

Taxpayers Australia Ltd

t/a Institute of Financial Professionals Australia
ABN 96 075 950 284
(the 'Company' or 'TAL')

By-law 4 – Divisional Councils

In accordance with Article 55 of the Constitution:

1. Divisions

This by-law covers the following divisions: New South Wales (including ACT), Queensland, South Australia (including Northern Territory), Tasmania, Victoria and Western Australia.

2. Review

A Divisional Council shall be reviewed by the TAL Board biennially commencing with the first review dated 30 June 2016.

3. Invitation to participate

TAL will invite all financial members of TAL to nominate to become a Divisional Councillor before 30 June in any biennial year.

4. Minimum number of Members

A Divisional Council shall continue to exist provided there are at least three financial members of TAL who are Divisional Councillors and are able to elect a President (Chairman) and Secretary amongst themselves.

5. Meetings

A Divisional Council shall meet a minimum of three times a year.

6. Divisional Council reports and minutes

Divisional Councils shall provide the Assistant Company Secretary with a copy of the minutes of each Divisional Council meeting within four weeks of the date of the meeting and provide a report of any activities arranged by the Divisional Council since the previous report.

7. Roles and responsibilities of Divisional Councils

The role and responsibilities of Divisional Council are to:-

- i. Liaise with state governments in relation to state taxation and expenditure measures;
- ii. Advise the TAL Board, the TAI PAL Board and relevant TAL staff on taxation and superannuation issues raised by, or communicated through, Divisional Councils by ensuring Divisional Councillors regularly attend and participate in state based discussion groups;

- iii. Promote TAL and TAI PAL to members and the wider community including maintaining a presence on the Tax & Super Australia website;
- iv. Provide feedback and advice to the Board and the CEO on government policy, operational and administrative issues affecting TAL and TAI PAL; and
- v. Participate in the membership of TAL's Committees established by the Boards of TAL and TAI PAL.

8. TAL Board Goal

Divisional Councils are to hold, by 2017 – 2018 one event to promote TAL's and TAI PAL's activities and membership and be open to all Members. Goals for subsequent years are to be set by the Board as part of the budget process.

9. Financial Support

- i. TAL Board will provide, in its annual budget, a secretarial fee and an amount for incidental expenses, eg catering for DC meetings, postage;
- ii. Divisional Councils will submit a budget to the CEO for each proposed event or special project and these budgets should be submitted to the Board before TAL's annual budget has been finalised; and
- iii. The CEO to give the Divisional Councils sufficient notice of the budget preparation.

10. TAL Board obligations to the Divisional Councils

TAL Board will:

- i. Provide the Divisional Councils with a quarterly report from either the CEO or the President summarising key decisions and issues of a non-confidential nature;
- ii. Liaise with Divisional Councils in respect of its strategic plan; and
- iii. Assist in activities that promote and communicate TAL and TAI PAL activities to the wider community.

11. Conduct of Divisional Councillors

A member of a Divisional Council must act honestly, in good faith and in the best interests of the organisation (TAL) as a whole.

12. Confidential information

Confidential information received by a Divisional Councillor in the course of the exercise of their duties remains the property of TAL from which it was obtained and it is improper to disclose it, or allow it to be disclosed, unless that disclosure has been authorised by TAL or the person from whom the information is provided, or is required by law.

13. Improper use of information

A Divisional Councillor must not make improper use of information acquired as a Divisional Councillor.