

The way ahead – 2009

Presentation to NANA AND the QNF

From VANA

The way ahead for National reconciliation

A new beginning

February 2009

Presentation to the

Australian Newsagents Federation Ltd

as to

The way ahead – 2009

A new beginning

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Executive summary

Background

The NANA and QNF Chairmen approached VANA to discuss *The way ahead – 2009* at an informal meeting of the VANA Board on Tuesday 27th January 2009

The brief

To find a potential working model for all states of Australia to work together with the Australian Newsagents Federation Ltd for *The way ahead – 2009* and beyond.

That VANA agreed to prepare a submission as to *The way ahead – 2009* and present it to NANA and the QNF by the 17th February 2009

Summary of structure.

A member service organisation where newsagents are members of their State association and the State association combines with all other States to form the **Australian Newsagents Federation** at national level.

The national body is represented by a delegate elected as a director of his state body to the **Australian Newsagents Federation** meeting governed under the day to day business control of a C.E.O.

A separate Commercial entity has been proposed to “house” the commercial entities of the **Australian Newsagents Federation** national body.

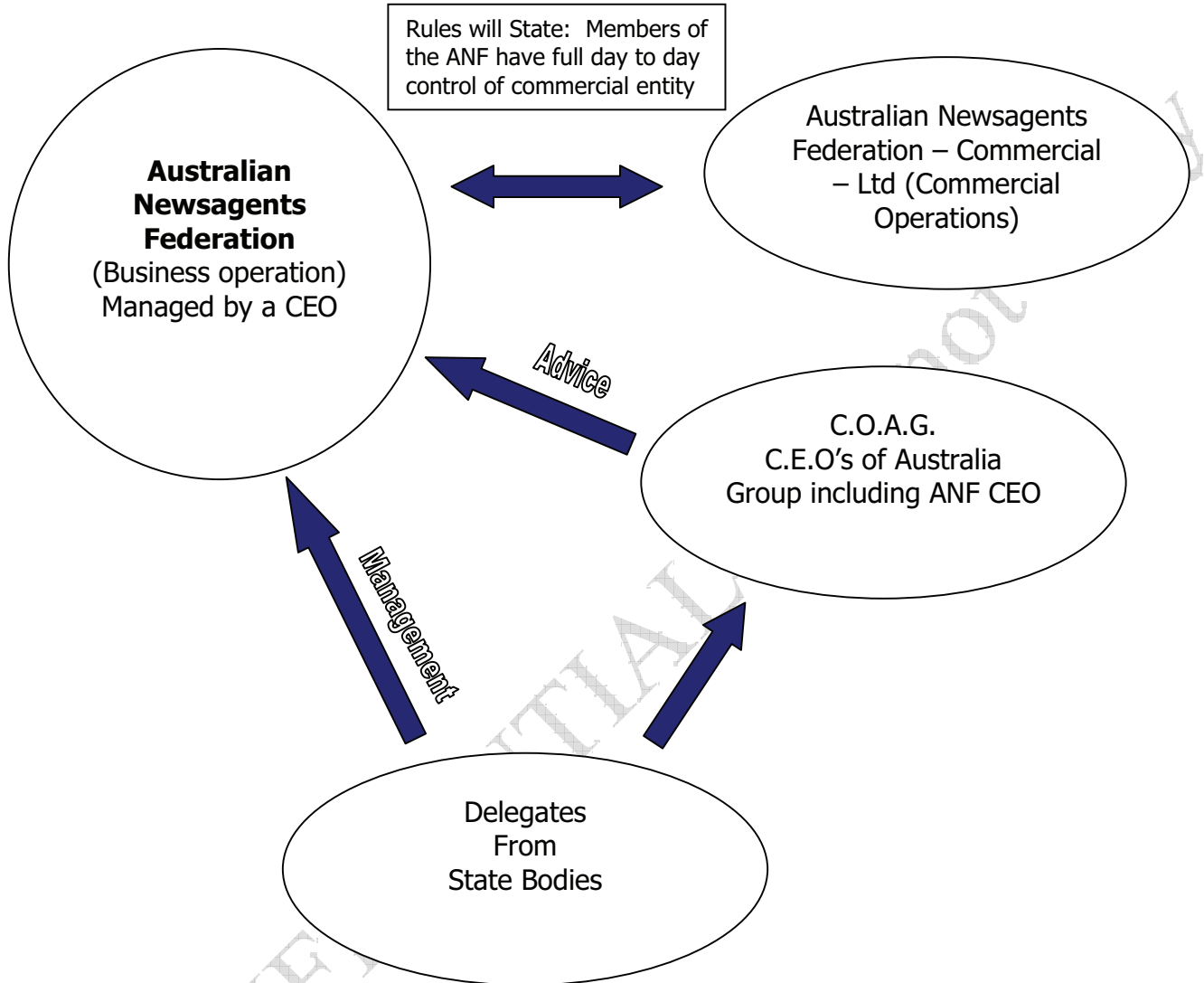
The Australian Newsagents Federation is not a Ltd company and therefore the delegates can truly represent their respective states views at national level.

