



**Australian Men's Shed Association**  
SHOULDER TO SHOULDER

## **By-Laws**

ABN 84 144 866 277

## **Membership**

Adopted on: 23 July 2013

**AUSTRALIAN MEN'S SHED ASSOCIATION**  
**(a Company limited by Guarantee)**

# Membership

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## 1 Purpose of this By-Law

The purpose of this by-law is to codify conditions of membership for both State Associations, Independent Sheds and Associate Member sheds

It does not cover Corporate Partnerships, affiliations or sponsorships with and between organisations with like goals and objective supportive of Mens' Sheds Such relationships are reserved matters for determination by the Board and are documented in separate memornadums of agreement.

The Board is responsible for the governance of the Association and determining eligibility for and conditions of membership. The Board endorses these by-laws as important for the good of the Men's Shed Movement and for Australian Men's Shed Association maintaining the sustainability and the high standing of both within the community.

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## 2. Membership Conditions and Qualifications

### 2.1 State Associations

State associations are incorporated associations in accordance with the incorporations legislation in their respective states.

They are eligible to be shareholder members of Australian Men's Shed Association. Each state association is a Branch of the Australian Men's Shed Association.

Each state association is eligible to appoint a person from the state as a Director of the Australian Men's Shed Association.

### 2.2 State Association Branches are responsible for

- Managing the affairs of the state branch in particular financial administration and compliance with state based legislation.
- Relationships with State Governments and local government bodies.
- Relationships with state based affiliates and organisations with interests aligned with and supportive of Men's Shed objectives.
- Funding and sponsorship arrangements for state based activities.
- Complying with and promoting AMSA by-laws, policies; management guidelines and procedures as they impact on state operations.
- Providing support to AMSA sheds within their respective state.
- Administering capacity building programs on behalf of the Board and National Office of AMSA with emphasis upon compliance with workplace health and safety; managing volunteers and effective management of sheds.

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### 3. Independent Men's Sheds

#### 3.1 Eligibility for membership

AMSA recognises as a Men's Shed any community-based, non-profit, non-commercial organisation that is accessible to all men and whose primary activity is the provision of a safe and friendly environment where men are able to work on meaningful projects at their own pace in their own time in the company of other men. A major objective is to advance the well being and health of their male members.

Upon application, AMSA may admit to membership a Shed, which conforms to the above definition in all respects. Where its membership is restricted to Aboriginal or Torres Strait Islander members for cultural purposes, or restricted to residents of private facilities such as Aged Care and Residential Care facilities such shed will be admitted.

#### **AMSA will not admit to membership any organisation which:**

- Has not paid or is unwilling to pay all fees, if any, associated with National and State membership.
- Does not accept that membership to the AMSA incorporates membership to the State Association in which the shed is physically located.
- Has illegal aims, objectives or practices
- Is disrespectful or harmful to other people or sections of the community
- Discriminates against membership on the basis of race, creed, sexual preference or age.
- Is aimed primarily at promoting particular political or religious views or practices.
- A shed that is similar in name to an existing registered shed
- Whose primary purpose is other than becoming or assisting the development of a Men's Shed as defined.
- Is a Men's Shed in name only and is not intent on becoming a Men's Shed as defined, or if its priority of operation as a Men's Shed is secondary to other purposes. This provision will not apply where an auspicing or sponsoring organisation may have a number of projects of which the men's shed is one such project,
- Is not committed to workplace duty of care and the safety of its members and public.
- Is not incorporated and does not have a written agreement of partnership with the auspicing or sponsorship body. The agreement must include arrangements for each of the following:
  - Insurance arrangements for Public Liability, Officers insurance, Volunteers Insurance and Property insurance.
  - Workplace safety, in particular defining responsibility of each party in respect of workplace areas, access and egress and any shared areas of responsibility.
  - Disciplinary arrangements dealing with shed members and the processes to be followed.
- Is a member of any other men's shed Association not affiliated with AMSA.

