

Branch Policy

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1 Preliminary matters

1.1 Background

The Australian Information Security Association (**AISA**) is a not-for-profit organisation established and conducted to help protect people living in Australia from the harm that can be caused by inadequate and inappropriate data and information security practices and systems.

AISA delivers value to the community (including its members) through a variety of mechanisms such as presentations, the AISA website, awareness raising, discounts to industry events, training courses and an annual National Conference.

When it comes to supporting and engaging members, AISA's key mechanism is to use branches and their branch meetings.

1.2 Terms used in this Branch Policy

In this Branch Policy the following defined terms are used:

AISA means the Australian Information Security Association.

Board means the AISA board of directors or such other group or individual to which it may have delegated its powers from time to time.

Branch means a branch of AISA established, governed and operated in accordance with this Branch Policy and the Branch Manual.

Branch Chair means the person elected or nominated (as the case requires) to perform the role of chair for the Branch.

Branch Committee means the group of individuals (as determined by the Branch Chair) responsible for governing and operating the Branch and who must be drawn from the pool of Members belonging to that Branch.

Branch Operations Manual means the AISA Branch Operations and Procedures Manual as amended from time to time.

Branch Member means a person belonging to a particular Branch.

Member means a fully paid up member of AISA.

1.3 Purpose of this Branch Policy

The purpose of this Branch Policy is to:

- provide high level guidance to all Members about how Branches are to be established, governed and operated; and
- describe how Branches are to relate and report to the Board.

1.4 Policy is binding

This Branch Policy binds all Members. All Members that are part of a Branch must know and comply with the contents of this Branch Policy.

A breach of this Branch Policy could result in the suspension or cessation of membership.

1.5 Other relevant documents

The following documents are relevant to this Branch Policy and should be read by all Committee members:

- the Branch Operations Manual;
- the sample Annual Branch Plan;
- the AISA Conflicts of Interest Policy; and
- rules 4.2(b), 5.1(b), 5.4 and 8.17 of the AISA constitution.

1.6 Keeping Up-to-Date

The most up-to-date version of this Branch Policy is maintained on the AISA Information Repository located at: <https://www.aisa.org.au/about-us/constitution-code-of-ethics/>

It is the most recent version of this Branch Policy that applies.

2 Branches

2.1 What is a branch

A Branch is a group of Members, usually defined by a geographic area, which is established, governed and operated in accordance with this Branch Policy.

Each Branch is governed by a committee of individuals drawn from the branch members and is led by a nominated Branch Chair.

While Branches are, to some degree, autonomous, they are not separate entities and are still a part of AISA.

The purpose of Branches is to:

- help promote and further AISA's purpose; and
- support, engage and grow the AISA membership.

2.2 Establishing a Branch

A Branch can only be established by a resolution of the Board. The Board may independently decide to establish a Branch or may do so upon the request of a group of Members. If asked to establish a Branch, the Board may accept or decline to do so and is not required to give reasons for its decision.

When deciding whether to establish a Branch, the Board will consider a number of factors, including:

- the geographic area within which the Branch is to operate;
- the number of Members living and/or working in the geographic area;
- the location of other existing Branches; and

- the qualifications and experience of the people who are to form the initial Branch Committee of the proposed Branch.

The Board may also disband a Branch at any time and without the need to give reasons.

2.3 Branch membership

Branches usually have a geographic constituency. Members residing in a specific geographic constituency that has a Branch are by default a member of that Branch. Members will be notified of the Branch they have been allocated as part of AISA's Member welcome pack.

Members can sign up to receive information from other Branches and may attend any Branch meeting outside of their geographic constituency.

If a person is suspended from Membership, then that person is also suspended from membership of the Branch for the period of suspension.

If a person ceases to be a Member, then that person also ceases to be a member of the Branch.

3 Branch Committees and Branch Chair

3.1 Forming the Branch Committee

Branches must be run by a Branch Committee, drawn from the members of that Branch, and must not exceed six people without the prior approval of the Board.

The initial Branch Committee must be determined by the Board. From then on, membership of a Branch Committee is to be determined by the Branch Committee through invitation to the members of that Branch, but subject to Board approval.

3.2 Branch Chair

The initial chair of a newly formed Branch is to be determined by the Board. From then on, the Branch chair is appointed by the Branch Committee annually and presented to the board for endorsement. The Board may refuse to endorse a Branch chair at its discretion.

If the Branch Committee does not appoint a chair for whatever reason, then the Board may do so.

Once appointed, the Branch chair is responsible for the overall good governance of the Branch and:

- is to act as the Branch's representative and spokesperson; and
- is the person through whom the Branch Committee reports to the Board.

The Branch Chair will be invited to attend a monthly conference call with all other Branch Chairs and members of the Board to help facilitate the sharing of information between Branches and the Board. The Branch Chair or appropriate Branch Committee delegate is expected to attend these meetings.

3.3 Branch Committee responsibilities

Each Branch Committee, led by the Branch chair, is responsible for the governance and operation of the Branch including ensuring that:

- regular Branch Meetings are held and appropriately conducted;

- all Branch records are properly kept and stored;
- communication channels between the Branch and the Board are open and professional;
- the Branch is financially sustainable; and
- all AISA policies and procedures are properly followed.