This is considered by us as a working document proposal that will be subject to enhancement over the ensuring process to implementation.

AUSTRALIAN NEWSAGENTS FEDERATION Proposed Model

Day to Day Business arm

Holding company of all commercial business



VANA/
Tasmania

NANA/
ACT

QNF

South
Australia

Western
Australia

Delegates:

VANA/Tasmania:

Board Member from VIC representing VIC & Tas

NANA/ACT:

Board Member from NSW representing NSW & ACT

QNF:

Board Member

South Australia/NT:

Board Member from SA representing SA & NT

Western Australia:

Board Member

Australian Newsagents Federation – Commercial Ltd =

The Appointed Secretary of the Commercial Entity

Voting as to 65% affirmation at National Council meetings.

Detailed proposal.

Time frame.

That each state Chairman from VANA the QNF and NANA to meet as soon as practicable with the Board of the Australian Newsagents Federation Ltd for presentation of

***The way ahead – 2009* proposal**

That each state body who are parties to this proposal agrees to the terms and conditions of the framework developed but no later than the 28th February 2009.

That the joint meeting with the Australian Newsagents Federation Ltd to inform them of the concept is acknowledged by the represented State bodies of this document as our suggested plan for the way ahead for our industry and that a working party to adopt a joint unified direction is agreed upon in principle at the first meeting.

We would anticipate that the working party to *The way ahead – 2009* proposal be formed within 30 days from the date of the information meeting with the Australian Newsagents Federation Ltd.

Refer section – future steps which is part of this presentation.

That the Chairmen of all States of Australia be advised of this direction so that unity prevails and that now is the time to move to a National body with unity.

That at this point all newsagents receive a memo to *The Way ahead – 2009* proposal from the Chair of the working party.

That the time frame be then agreed upon for full integration of the new direction within six months from the inaugural concept meeting.

Immediate action.

The criteria.

To not walk away from the first scheduled meeting with The Australian Newsagents Federation Ltd without all due diligence and effort from both sides to develop a means for the future directions model for Australian Newsagents.

It is proposed by all three parties presenting this document that copies of this document are forwarded to the Australian Newsagents Federation Ltd Directors one week prior to our presentation and that the covering letter is notably signed by the Chairmen of NANA the QNF and VANA. demonstrating our intent and professional desires.

That any subsequent major changes to these suggestions be deemed outside the parameters of this document and that state approval to an in principle change requires consideration and authorization.

That the terms of reference and associated detail of this document are private and confidential and it is agreed not to be discuss the contents of this proposal outside the Boards of each state body or The Australian Newsagents Federation Ltd when they become a partner to *The way ahead – 2009* document.

That each of the said state bodies to this document will agree upon a suitable memo to all newsagents Australia wide and issued as and when appropriate but within thirty business days from when the working party is formed advising newsagents of its determined outcome. The reason for this is to limit fallout and suggested innuendos being falsely advertised in media and print.

That no individual state member memo will be issued outside of this agreement.

The content then of this document is to detail our efforts and intent to build *The way ahead - 2009* document into a national framework in consultation with the Australian Newsagents Federation Ltd.

That a time frame as to indicative change and lead up dates be firmly set and implemented as directed in this document.

The future name of the association and commercial business interests.

