:

that the **Free election** option as set out in the Notice of Meeting be adopted for the appointment of direct community representatives to the Council of Stewards

A comparison of two appointment processes – Election by the Forest Assembly or Nomination by Community Groups – is presented on the next page. This is followed by an analysis of five options considered by the Governance Working Group and the Interim Stewardship Council. Other options were also considered, including various suggestions from Community Groups. The five options listed represent the spectrum of issues contained in all of the options proposed:

#### **Election options**

*Free election*

*Election with Active Member Preference*

#### **Community Group Nomination Options**

*Nomination by Working Groups*

*Nomination by Local Area Groups*

*Nomination by Working and Local Area Groups*

## Comparison of Appointment Processes

Appointment process	Description	Pros	Cons
<b>Election by Assembly</b>	Includes: <ul style="list-style-type: none"> <li>• Free election</li> <li>• Election with Active Member Preference</li> </ul>	<ul style="list-style-type: none"> <li>• Most openly democratic option</li> <li>• Election by the Assembly is the simplest process for people to comprehend how they can participate</li> <li>• Hare-Clark proportional representation model ensures that everyone's vote counts and minority groups gain representation</li> <li>• Safeguarded against 'vote stacking' by the 12 measures outlined in Section 2.3</li> <li>• Greater flexibility than the nomination process to fill all vacancies – not dependant upon all groups producing candidates</li> </ul>	<ul style="list-style-type: none"> <li>• Disproportional representation at Forest Assemblies of particular interest groups could bias results in their favour</li> <li>• Hare-Clark voting perceived by some as complicated and suspicious</li> <li>• Could lead to political style campaigning including preference deals and tickets</li> <li>• Requires meeting attendance for participation</li> </ul>
<b>Nomination by Community Groups</b>	Includes: <ul style="list-style-type: none"> <li>• Nomination by Working Groups</li> <li>• Nomination by Local Area Groups</li> <li>• Nomination by Working and Local Area Groups</li> </ul>	<ul style="list-style-type: none"> <li>• Scope to ensure a degree of balance by including representation of particular interests</li> <li>• Obviates the need for a Forest Assembly election</li> <li>• Less daunting for some people than standing for election</li> </ul>	<ul style="list-style-type: none"> <li>• Requires arbitrary determination of what Groups warrant representation, and this may change from year to year</li> <li>• Difficulties in communicating with the wider community how people can participate in the process</li> <li>• Exclusion from the process of people who, for whatever reason, do not wish to join a Group</li> <li>• Time required to establish the necessary structures, including currently non-existing Groups and partnership arrangements where Groups must share representatives</li> <li>• Difficulty of ensuring that the entire process is fair and auditable, and that groups truly represent their respective constituencies.</li> </ul>

## The Options

Option Title	Description	Pros	Cons
<p><b>Free election</b></p>	<p>Vacancies to be advertised no less than four weeks ahead of Forest Assembly to be held on 19 June. No restrictions on candidature. Applications to be lodged by 5 June in the form specified in the Rules. Candidate information to be widely advertised ahead of the Forest Assembly.</p> <p>Members of the Wombat Forest Community Association present at the Assembly on 19 June entitled to vote by written ballot (no proxies).</p> <p>Votes to be counted using the Hare-Clark preferential voting system.</p>	<ul style="list-style-type: none"> <li>• Lack of restrictions ensures everyone in the community can participate as candidate or voter</li> <li>• Wide advertising of elections and candidate information inhibits small cliques from taking control</li> <li>• Hare-Clark proportional representation ensures minority groups have maximum opportunity for participation</li> </ul>	<ul style="list-style-type: none"> <li>• Could lead to Council domination by well organised minority groups</li> <li>• Could lead to a Council with little understanding of CFM and its issues</li> <li>• Possibility of higher annual turnover of Councilors</li> </ul>
<p><b>Election with Active Member Preference</b></p>	<p>Same as 'Free election', but Hare-Clark vote counting process to be modified to ensure that no less than 75% (i.e. 6 of 8) successful candidates have been active participants in the CFM process.</p> <p>The measure of active participation to be attendance at no less than 6 CFM activities over the past year, but with the ISC having the right to endorse as active candidates who have only recently become involved but who have shown a high level of commitment.</p> <p>Relevant CFM activities to include Working Groups that have been formally recognised as part of the CFM process but may also include observer attendance at ISC meetings and attendance at other activities organised as part of the CFM process.</p> <p>An added requirement that candidates gaining preference on account of Active membership status do so through membership of different Community groups (rather than several coming from the same group) is included to ensure a diversity of interests / perspectives.</p> <p>A more complete description of this option was presented in Section 5.5 of the Manifesto</p>	<ul style="list-style-type: none"> <li>• Greater assurance that people committed to CFM, as demonstrated by their involvement, will be elected to the Council</li> <li>• A spread of interests on the Council is assured</li> </ul>	<ul style="list-style-type: none"> <li>• Imposes arbitrary rules which may or may not achieve a better result than free election</li> </ul>

