



AUSTRALIAN DENTAL ASSOCIATION VICTORIAN BRANCH INC.

BY-LAW 11

BRANCH COUNCILLORS

The directions in this By-Law are supplementary to those provided in Rules 35, 56, 57, 58 and 99 of the Constitution

1. INTERPRETATION

Unless inconsistent with the context or subject matter words and expressions defined in the Rules of the Branch shall have the same meaning in this By-Law.

2. LEGAL OBLIGATIONS

- (1) Under the Associations Incorporation Reform Act 2012 (Vic) Branch Councillors have the same responsibilities as directors of a company;
- (2) Branch Councillors' primary duty is to the Branch and its members Victoria wide;

3. ROLES AND RESPONSIBILITIES

- (1) Strategic:
 - (a) Participate in the development of a vision and strategic direction for the Association within available resources;
 - (b) Participate in the fiduciary requirements pertaining to the development and monitoring of the annual budget and other financial matters for the Association;
 - (c) Act on behalf of the membership of the Branch as a "whole" by ensuring that Federal and Branch Council policies are supported;
 - (d) Identify risks within the organisation and profession and ensure they are acted upon;
 - (e) Encourage succession planning for the organisation that provides Council with the necessary diversity and skills to deliver best practice governance;
 - (f) Communicate the direction and vision of the Branch to the CEO, the membership and third parties.
- (2) Core Values:
 - (a) Abide by the Constitution, By-Laws, and Policies of the Association and Branch;
 - (b) Remain independent of any other body of influence;

- (c) Provide leadership to the membership;
 - (d) Meet legal and statutory requirements;
 - (e) Treat fellow colleagues with dignity and respect.
- (3) An Inclusive and Active Participant:
- (a) Read, research and analyse all meeting papers before attending a Branch Council meeting, and provide reports where appropriate;
 - (b) Ensure the necessary mechanisms are put in place for best practice governance;
 - (c) Attend meetings as agreed to by Branch Council;
 - (d) Constructively identify and bring to Council issues pertaining to the Branch;
 - (e) Participate in all Branch Council meetings, relevant actions arising and out-of-session activities;
 - (f) Encourage and support fellow Branch Councillors' contribution to debate and decisions;
 - (g) Respect and trust the opinions of fellow Branch Councillors and so accept dissent in discussion but accept and externally support final joint decisions
- (4) Solution Oriented:
- (a) Ensure operational effectiveness and efficiency.

Adopted by the Branch Council	27/08/2018
Amended by the Branch Council	23/10/2023
Reviewed by the Constitution and Policy Committee	14/03/2023