After speaking with the many other association heads not linked to our industry we have come to the conclusion that

The way ahead – 2009 document needs to show up-to-date terms and procedures including definitions of personnel and title as it relates to our industry. The most important point is the name of the united body moving forward.

We have chosen the name The **Australian Newsagents Federation** until such time as it is agreed upon to invite change. We have also considered the name **Australian Newsagents Council** and **Australian Newsagency Council**.

The reasons we design change in this instance is as follows.

- a. To bring the National concept for newsagents more in line with the desire and professional retail needs of business requirements pertaining to 2009 and ahead through modernization of the business structure processes.
- b. To modernize the terms of membership to the national body from director (incorporated) secretary or member to the word “delegate” which is more attuned to our professional directional professional needs and desire.
- c. To structure the concept in line with what is considered right for all members Australia wide. That is – to foster a management structure that is based from members through the state bodies to the National concept proposed.
- d. To bring our members closer to the decision making process and to break down the barriers from within.
- e. That this will be the only chance we may get in the short to medium term to bring a perceived fragmented Industry together with professionalism and passion.
- f. We need to get the process right not only for this generation of newsagents but for the years ahead.
- g. We are mindful of the need for technology change, the ability of the Publishers to gather data to on sell outside our Industry for financial reward for them.
- h.** We are above all acutely aware that as a united body we have strength in numbers to confront Industry threats and keep our retail sector ahead in technology and commercial related directions that are vital as to *The way ahead – 2009*

The business names suggested.

Australian Newsagents Federation.

(Administered by Rules under the Work place relations Act of 1996 and the RAO schedule of 2003.

Definition.

The Rules could be formed in terms of the Australian and Industrial Registry Act after taking into consideration the contents of this proposal titled *the way ahead – 2009* although it would not be a barrier towards unification if that did not occur.

About registration & accountability

The Australian Industrial Registry (the Registry) is responsible for the registration and accountability of unions and employer associations (also known as registered organisations) registered under the Workplace Relations Act 1996 (the WR Act).

The legislation outlining the standards to be met by federally registered organizations can be found in [Schedule 1](#) to the WR Act (also known as the RAO Schedule).

The RAO Schedule generally came into operation on 12 May 2003. Many of its provisions replicated those in previous legislation, with some amendment

The structure and how it is proposed that it works for the benefit of all of our members.

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Suggested name to be

Australian Newsagents Federation

Australian Newsagents Federation

The **Australian Newsagents Federation**
Will be headed by a C.E.O.

(Refer staffing below)

Australian Newsagents Federation- Commercial Ltd

A Limited Company with one Director and one Secretary.

It is proposed that the rules of the governing body (**Australian Newsagents Federation**) will incorporate the legal link between the trading company and the set rules in terms of the Work place relations act of 1996 so that the liability and day to day trading is a directive of the new Commercial trading structure.

That the liability of the director and secretary of the incorporated Company are protected by Law under the rules of the new National Council set in accordance with commercial Law and the Work place relations act of 1996 and the RAO schedule of 2003.

The **Australian Newsagents Federation – Commercial Ltd** will comprise a Director and a Secretary with one share issued and held by the **Australian Newsagents Federation** entity under its rules and regulations.

The Director of the Commercial entity would be the C.E.O. of the **Australian Newsagents Federation.**

The Secretary of the Commercial entity would be an Accountant or Solicitor appointed who will also be a voting delegate to the National body committee.

(Refer voting rights section)

Staffing

Australian Newsagents Federation – Commercial Ltd

Staffing aligned to the need to service the trading entities of the Commercial body.

Western Union

National Newsagent

Yournewsagency.com (Refer section Existing Commercial arrangements)

N. Stock. (Refer section Existing Commercial arrangements)

Corporate events

National Conferences

Staffing-

Australian Newsagents Federation

C.E.O.

A Personal assistant and minimal required staff.

In essence the required staff employed by the Commercial entity will be accountable to the C.E.O. of the **Australian Newsagents Federation** and its member body.

Australian Newsagents Federation – Commercial Ltd

Legality of the incorporated body and the liability of the director and secretary

Incorporated entity to have issued two shares with such shares being held by the business entity.