<p><b>Nomination by Working Groups</b></p>	<p>Eight Working Groups each to nominate one representative to Council. The eight Working groups currently active, are:</p> <ul style="list-style-type: none"> <li>- Wood products WG</li> <li>- Recreational Users Group</li> <li>- Heritage, Recreation and Tourism WG</li> <li>- Biodiversity WG</li> <li>- Hydrology WG</li> <li>- Pest Plants and Animals WG</li> <li>- Community / Education WG</li> <li>- Governance WG</li> </ul>	<ul style="list-style-type: none"> <li>• Ensures that nominees are actively committed to forest interests to the extent that they participate in Group activities</li> <li>• Ensures representation of all activities addressed by current working groups</li> </ul>	<ul style="list-style-type: none"> <li>• Excludes the full breadth of community interests not represented by active Working Groups</li> <li>• Arbitrary definition of Working Groups – they could divide into two, simply to gain additional representation</li> <li>• Existing Working Groups may not cover all relevant issues (e.g. fire management)</li> <li>• Imbalance in the size and activity of Groups</li> <li>• May leave vacancies unfilled if groups cannot find volunteers from among their members prepared to take on the additional commitments of Stewardship</li> </ul>
<p><b>Nomination by Local Area Groups</b></p>	<p>Eight Local Area Groups each nominate one representative to the Council.</p> <p>It is not possible at this point to list the Local Area Groups that might participate in the process, as many of them do not yet exist, and those that do have yet to be formally affiliated with CFM.</p>	<ul style="list-style-type: none"> <li>• Allows representation to reflect forest and community structure – catchments, townships, etc.</li> <li>• A stronger voice in the management of the forest for the local community</li> </ul>	<ul style="list-style-type: none"> <li>• Lack of definition of ‘local’</li> <li>• Hinders representation of non-local forest users</li> <li>• Imbalance in the size and activity of Groups</li> <li>• Significant areas of the forest are not yet represented by Local Groups in any form and existing Groups have yet to be affiliated with the CFM process as would be needed to allow this option to proceed.</li> </ul>
<p><b>Nomination by Working and Local Area Groups</b></p>	<p>Four representatives for Council to come from Working Groups, appropriately combined; another four to come from Local Area Groups, likewise appropriately combined.</p> <p>The four Working Group representatives could be nominated by Group combinations as follows:</p> <ul style="list-style-type: none"> <li>• Forest products groups: <ul style="list-style-type: none"> <li>- Wood products WG</li> <li>- Non-wood products WG</li> </ul> </li> <li>• Forest user groups: <ul style="list-style-type: none"> <li>- Recreational Users Group</li> <li>- Heritage, Recreation and Tourism WG</li> </ul> </li> <li>• Forest protection groups: <ul style="list-style-type: none"> <li>- Biodiversity WG</li> <li>- Hydrology WG</li> <li>- Pest Plants and Animals WG</li> </ul> </li> <li>• CFM operation groups: <ul style="list-style-type: none"> <li>- Community / Education WG</li> <li>- Governance WG</li> </ul> </li> </ul> <p>As with the <i>Local Area Group nominations</i> proposals, it is not possible at this point to identify the Local Area Group participation</p>	<ul style="list-style-type: none"> <li>• Ensures a range of both interests and local areas are represented</li> <li>• Requires groups to cooperate to form joint positions</li> </ul>	<ul style="list-style-type: none"> <li>• Difficulty of joint nomination by disparate groups with related aim (e.g. Recreational Users Group and Heritage, Recreation and Tourism WG)</li> <li>• Assumes interest and area representation must be provided by different people</li> </ul>