3.4 Branch Committee meetings

Branch Committees must:

- meet regularly;
- conduct their meetings in accordance with proper governance processes, this Branch Policy, the Branch Operations Manual and in such way as may be determined by the Board from time to time;
- keep proper written records of the business and decisions of the Branch Committee; and
- provide copies of all meeting minutes to the Board in a timely manner.

3.5 Annual Branch Plan

Each Branch Committee must meet once each year for the purpose of preparing an Annual Branch Plan.

The Annual Branch Plan must conform to the Annual Branch Plan Template as provided by the Board from time to time and will commonly require the Branch committee to:

- set meeting dates and locations for Branch meetings;
- determine meeting topics for the year ahead; and
- Prepare the budget for the year ahead.

The Annual Branch Plan must be submitted to the Board on or before the date determined by the Board. It will be shared amongst other Branches to encourage collaboration and cooperation between Branches.

4 Reporting and contributions

All Branches must report to AISA at such times and in such way and format as determined by the Board from time to time, including, for example, through the use of a reporting template.

Branches also have a number of other reporting requirements which are detailed throughout this Branch Policy and the associated Branch Operations Manual. They include, in summary:

- **Annual Branch Plan** – to be provided to the Board each year;
- **Content** – content for AISA's website detailing latest branch news; and
- **Finance** – regular updates to the Board on finances (as required).

5 Finance and Banking

5.1 General

AISA is a not-for-profit organisation, as such all profits are to be spent or reserved to further its purpose.

Every Branch is expected to be financially viable – meaning Branches should not run at a loss.

AISA's finances are managed at a National level and all invoices, payments and budgets are to be managed via the Board.

5.2 Requesting funds

If a Branch requires funding, it must make a request to the Board in such way and format as the Board determines from time to time and must provide the Board with any information it requires to assess the Branch's request for funds. The Board may accept or decline such a request for funds and is not required to provide reasons for its decision.

Notwithstanding the above, Branches must seek and receive written approval from the Board before incurring any costs.

5.3 Expenses

Branches will have expenses throughout the year – e.g. expenses for conducting Branch Meetings, by paying for venues, catering, etc.

Branches must liaise with the Board and have appropriate plans and approvals in place for expenses. The branches budget should be supplied each year as part of the Annual Branch Plan.

All expenses should be reported in accordance with the treasurer expense form which is available from the treasurer.

5.4 Overhead

For the purpose of determining the financial viability of a branch, all expenses must be accounted for – this may include overhead such as costs for marketing, national expenses, expenses for running AISA and other costs at the discretion of the Board.

As such, in order for the branch to be financially viable, the income from the branch is required to exceed the direct expenses plus the overhead costs.

6 Entering into agreements

Branches must not enter into contracts without the permission of the Board. This permission should be sought in such way as determined by the Board from time to time.

The Board may, from time to time, delegate certain responsibility to a Branch Chair which may include the ability to enter into binding contracts on behalf of AISA but only in accordance with rule 8.17 of the AISA constitution.

7 Confidentiality and use of data

The Board may from time to time provide one or more Branches with information including the names and contact details of Members.

The Branch Committee must ensure that all confidential and personal information is:

- kept confidential and secure;
- handled and used in a way consistent with the AISA Code of Ethics; and
- only used for the purpose for which it was given. For example, for emailing Branch members about events.

Under no circumstance should a Branch or a Branch Committee collect or store credit card details.

8 Communication and branding

8.1 Name logo and brand

Branches must not use the AISA name, logo or brand without the prior written approval of the Board.

All such use must be conducted in conformance with the AISA Branding and Style Guidelines as amended from time to time.

8.2 Publications

Branches must not create or distribute their own publications, newsletters, media releases or other communications materials without the prior written approval of the Board.

8.3 Website

Branches will not have their own website. AISA can arrange for pages within the AISA website to be dedicated to a Branch upon request.

If space on the AISA website is made available to a Branch, then it is the responsibility of that Branch to provide the content for it.

8.4 Email

AISA will provide each Branch Chair with a generic email address (e.g. sydney@AISA.org.au) and guidelines on how to use the email account. It is preferable that Branches use this account for emails relating to the work of AISA.

This email address must not be used for personal matters or for purposes other than those of AISA.

8.5 Invitations

Coordination of invitations to Federal Members of Parliament, Senators and the Governor General will be coordinated by the Board. Branches may request that the Board issue an invitation to one of these people.

9 Sponsorship and fundraising

Branches are not permitted to raise funds for a purpose other than as directed or approved by the Board.

Branches are not permitted to agree to 'sponsor' any event or activity without the Board's prior written approval.

All sponsorships must be obtained and maintained in accordance with the AISA Sponsorship Guidelines.

10 Events

Branches must not hold any event without the prior written approval of the Board unless that event is listed in the Annual Branch Plan.

All events must:

- be related to the purposes and activities of AISA;
- be conducted in accordance with all relevant AISA policies and procedures (including those relating to media and Work Health and Safety); and
- otherwise be conducted as directed by the Board.

11 AISA contacts

Any queries about this Branch Policy can be directed to: excom@aisa.org.au