The rules will:

1. Stipulate that the legal liability of the director and secretary of **Australian Newsagents Federation – Commercial Ltd** will be the legal responsibility of the **National Newsagents Federation** and its officers in terms of their set and approved rules.
2. That the staff employed by the legal entity will be paid through the Commercial entity and that Superannuation accruals and Wages issues are the financial liability of Commercial entity.

C.E.O.'S of Australia Group (COAG)

This will be a group of all C.E.O.'S Australia wide.

The C.E.O. of the **Australian Newsagents Federation** will be a party to the meetings and he would report to the **National Newsagents Federation** meeting under the umbrella of the State delegates.

(Refer below for duties and accountability of C.O.A.G.)

How we arrived at the suggested change

The models looked at are

We have studied many models and have contacted three associations to bring together a suggested model for *The way ahead – 2009*. The intent of this document is not to write the rules of the proposed governing body but to brief the eastern states and then the Australian Newsagents Federation Ltd the content and suggested direction so that professionally our suggestion can be placed into action with set time frame structure.

About this proposal.

This proposal is the acknowledged presentation of NANA the QNF and VANA and is designed to be the foundation of the process towards unification nationally.

This proposal is then set for further discussion and mutual agreement as to *The Way ahead – 2009* through committee process.

Prior to the meeting with the Board of the Australian Newsagents Federation Ltd we will forward:-

1. This proposal.
2. The name of the person presenting the *The Way ahead – 2009* presentation
3. The names of the people attending
4. What we expect from the meeting.

We will achieve as a result of this process

1. Deliver renewed professional for newsagents through restructure
2. Continue to provide "grassroots" membership at state and national level and address issues of importance with total agreeance through the National body.
3. Create a National commercial entity that delivers real benefits to Newsagent members through their respective state.
4. Positioned to effectively handle the challenges of 2009 and beyond.
5. Provide strong leadership.
6. Be viewed by our Industry partners as being professionally strong and unified.

The success of the new concept lies with our ability to identify and respond quickly to new opportunities and activities as they affect our Industry.

We are resolute that this new way ahead can and will provide greater service, leadership and industry solidarity.

How we arrived at the suggested change

The models looked at are continued.....

The National model suggested by this document develops state associations that comprise grass root members. The states will have newsagents as financial members and the states in turn will be members of the national body through their respective state delegates at national level.

Our future direction is your future direction.

We are ambitious for a national body to represent us. We want unity and we want and need this direction as portrayed in this document titled *The way ahead – 2009* to be successful for the future of all newsagents.

How we arrived at this proposal.

We spoke with three Associations in the AMWU, The Nurses Federation of Australia and the Australian Hotels Association. In fact the best response was from the AHA.

The AMWU model

This model was the basis for direction however as to whether their rules are appropriate in their entirety is doubtful due to the fact that they represent a Union so we have developed some concepts from the three examples we viewed as well as listening to our members and Chairmen of all three eastern state associations.

Copies of these rules have been obtained and can be tendered for information and discussion in need.

The problem we found was that most rules available were set for associations that had not only members but associated groups. (As many as 100 in the case of the AMWU.)

The overall thrust of the three examples was the way in which decisions were made from member up through the channel.

The state bodies have an input to the National body through newsagents being elected first as a director of their state Association then as a delegate to the National Council.

We have looked at several other models as well and these can be viewed at www.airc.gov.au where in fact the VANA rules and regulations are published. There are some seventy sets of rules on the web site as well as sets of rules within each business structure.

Refer membership, Voting rights and structure hereunder for full detail.

The suggestions that follow for our structure are ideas obtained from the other State bodies in NANA, the QNF and VANA. as well as ideas discussed at the VANA offices on the 27th January 2009 between VANA Directors and the Chairmen of both NANA and the QNF.

Reasons to want to reform the National body and not commence a new entity.

1. Existing members would be torn between a new structure running side-by-side with the existing Australian Newsagents Federation Ltd and this would harm the direction of our sole purpose and that is to have one governing body.
- 2 Concern that any current contracts financial or otherwise may not be legally binding if we
 - a. operate a side-by-side business model; or
 - b. start afresh; or
 - c. change on existing model within the same format.
3. Concerned that any perceived action in this regard could be viewed by the publishers and our members as further disunity.
4. We must have a model that slides from one entity to the other legally so that our authorization with suppliers and business partners is still legal.
5. This concept shows that we are taking control of our Industry ourselves as members from a state perspective and moving the direction up to the National body for direction and for the way ahead concept of a united body of newsagents Australia wide.