## **Proposed Rules for the Wombat Forest Community Association**

The attached rules are based on the model rules for Associations as contained within the Incorporated Associations Act 1981. The following changes have been made to reflect the requirements for Wombat Forest CFM process:

- (1) References to the Committee have been replaced by references to the Council of Stewards and references to General Meetings have been replaced by references to Forest Assemblies.
- (2) A provision has been added to make it possible to amend the rules to enable incorporation if desired by the membership.
- (3) The membership provisions have been modified to make it clear that no membership fees need be paid and to remove the provisions permitting the expulsion of members.
- (4) A requirement has been added to ensure at least one Forest Assembly is held every six months.
- (5) A requirement to place notices of Forest Assemblies in local weekly papers and a Melbourne paper has been added.
- (6) A provision has been added providing that proxies will not be permitted unless the Forest Assembly determines otherwise.
- (7) A provision has been added requiring the Council of Stewards to have cognisance of any Visions, Goals, Objectives, Guidelines, Policies, directions or other resolutions adopted by the Forest Assembly and to report to each Forest Assembly on how it has complied with any such matter.
- (8) A provision providing for the Council of Stewards to be elected on the "8 / 3 plus 3" basis has been included along with a provision requiring the Council of Stewards to adjust this provision if the Forest Assembly selects an alternative model.
- (9) The rules require the Ministerial appointments to the Council of Stewards be made only after the positions have been advertised widely.
- (10) A rule has been added so that the power to appoint additional members for the purpose of addressing an imbalance on the Council may only be used after giving 14 days notice of the reasons for the appointment.
- (11) Provisions authorising the appointment of a Chairperson, a Public Officer and a Council of Advisers have been added.
- (12) A provision has been added requiring the Chairperson to ensure that the affairs of the Association are conducted in accordance with the rules and that the Council of Stewards takes appropriate heed of all Forest Assembly decisions.
- (13) A provision has been added allowing the Council of Stewards to establish or recognise local area, working or interest groups and requiring the Council to adopt an open approach to working with such groups and to aim to maximise the opportunities for all community members to participate in forest management and in the affairs of the Association.
- (14) Provisions permitting access to records and membership details have been modified to allow for the protection of privacy and confidentiality.
- (15) Transitional provisions have been added appointing the current ISC as the Council of Stewards until the new Council is appointed/selected.
- (16) A provision ensuring fees can only be imposed or increased if approved by a 75% majority of both the Council of Stewards and the Forest Assembly has been added.

## **The Wombat Forest Community Association Rules**

Version 1.0, April 2004

### **1. Name**

The name of the association is "The Wombat Forest Community Association" (in these Rules called "the Association").

### **2. Definitions**

- (1) In these Rules, unless the contrary intention appears:  
"Council of Advisers" means the council established pursuant to rule 31.  
"Council of Stewards" or "Council" means the Council of Stewards of the Association;  
"Chairperson" means the person appointed by the Council of Stewards pursuant to rule 30.  
"financial year" means the year ending on 30 June;  
"Forest Assembly" means a general meeting of members convened in accordance with rule 13.  
"member" means a member of the Association.  
"Special Resolution" means a resolution of the Forest Assembly passed in accordance with rule 5.
- (2) In these Rules, a reference to the Public Officer of the Association is a reference to the public officer of the Association appointed pursuant to rule 33.

### **3. Alteration of the rules**

- (1) Other than as set out in sub-rules (2) and (3), these Rules and the statement of purposes of the Association must not be altered except by Special Resolution.
- (2) If the Forest Assembly to be held on May 1, 2004 adopts a resolution setting out an alternative method of electing or selecting the members of the Council of Stewards, the Council of Stewards must amend these Rules to the extent necessary to reflect the intention of that resolution and is hereby authorised to make such amendments.
- (3) If the members by majority resolution at a Forest Assembly authorise the Association to seek incorporation in accordance with the provisions of the Incorporated Associations Act 1981 then they may also authorise such amendments as are necessary or desirable to permit such incorporation.