### 3.2 **Independent Men's Sheds are responsible for:**

- The internal management of their respective shed and relationship with auspicing or sponsoring organisations.
- Striving for financial independence and sustainability.
- Effective management of workplace health and safety at their shed, whether bound by the workplace health and safety act, other state legislation or common law 'Duty of Care'.
- Maintaining a balance between shed member's projects, projects for the shed and projects and other support to the wider community.
- Where occupying a shared space or space provided by another organisation, ensuring that effective consultation is established and made with the other organisation and a clear agreement sets out the individual and shared responsibilities for workplace health and safety.
- Holding insurance policies approved by AMSA's Insurer and is an Australian approved insurer for Public Liability; Volunteer Insurance; Officers Insurance and Contents and Property Insurance.
- Complying with AMSA by-laws; policies; management guidelines; and procedures. As they apply to their shed.
- Displaying approved signage indicating that the shed is a member of AMSA.
- Forming affiliations with other AMSA sheds for networking or resource sharing establishing alliances, clusters or zones and the like. These affiliations are not to subvert or displace either state or AMSA functions.
- Forming affiliations with other specialist groups that would assist the shed and its members acquire skills or information to assist the promotion of men's health.
- A shed, which joins the AMSA, cannot join any other Mens Shed Association that is not affiliated with AMSA. .
- Not providing to any third party AMSA copyright materials; by-laws; policies; management guidelines or management processes.

### 3.3 **Non Shed Auxiliaries**

The Australian Men's Shed Association may admit an organisation as a Non Shed Auxiliary member that is incorporated or auspiced by an incorporated body and has as its aims and objectives goals similar to a men's shed but the organisation is not a men's shed. The organisation will be required to take out insurance with AMSA insurance brokers and pay AMSA membership subscriptions, if any, as and when they fall due,

Non Shed Auxiliaries will not have any voting rights except those that apply to the election of their internal management committee.

AMSA will not admit as Non Shed Auxiliaries an organisation that:

- Has not paid all fees, if any, associated with National and State membership.
- Does not accept that membership to the AMSA incorporates membership to the State Association in which the Non Shed Auxiliary is physically located.
- Has illegal aims, objectives or practices
- Is aimed primarily at promoting particular political or religious views or practices.
- A Non Shed Auxiliary that is similar in name to an existing registered shed
- Is disrespectful or harmful to other people or sections of the community
- Discriminates against membership on the basis of race, creed, sexual preference or age.
- Is not committed to workplace duty of care and the safety of its members and public.
- Is not incorporated and does not have a written agreement of partnership with the auspicing or sponsorship body. The agreement must include arrangements for each of the following:
  - Insurance arrangements for Public Liability, Officers insurance, Volunteers Insurance and Property insurance.
  - Workplace safety, in particular defining responsibility of each party in respect of workplace areas, access and egress and any shared areas of responsibility.
  - Disciplinary arrangements dealing with shed members and the processes to be followed.
- A Non Shed Auxiliary, which joins the AMSA, cannot join any other Mens Shed Association that is not affiliated with AMSA.

### 3.4 Code of Conduct

Although the AMSA has no direct control over the operation of member sheds, Men's Sheds and Associate Member Sheds who are accepted on to the AMSA register of sheds are obligated to abide by the Association's Code of Conduct. The AMSA reserves the right to expel membership upon investigation of any breach of the code made by the general public, a shed member or any other third party, or upon the recommendation of an State Association, following any authorised subsequent investigation.

AMSA registered sheds are expected to

- Remain consistent to the definition of a men's shed as outlined in section *1. Definition for membership*
- Not compete on a commercial basis with local industries in the production of products for sale.
- Not refuse membership to the shed on any basis of race, sexual preference, religion or ethnic background.
- Not bring into disrepute the membership of any shed or the State or National Associations or the corporate brands or images associated with.
- Not make any unauthorised representation on behalf of the State and National Associations.
- Maintain that an operational shed is open for the use of its members as often as the membership requests and is physically and logistically possible.

- To the best of the sheds management's ability, meets the identified and justified needs of the shed membership.
- Operate in accordance to the associated rules and regulations of the Incorporations Act of the State in which the shed is physically located.
- Comply with all local, state and federal legislations that may apply to the operation of a Mens Shed.

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### 3.5 Use of AMSA branding

Mens Sheds that are members of AMSA ,other than Non Shed Auxiliary members, are permitted to use the AMSA logo within their own marketing mediums (including, websites, signage, clothing, print) on the following conditions.