Having said this we are by this document and intent clearly stating our desired direction and change that is required of this Industry now. This Industry cannot continue to be divided we believe in the way it has been for so many years.

Australian Newsagents Federation model.

We would suggest that the model be based as follows:

Refer diagram in executive summary.

Australian Newsagents Federation

Governed by Rules set in terms of the Work place relations act of 1996 and RAO schedule of 2003...

The National governing body would comprise one delegate from each state body who is a serving Director of that state and appointed to represent the said state. His title will be delegate to the **Australian Newsagents Federation.**

The day to day operations are managed by (an appointed – current) CEO and his staff...

How we arrived at membership and representation of the national concept.

Membership of the Australian Newsagents Federation

The states are members of the **Australian Newsagents Federation**. The states are represented through their **State delegate** at national level on the national body's management meetings.

One delegate per state body as noted hereunder.

NSW/ACT

SA/NT

Victoria

Queensland

Western Australia

Secretary of the trading company (**Australian Newsagents Federation – Commercial Ltd**) - (refer below Voting rights - external appointed person)

State Branch representation

There would be a member representative office in all states of Australia with support staff in need to service State issues. (Refer below for state and national roles)

Note: We have grouped NSW with ACT for voting rights to the National body as well as Victoria with Tasmania and South Australian with Northern Territory.

It would be proposed that State associations with a CEO would operate similar to Victoria, New South Wales and Queensland now in the following member states and that the Australian Newsagents Federation Ltd "branches" in New South Wales and Queensland would amalgamate with their existing state offices.

The member State offices would be set in
New South Wales (acting for the A.C.T as well)

Queensland

Victoria

*Tasmania (member services)

#South Australia (acting for Northern Territory as well)

#Western Australia

*In Tasmania there would be a member services officer who may well be employed two to three days a week from his business or home and then report to the C.E.O. of Victoria for assistance and guidance in supporting our Tasmanian members. Membership in Tasmania would be classified separately from Victoria but form a part of the Victorian financial accounts

State Branch representation continued.

South Australia and Western Australia would continue to utilize their Australian Newsagents Federation Ltd branches however they would be converted into State Branches and operate similar to the three eastern states.

Association rule changes.

Consideration would need to be given to incorporate a renewed set of rules which reflect the material changes proposed into each states set of rules or constitution so that the state bodies reflect the administrative presence of the new National rules.

Management of the Australian Newsagents Federation (business arm)

The National member council to be 6 representatives titled delegates with one representation member from each State as noted above. (Refer State delegate representation section)

Note: The delegate representing **Australian Newsagents Federation – Commercial Ltd** would ideally be the secretary who is not a member of a national or state body and who is preferably an accountant or solicitor co-opted to the “Board” with voting rights.

Director of the **Australian Newsagents Federation – Commercial Ltd** would ideally be a member of staff of the **Australian Newsagents Federation** with no voting rights in the management body of the **Australian Newsagents Federation** meeting - presumably the CEO.

Membership of the Australian Newsagents Federation

The delegates representing the above mentioned states will have a fixed term of three years to serve.

They can only be elected for one term of three years. To serve longer than the initial term they would require 100% approval of the governing member states to the Australian Newsagents Federation – body.

Executive change over plan.

We suggest that the existing Directors of the Australian Newsagents Federation Ltd be invited to join their respective State Associations as a director and that they then be elected by their state as a delegate to the **Australian Newsagents Federation**.

Note: due to the timing of the proposed changeover and the irregularity in timing of the individual State annual meetings to accommodate the additional Director on their Board that the following apply.