### **4. Statement of Purposes**

The Association has been established for the following purposes:

- (1) to involve and actively engage the local and Victorian communities in the management of the Wombat Forest in Central Victoria

- (2) to ensure balanced representation of the full cross-section of views of the community in the management of the forest
- (3) to protect and enhance forest values and satisfy the community's social, cultural, recreational, environmental and economic interests
- (4) to undertake any activities that support the Vision, Goals and Objectives of the Association as determined from time to time
- (5) to support and promote the interests of community forest management both locally and around the world
- (6) to educate the community including all levels of government with regard to forest values, forest management and community responsibility for the forest; and
- (7) to do all such things as may be incidental to or in any way conducive to the fulfilment of the above purposes or any of them.

## 5. Special Resolutions

- (1) For the purpose of these Rules a resolution of the Association is a special resolution if it is passed in accordance with this rule.
- (2) A special resolution is passed at a Forest Assembly if, of the entitled members of the Association who vote in person or (if proxies are allowed) by proxy at that Forest Assembly, not less than three quarters vote in favour of the resolution.
- (3) A resolution is not to be considered to have been passed as a special resolution under sub-rule (2) unless not less than 21 days notice has been given in accordance with the rules to all of the entitled members of the Association specifying the intention to propose the resolution as a special resolution.
- (4) At any Forest Assembly at which a special resolution is submitted, a declaration by the chairperson that the resolution has been carried is conclusive proof of the fact unless a poll is demanded.
- (5) In this section "entitled member" means a member of the Association who is entitled under the rules of the Association to vote.

## 6. Membership, entry fees and subscription

- (1) A person who applies for membership as provided in these Rules is eligible to be a member of the Association on payment of the entrance fee and annual subscription payable under these Rules (if any).
- (2) A person who is not a member of the Association at the time of the establishment of the Association (or who was a member at that time but has ceased to be a member) must not be admitted to membership unless he or she applies for membership in accordance with sub-rule (3).
- (3) An application of a person for membership of the Association must:

- (a) be made in writing, or an electronic form capable of being reduced to writing, in the form set out in Appendix 1; and
  - (b) be lodged with the Public Officer of the Association.
- (4) As soon as practicable after the receipt of an application, the Public Officer must:
    - (a) notify the applicant in writing of the acceptance for membership; and
    - (b) request payment within 28 days after receipt of the notification of the sum payable (if any) under these Rules as the entrance fee and the first year's annual subscription.
  - (5) As soon as is practicable after receipt of the amounts referred to in sub-rule (4) (or if no fees are payable after the application for membership) the Public Officer must enter the applicant's name in the register of members.
  - (6) An applicant for membership becomes a member and is entitled to exercise the rights of membership upon receipt of his or her application and of the sum payable under these Rules (if any) as the entrance fee and the first year's annual subscription.
  - (7) A right, privilege, or obligation of a person by reason of membership of the Association:
    - (a) is not capable of being transferred or transmitted to another person; and
    - (b) terminates upon the cessation of membership whether by death or resignation or otherwise.
  - (8) The entrance fee is the relevant amount determined in accordance with Appendix 3.
  - (9) The annual subscription is the relevant amount determined in accordance with Appendix 3 and is payable in advance on or before 1 July in each year.

## 7. Register of members

- (1) The Public Officer must keep and maintain a register of members containing:
  - (a) the name and address and other contact details of each member; and
  - (b) the date on which each member's name was entered in the register.
- (2) Subject to sub-rule (4), the register is available for inspection free of charge by any member upon request.
- (3) Subject to sub-rule (4), a member may make a copy of entries in the register.
- (4) The Council of Stewards may make rules regarding access to the register for the purpose of protecting the privacy of members and ensuring membership information is only used for the purposes and benefit of the Association.

## 8. Ceasing membership

- (1) A member of the Association who has paid all moneys, if any, due and payable by the member to the Association may resign from the Association by giving notice in writing to the Public Officer of his or her intention to resign.
- (2) Upon receipt of the notice referred to in sub-rule (1):
  - (a) the member ceases to be a member; and
  - (b) the Public Officer must record in the register of members the date on which the member ceased to be a member.