- The logo cannot be altered in any way or included as part of another logo
- The logo must be displayed in full including the stated motto
- The logo cannot be used by any shed that ceases membership or is expelled from AMSA, all such use of the logo must be removed immediately upon the cessation of membership.
- The AMSA logo may not be used on any material promoting any shed based activity or project that reflects AMSA's endorsement for the project unless prior written consent has been given for such.

## 4. Disciplinary arrangements

### 4.1 **The primary purpose of the disciplinary arrangements is to restore order.**

The need for disciplinary action may arise from:

- a breach of these, or other, by-laws, or
- failing to adopt and implement AMSA's management guidelines ,or
- allowing any minority group to use the resources of the men's shed for private commercial gain, or to the detriment of a diverse range of activities desired by the shed membership.
- failing to support community groups as committed to in plans.
- a complaint from a person that either a state branch or an independent shed is operating contrary to its constitution or rules.

The identity of any complainant will remain anonymous unless the complainant agrees in writing to their identity being known.

All complaints must be in writing and will be investigated unless they are considered to be vexatious or frivolous.

The association will appoint a person to investigate the matters or complaint, the investigator will acknowledge receipt of the complaint and inform the state branch or independent shed of the complaint and that it is intended to investigate the matter(s).

The investigator will consult with the executive of the organisation concerned and in cooperation identify any shortfalls and the need for any remedial action necessary.

The remedial action necessary must be agreed in writing and the executives of the state branch or the independent shed agree to the action, together with the timetable for implementing and review on completion that the agreed actions have been successfully achieved. This agreement is binding upon the state association, or independent shed.

When the investigation has been completed and the agreement signed by the relevant executive the investigator will inform the complainant in writing of the outcome. This should be in general terms that addresses the issues complained.

Failure to agree to remedial actions or to implement a binding agreement may lead to additional disciplinary action, this may include:

- Further investigation by the Board or member(s) of the Board, or
- Consideration of suspension of membership for a period of time, or
- A request for new elections to the executive and committee of the independent shed, or
- A request to the shed to show cause why it should not be expelled from membership of AMSA.
- Where a complaint involves a breach of the law the matter will be referred to the appropriate law authority.

## **5 Cessation of membership**

Membership of AMSA will cease upon:

- Resignation from AMSA
  - Resignation will be deemed to take place where a State Association or an independent mens' shed or an Non Shed Auxiliary has not paid either its membership fees or maintained insurance coverage as prescribed
- Expulsion from AMSA as provided for in Section 7.3 of the Constitution

Upon cessation of membership all rights and privileges of membership will cease. Access to any corporate management systems will be terminated. Manuals, management guidelines and other AMSA copyright materials must be returned to AMSA

Any preferential discount arrangements with insurers, suppliers or sponsors will no longer be available.

Shall not use the title 'men's shed' in any name, or part of the name, for their organisation, or any literature whatsoever describing the organisation it's functions or activities.



## 6. The following definitions are applicable to this and other by-laws:

### a. Definitions

In this by-law, unless the contrary intention appears:

- (a) a word or expression defined or used in the Corporations Act has the same meaning when used in this by-law in a similar context;
- (b) “section” means a section of the Corporations Act; and
- (c) subject to clause 6.1 (a) a word or expression defined or used in the Constitution has the same meaning when used in this by-law in a similar context.

### b. Documentation

- **AMSA Constitution**, the registered set of rules of the Association.
- **AMSA Bylaws**, those rules determined by the AMSA Board applying to the whole organisation and are not inconsistent with either the AMSA Constitution or the Corporations’ Act. These must be followed.
- **AMSA Policies**, determined by the AMSA Board outlining desirable standards or outcomes without necessarily specifying the method of implementation.
- **AMSA Management Guidelines**, Guidelines approved by the Board, which indicate the preferred method to be adopted, but leaves the discretion to the manager to determine the best outcome.
- **AMSA Management Processes**, Defined procedures that should be followed to ensure a defined or specified quality outcome. Eg computer input procedures

## 7. Review and publication of this by-law

The Board is responsible for reviewing this by-law, governance arrangements and the division of functions and responsibilities in the Association to determine its appropriateness to the needs of the Association from time to time. This by-law and governance arrangements may be amended by resolution of the Board.

The by-law is available on the Association website.

**Approved by the Board on**