1. That the respective States of Victoria, New South Wales and Queensland appoint their current Australian Newsagents Federation Ltd representative as a director of their State Board (if not already) and then appoint the member as a delegate to the **Australian National Newsagents Federation** national body if he so desires to continue in that role.
2. That rule changes be promulgated by the current body of the National Newsagents Federation Ltd rescinding its current legal control and directive as it pertains to the current trading then incorporating its legal change to the new structure.
3. That when looking at the Legal implications that consideration is given to the sensitive relationship between Western Union and the Australian Newsagents Federation Ltd.
4. That any rule and legal relationship arrangements pertaining to the new entity and its relationships with the States are incorporated into the respective State Association rules prior to incorporation of the new body and its registered rules.

Structure

The powers of our National body will be driven through the states.

The restructured **Australian Newsagency Federation** would comprise no newsagent members as such.

Fee structure

The states would set their individual membership requirement based on local issues and needs and then remit to the **Australian Newsagents Federation** on a per member basis that amount deemed required by the national body to trade adequately during the current financial year. Such determination as to fees paid to the national body to form a part of their annual financial budget plan.

Refer also to page 24 of this proposal relating to financial position and trading of the **Australian Newsagents Federation**.

In summary this topic comments on the desire to have the National body operate on a non profit basis each year but with 80% of end of year net profits retained in trust for future unexpected drawings on a needs situation and for the remaining 20% of net profits returned to the states on a member per dollar basis.

Existing Australian Newsagents Federation Ltd members

It is acknowledged that the existing National membership would be amalgamated in the proposed rearrangement with the states.

Where there is duplication in membership (that is they hold national and state membership) that the fee structure for the ongoing service to these members be the relative state membership as a matter of fact.

Where the old Australian Newsagents Federation Ltd members are noted as Australian Newsagents Federation Ltd members only and not current state members that they would become state members with state membership based fee. It would be the responsibility of the new national entity to administer this process to avoid a potential loss of membership in this category.

Membership advice during the changeover.

Members and non members alike must be kept up to date on a regular basis as *The away ahead – 2009* document once all bodies agree in principle as to its moving ahead.

Members after all are our prime reason for existence and by this suggestion we are protecting the National membership base for the future.

No state by state correspondence to their members about the restructure.

Operations of the new structure.

Australian Newsagents Federation

Day to day operations and staff

Employ a CEO with a Personal assistant and required support staff.

This staffing would be in additional to the staff required to operate the day to day businesses within the commercial entity.

Basis of the national body duties - Australian Newsagents Federation

Day to day operations

- a) To handle day to day operations of the National body.
- b) To conduct directive decisions that emanate from the delegates meeting.
- c) To liaise with the C.O.A.G. members and to institute together agreed affirmations.

Day to day common actions

- a) Coordination of information between states.
- b) Control unity on a national basis under the umbrella of the rules of the organisation.
- c) Legal issues affecting the **Australian Newsagents Federation** from time to time.
- d) Nationally based income sources/distribution and control day to day functions
- e) Coordinate all national issues
- f) National concepts coordinated by the states under the National body.
- g) Set and supervise code of conduct
- h) To run the commercial operations that are 100% owned by the **Australian Newsagents Federation Ltd – Commercial**
- i). Policy and research and Lobbying
- j). Coordinate response with suppliers
- k) Publisher National defined issues.

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The States administer:-

The States will be the sole provider of the following Member services to Newsagents in the area where such Member Services include advice as well as business specific advice and assistance.

1. Industrial relations and Awards as they affect the state body either themselves or contracted out.
2. Occupational health and safety as it relates to state issues.
3. Tenancy advice
4. Publisher and magazine distributor representation on state specific issues not subject to likely cross border implications.
5. Non publisher and non magazine distributor supplier representation on state specific issues not likely to cross border implications. Where it emerges that cross border representation is required then the delegate would take that decision made by his Board to the National body for consultation and advice.
6. State lotteries representation.
7. State and local Government representation / liaison.
8. State specific Industry policy.
9. Lobbying of State politicians and other state related organisations.
10. Newsagent market fair.
11. Business specific Industrial relations assistance as it relates to the said state.
12. State newsagency conferences.
13. State newsagents awards
14. Initial point of enquiry for Newsagents.
15. Control of regional committees, agendas and the flow on effect as to how they relate to the Industry.
16. Recognition and promotion of the nationally recognized and Industry endorsed Certificate courses available to retail newsagents in Victoria.
17. State Websites.