## 9. Disputes and mediation

- (1) The grievance procedure set out in this rule applies to disputes under these Rules between:
  - (a) a member and another member; or
  - (b) a member 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 of 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 and another member, a person appointed by the Council of the Association; or
    - (ii) in the case of a dispute between a member and the Association, a person chosen by the Council of Advisers or if there is no Council of Advisers a person who is a mediator appointed or employed by the Dispute Settlement Centre of Victoria (Department of Justice).
- (5) A member of the Association or of the Council of Advisers can be a mediator.
- (6) The mediator cannot be a member 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 otherwise at law.

## 10. Annual Forest Assembly

- (1) The Council of Stewards must convene an Annual Forest Assembly of the Association prior to the 1<sup>st</sup> of July each year.
- (2) The Council of Stewards may determine the date, time and place of the Annual Forest Assembly.
- (3) The notice convening the Annual Forest Assembly must specify that the meeting is an Annual Forest Assembly .
- (4) The ordinary business of the Annual Forest Assembly shall be:

- (a) to confirm the minutes of the previous Annual Forest Assembly and of any Forest Assembly meeting held since that meeting; and
  - (b) to receive from the Council of Stewards reports upon the transactions of the Association during the last preceding financial year; and
  - (c) to elect certain members of the Council of Stewards of the Association.
- (5) The Annual Forest Assembly may conduct any special business of which notice has been given in accordance with these Rules.

## 11. Additional Forest Assemblies

- (1) In addition to the Annual Forest Assembly, any other Forest Assemblies may be held in the same year.
- (2) All Forest Assemblies other than the Annual Forest Assembly are additional Forest Assemblies.
- (3) The Council of Stewards may, whenever it thinks fit, convene an additional Forest Assembly of the Association.
- (4) If, but for this sub-rule, more than 6 months would elapse between Forest Assemblies, the Council must convene a Forest Assembly before the expiration of that period.
- (5) The Council of Stewards must, on the request in writing of members representing not less than 5 per cent of the total number of members, convene a Forest Assembly of the Association.
- (6) The request for an additional Forest Assembly must:
  - (a) state the objects of the meeting; and
  - (b) be signed by the members requesting the meeting; and
  - (c) be sent to the address of the Public Officer.
- (7) If the Council of Stewards does not cause an additional Forest Assembly to be held within 45 days after the date on which the request is sent to the address of the Public Officer (or within three months of the last Forest Assembly whichever is later), the members making the request, or any of them, may convene an additional Forest Assembly to be held not later than 3 months after the date of the request.
- (8) If an additional Forest Assembly is convened by members in accordance with this rule, it must be convened in the same manner so far as possible as a meeting convened by the Council of Stewards and all reasonable expenses incurred in convening the additional Forest Assembly must be refunded by the Association to the persons incurring the expenses.

## 12. Special Business

All business that is conducted at an additional Forest Assembly and all business that is conducted at the Annual Forest Assembly, except for business conducted under the rules as ordinary business of the Annual Forest Assembly, is deemed to be special business.

### **13. Notice of Forest Assemblies**

- (1) The Public Officer of the Association, at least 14 days, or if a special resolution has been proposed at least 21 days, before the date fixed for holding a Forest Assembly of the Association, must cause to be sent to each member of the Association, a notice stating the place, date and time of the meeting and the nature of the business to be conducted at the meeting. A notice should also be placed in at least 4 weekly newspapers circulating within the general area of the Wombat Forest and in at least one general daily newspaper circulating in the Melbourne area.
- (2) Notice may be sent:
  - (a) by prepaid post to the address appearing in the register of members; or
  - (b) if the member requests, by facsimile transmission or electronic transmission.
- (3) No formal business other than that set out in the notice convening the meeting may be conducted at the meeting.
- (4) A member intending to bring any business before a Forest Assembly may notify in writing, or by electronic transmission, the Public Officer of that business, who must forward it to the Council of Stewards for consideration for inclusion of that business in the notice calling the next Forest Assembly.
- (5) If members representing not less than 5 per cent of the total number of members notify in writing, or by electronic transmission, the Public Officer of their intention to bring any business before a Forest Assembly the Council of Stewards must include that business in the notice calling the next Forest Assembly.

### **14. Quorum at Forest Assemblies**

- (1) No item of business may be conducted at a Forest Assembly unless a quorum of members entitled under these Rules to vote is present at the time when the meeting is considering that item.
- (2) Thirty members (being members entitled under these Rules to vote at a Forest Assembly) constitute a quorum for the conduct of the business of a Forest Assembly.
- (3) If, within half an hour after the appointed time for the commencement of a Forest Assembly, a quorum is not present:
  - (a) in the case of a meeting convened upon the request of members – the meeting must be dissolved; and
  - (b) in any other case – the meeting shall stand adjourned to the same day in the next week at the same time and (unless another place is specified by the Chairperson at the time of the adjournment or by written notice to members given before the day to which the meeting is adjourned) at the same place.
- (4) If at the adjourned meeting the quorum is not present within half an hour after the time appointed for the commencement of the meeting, the members personally present (being not less than 10) shall be a quorum.

### **15. Presiding at Forest Assemblies**

- (1) Unless the Council of Stewards determines otherwise, the Chairperson of the Council of Stewards shall preside as Chairperson at Forest Assemblies of the Association.
- (2) The Council of Stewards may nominate a person or persons to preside as Chairperson at Forest Assemblies of the Association if the Chairperson of the Council of Stewards is absent from a Forest Assembly, or is unable or unwilling to preside.
- (3) If the person or persons nominated by the Council of Stewards are absent from the Forest Assembly, or are unable or unwilling to preside, the members present must select one of their number to preside as Chairperson.

### **16. Adjournment of meetings**

- (1) The person presiding may, with the consent of a majority of members present at the meeting, adjourn the meeting from time to time and place to place.
- (2) No business may be conducted at an adjourned meeting other than the unfinished business from the meeting that was adjourned.
- (3) If a meeting is adjourned for 14 days or more, notice of the adjourned meeting must be given in accordance with rule 13.
- (4) Except as provided in sub-rule (3), it is not necessary to give notice of an adjournment or of the business to be conducted at an adjourned meeting.
- (5) Where the person presiding determines that it is not possible to maintain appropriate order at the meeting he or she may adjourn the meeting from time to time and place to place or if he or she considers it desirable close the meeting.

### **17. Voting at Forest Assemblies**

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

### **18. Poll at Forest Assemblies**

- (1) If at a meeting a poll on any question is demanded by not less than 5 members, it must be taken at that meeting in such manner as the Chairperson may direct and the resolution of the poll shall be deemed to be a resolution of the meeting on that question.

- (2) A poll that is demanded on the election of a Chairperson or on a question of an adjournment must be taken immediately and a poll that is demanded on any other question must be taken at such time before the close of the meeting as the Chairperson may direct.

## 19. Manner of determining whether resolution carried

If a question arising at a Forest Assembly of the Association is determined on a show of hands:

- (a) a declaration by the Chairperson that a resolution has been:
- (i) carried; or
  - (ii) carried unanimously; or
  - (iii) carried by a particular majority; or
  - (iv) lost; and
- (b) an entry to that effect in the minute book of the Association
- is evidence of the fact, without proof of the number or proportion of the votes recorded in favour of, or against, that resolution.

## 20. Proxies

- (1) Unless the Forest Assembly determines otherwise members are not entitled to appoint proxies.
- (2) Where the Forest Assembly determines to permit all members, or any class of members, to appoint proxies then each such member is entitled to appoint another member as a proxy by notice given to the Public Officer no later than 24 hours before the time of the meeting in respect of which the proxy is appointed.
- (3) The notice appointing the proxy must be in the form set out in Appendix 2.

## 21. Council of Stewards

- (1) The affairs of the Association shall be managed by the Council of Stewards.
- (2) The Council of Stewards:
- (a) shall control and manage the business and affairs of the Association; and
  - (b) may, subject to these Rules, 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 Forest Assemblies of the members of the Association; and
  - (c) subject to these Rules, has power to perform all such acts and things as appear to the Council to be essential for the proper management of the business and affairs of the Association.
- (3) In conducting the affairs of the Association the Council of Stewards shall have cognisance of any Visions, Goals, Objectives, Guidelines, Policies, directions or other resolutions adopted by the Forest Assembly and the Council shall report to each Forest Assembly on how it has complied with any such matter.
- (4) The Council of Stewards shall comprise:
- (a) eight members elected by the Forest Assembly at each Annual Forest Assembly;
  - (b) up to three members appointed from time to time by the Victorian Minister for the

- Environment (or his successor at law); and
- (c) up to three members appointed by the Council of Stewards under sub-rule (6).