The Australian National Newsagents Federation administers:

1. National Industry matters
2. National representation of the Industry as a whole as to Distribution and magazine related matters that is required foremost to be handled through the National body for a better outcome for Newsagents.
3. National representation of Newsagents interest with National matters as they affect the future well being of members Australia wide.
4. representation of Newsagents interests to nationally based suppliers on issues not isolated to the Territory
5. representation Nationally of Newsagents issues to nationally based industry and product category associations on issues not isolated to the territory
6. Industry supplier endorsed accredited national training Course.
7. Industry accredited and standards requirement including information technology standards.
8. Federal Government representation / liaison.
9. Lobbying on Federal and or state issues as and when requested or required.
10. National Newsagent of the year awards
11. National Newsagent conference
12. National Newsagent touring conferences and training days.
13. Supplier agreements in consultation with the states through the National body.

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Joint assistance and working together within the framework of *The way ahead – 2009* document

It is not proposed to have any form of memorandum of understanding between states and the National body.

It would be clearly stated in the to be formatted rules that the following applies:

1. That it would be outside the spirit of the governing rules to collude in a professional related situation involving the designated process of management up the line through the state bodies.
2. That all matters relating to the states as defined as state issues are equally brought to the table of the national body in need through the auspices of the state delegate.
3. That the C.O.A.G. meeting of C.E.O.'s is the forum for a united debate on the formation of the best way ahead with regards to day to day issues. The meeting is a sharing of day to day and state problem solving ideas for recommendation through the C.E.O. of the National body to the National council meeting involving the respective state delegates for comment, planning and implementation in need.
4. That all state board minutes are for the reading and understanding of the national C.E.O.
5. That the formulated rules of the national body would encompass these overriders that give the states the right to consult nationally and visa versa.

Information sharing in general is both up the line and down the line giving open governance and reporting to all.

6. That the formulated rules would be binding on not only the states individually but also the National body.
7. That membership is a joint responsibility of both National and state.

All other related matters will be the undertaken responsibility of both the delegates to the National body and the C.O.A.G. meetings.

State Assets

All state assets whether real or intellectual remain the property of the respective state body and are to be administered in accordance with that state's constitution or set rules with due diligence and due governance.

Financial accounts of the state remain under the state jurisdiction and the Directors of the said state are responsible by Law to perform their duties in a professional manner that relates to Government Law in their jurisdiction.

National Assets.

National assets such as intellectual names and place names remain the property of **Australian Newsagents Federation – Commercial Ltd** under the direct control of the governing (rules) body.

Member services and Policy direction as it relates to members.

1. State based member services would align itself to the states for input and effective running of the service.
2. The National body would assist state member services if required through the delegates meeting upon request.
3. States may develop concepts for member services that are in line with National directional policy however all proposed and perceived national services developed must be shadowed to the other states through the National body for that body to decide if a service is a complimentary service to the National direction or if it just relates to the states. Once the new service is deemed a service outside of the state then it becomes a national service and the intellectual property must be handed over to the national commercial entity.

Note: It may be agreed by the National body that day to day operations for implementation of the service can stay in the hands of state control but with governing guidelines as detailed in this presentation. (Refer existing commercial arrangements below)

Australian Newsagents Federation – Commercial Ltd

This body will hold the business names and related trading of the federation.

Western Union

National Newsagent

Yournewsagency.com

N Stock.

Corporate events

National Conferences

Existing commercial arrangements

It is envisaged that all existing national trading commercial businesses be either run out of the **Australian Newsagents Federation** premises OR they are allocated to a state for direction and day to day business practice. Approval and consent as to 100% of all state delegate members to be obtained for this direction to state level control. The **Australian Newsagents Federation** would absorb the expenses of the allocated business so that the state is not losing monies administrating a national product. Rent of sub let premises would not apply; use of paper and copying, copying and telephone costs would be claimed. Wages will be directly paid through the **Australian Newsagents Federation – Commercial Ltd** business.

(Office costs in general directly attributed to the National operation)

No Commercial operations that are not 100% owned and operated by the **Australian Newsagents Federation – Commercial Ltd** will be commenced without 100% approval of all state delegates through their state body.