- (5) Until the Forest Assembly determines otherwise the members elected under sub-rule (4)(a) will be elected by a secret ballot conducted at the Annual Forest Assembly utilising the Hare-Clark proportional representation system.
- (6) The members appointed under sub-rule (4)(b) shall be appointed from amongst persons who have applied for the position following the publication of an advertisement in at least one general daily newspaper circulating within Melbourne and at least four weekly newspapers that circulate in the general area of the Wombat Forest.
- (7) The Council of Stewards may appoint up to three members under sub-rule (4)(c) where it is satisfied that such an appointment is necessary to ensure that some group, viewpoint, area, skill or capability which is under-represented on the Council is appropriately represented. Before making any appointment under this provision the Council must prepare a statement setting out how the appointment is necessary to improve the balance of the Council and cause it to be sent to all members, and may only proceed after 14 days have elapsed from the dispatch of the statement.
- (8) Members appointed under sub-rule (4)(a) shall hold office from the 1<sup>st</sup> of July in the year of their election until the 30<sup>th</sup> of June in the following year or until their replacement members are appointed whichever is the later.
- (9) Members appointed under sub-rule (4)(b) shall hold office from the date of their appointment until 30<sup>th</sup> of July in the following year or until their replacement members are appointed whichever is the later, provided that no member shall hold office for more than two years without being reappointed.
- (10) Members appointed under sub-rule (4)(c) shall hold office from the date of their appointment until 30<sup>th</sup> of July in the following year.
- (11) In the event of a casual vacancy occurring in the office of a member of the Council appointed under sub-rule(4)(a), the Council may appoint a member of the Association to fill the vacancy and the member appointed shall hold office, subject to these Rules, as if he or she was appointed under sub-rule (4)(a).

## 22. Election of Members of the Council of Stewards

- (1) Nominations of candidates for election as members of the Council of Stewards of the Association pursuant to sub-rule 21(3)(a) must be:
- (a) made in writing in the form set out in Appendix 4, signed by two members of the Association and by candidate; and
  - (b) delivered to the Public Officer of the Association not less than 14 days before the date fixed for the holding of the annual Forest Assembly.
- (2) If insufficient nominations are received to fill all vacancies on the Council of Stewards, the candidates nominated shall be deemed to be elected and further nominations may be received at the Annual Forest Assembly.
- (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 must be held.
- (5) The ballot for the election of officers and ordinary members of the Council must be conducted at the Annual Forest Assembly in accordance with these Rules and in such other manner as the Council of Stewards may direct.

## **23. Vacancies**

The office of a member of the Council of Stewards of the Association becomes vacant if the member:

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

## **24. Meetings of the Council of Stewards**

- (1) The Council of Stewards must meet at least 9 times in each year at such place and such times as the Council may determine.
- (2) Special meetings of the Council may be convened by the Chairperson, the Public officer or by any 4 members of the Council.
- (3) Members shall have the right to attend meetings of the Council of Stewards as observers unless the Council determines that for a specific matter or matters such attendance is not desirable.

## **25. Notice of Council of Stewards meetings**

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

## **26. Quorum for Council of Stewards meetings**

- (1) A majority of the members for the time being of the Council of Stewards constitute a quorum for the conduct of the business of a meeting of the Council.
- (2) No business may be conducted unless a quorum is present.
- (3) If within half an hour of the time appointed for the meeting a quorum is not present:
  - (a) in the case of a special meeting – the meeting lapses;
  - (b) in any other case – the meeting shall stand adjourned to the same place and the same

time and day in the following week.

- (4) The Council may act notwithstanding any vacancy on the Council.

## **27. Presiding at Council of Stewards meetings**

At meetings of the Council:

- (a) the Chairperson presides; or
- (b) if the Chairperson is absent, or is unable or unwilling to preside, the members present must choose one of their number to preside.

## **28. Voting at Council of Stewards meetings**

- (1) Questions arising at a meeting of the Council of Stewards, or at a meeting of any sub-committee appointed by the Council of Stewards, shall be determined in such manner as the Council or sub-committee may from time to time determine.
- (2) Where no determination has been made under sub-rule (1) then questions arising shall be determined on a show of hands or, if a member requests, by a poll taken in such manner as the person presiding at that meeting may determine.
- (3) Each member present at a meeting of the Council, or at a meeting of any sub-committee appointed by the Council (including the person presiding at the meeting if he or she is a member who has been elected or appointed to the Council), 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.

## **29. Removal of Council of Stewards member**

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

## **30. Chairperson**

- (1) The Council of Stewards may from time to time select a member of the Association to hold the position of Chairperson of the Council of Stewards.
- (2) The Chairperson need not be an appointed or elected member of the Council of Stewards and

if they are not shall not have a first or deliberative vote.

- (3) In addition to their responsibility for presiding at meetings of the Council of Stewards and the Forest Assemblies the Chairperson shall be responsible for ensuring that the activities of the Association are conducted in accordance with these Rules and that the Council of Stewards takes appropriate heed of all Forest Assembly decisions and resolutions.

### **31. Council of Advisers**

- (1) The Council of Stewards may establish a Council of Advisers.
- (2) The Council of Advisers shall comprise not more than four persons.
- (3) The members of the Council of Advisers shall be selected by the Council of Stewards based on the respect with which they are held within the community, their knowledge of forest and community issues and their ability to provide wise counsel and advice.
- (4) A member of the Council of Advisers shall not take office until their selection has been confirmed by the Forest Assembly.
- (5) The Council of Advisers, and its members, shall make themselves available to the Chairperson, Council of Stewards, and other bodies associated with management of the Wombat Forest, to provide advice, guidance and other counsel, but shall have no decision making power.

### **32. Community and Working Groups and Other Bodies**

- (1) The Council of Stewards in conducting its affairs may establish, recognise, support or co-operate with local area groups, user and interest groups, working groups, local bodies or other bodies and authorities.
- (2) The Council of Stewards should maintain an open approach to working with the groups mentioned in sub-rule (1) and aim to maximise the opportunities for all community members to participate in forest management and in the affairs of the Association.

### **33. Public Officer**

- (1) The Council of Stewards shall appoint a person to the Office of Public Officer.
- (2) The Public Officer of the Association may be:
  - (a) a member of the Association (whether or not they are a member of the Council of Stewards), or
  - (b) a person engaged by the Council, whether paid or unpaid, to perform the respective duties of office, in which case such persons shall be deemed a member of the Association.
- (3) The Public Officer shall hold office until such time as they resign or are replaced as determined by the Council.

### **34. Minutes of meetings**

The Public Officer of the Association must cause minutes to be kept of the resolutions and proceedings of each Forest Assembly, and each Council meeting, together with a record of the names of persons present at Council meetings.

### **35. Funds**

- (1) The Public Officer of the Association must:
  - (a) cause all moneys due to the Association to be collected and received and all payments authorised by the Association to be made; and
  - (b) cause to be kept correct accounts and books showing the financial affairs of the Association with full details of all receipts and expenditure connected with the activities of the Association.
- (2) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by two members of the Council.
- (3) The funds of the Association shall be derived from entrance fees, grants, annual subscriptions, donations and such other sources as the Council determines.

### **36. Seal**

- (1) The common seal, if any, of the Association must be kept in the custody of the Public Officer.
- (2) The common seal must not be affixed to any instrument except by the authority of the Council and the affixing of the common seal must be attested by the signatures either of two members of the Council or, of one member of the Council and of the public officer of the Association.

### **37. Notice to members**

Except for the requirement in rule 13, any notice that is required to be given to a member, by or on behalf of the Association, under these Rules may be given by:

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

### **38. Custody and inspection of books and records**

- (1) Except as otherwise provided in these Rules, the Public Officer must keep in his or her custody or under his or her control all books, documents and securities of the Association.
- (2) Subject to sub-rule (4), all accounts, books, securities and any other relevant documents of the