Proposed commercial entities that are fully owned by the National body may proceed on the condition that 65% of member states agree to the proposal through the **Australian Newsagents Federation** meetings.

In the case of N Stock and Yournewsagency.com it would be agreed to administer the day to day operation out of VANA and that by virtue of this proposed *way ahead – 2009* document a transfer to national financial control would not have a goodwill value at the transfer date however the costed month end expenditure to VANA will be presented 30 days after the new national body is instituted and thereafter on a month end basis.

The continued profits of each entity remain the property of **Australian Newsagents Federation - Commercial Ltd**. The day to day directional control is in the hands of the national entity but with pre approved license for the effective operation at the relocated premises in Victoria. Budgets and policy direction are the responsibility of the National body.

Western Union

At this point it is imperative that any proposed change along lines discussed in this memo that the current and future welfare of Western Union be protected in every way. That the CEO of the proposed change in format be the controlling representative between his staff and the Management of Western Union and that he reports directly to the Chairman of the National body as and when required.

That the current CEO of the ANF should consult with management of Western Union to advise them of our proposed change in management structure.

C.O.A.G. The meeting of all State C.E.O.'s

C.E.O.'s of Australia Group.

The respective State CEO's

CEO's to meet as and when required but at least bi monthly to discuss development of business policy in detail as it relates to both their state and national concepts.

They would then make suggestions to the **Australian Newsagents Federation** through the National C.E.O. so that all State delegates can consider their suggestions at their following national gathering of delegates meeting.

The chairperson of C.O.A.G. should be on an alternating basis each meeting.

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Communication

State

Communication to members on state matters must emanate from the respective state to their members and not from a national perspective however where determination is considered to the effect that the issue may constitute a need to advise all newsagents Australia wide irrespective of member status they should do so through their state C.E.O to the National C.E.O.

Such examples would be in the areas of:

- Business potential loss
- Matters affecting business management
(To name a few)
- Emergency matters affecting the Industry.

No state must relate issues to members of other states but all states will be encouraged to work together and exchange information through the planned business structure.

Financial position and trading of the Australian Newsagents Federation.

Through the governing rules of the **Australian Newsagents Federation** the **Australian Newsagents Federation Commercial Ltd** staff employed to administer the day to day functions of the holding company assets will report to the C.E.O. of the **Australian Newsagents Federation** daily and the C.E.O. will have full control of all commercial related issues.

Example: Staff for the implementation and control of Western Union will be employed through the Commercial arm and report to the Australian Newsagents Federation C.E.O.

The net profits of the revised National body which will emanate from the **Australian Newsagents Federation – Commercial Ltd** arm would structure itself to hold 80% of the financial end of year net profits and for the balance to be divided through the state bodies proportioned to audited membership on a dollar per member basis. Such pool funds to be held in trust under the banner of the incorporated body. This is why it is crucial to have uniform subscriptions.

We trust that by this innovative means that the states will be driven towards membership and the development of national retail concepts that suit the industry in the way ahead.

The 80% of reserve funds would go into a pool funding arrangement to guard against future individual state needs etc. The other reason for the fund is to ensure that the national body through low financial trading times has adequate funds available to trade.

The criteria for use and management of the proposed fund would need to be structured.

Voting rights

The committee of the national body would vote on the basis of one vote per state delegate on the basis of 65% affirmation to a voted decision or proposal at hand.. Voting rights extended to the director or secretary of the incorporated body.

1. Representative of one delegate from each state association. Except in Victoria where Tasmania would be co represented with Victoria BUT they would have their own State representation.
2. In South Australia N.T. would also be co represented with South Australia. (Refer representation section) The Northern territory would be administered through South Australia.
3. In New South Wales they would administer A.C.T. newsagents however consideration could be given to a representative member based support staff member in that state who reports to NANA C.E.O.
4. **One vote one value with each representative delegate voting to a 65% affirmation as to motions passed.
5. That no appointed delegate to the National body serves no longer than three years and can only gain an extension to the term by a 100% vote of all states. (Voting approval to be given by each state board through the delegate)

The reason for this is that we wish to establish a position whereby newsagents at grass roots level view the fact that they have equal representation on the National body as to any other state.

** The feeling here is that this hinders collusion by delegates but most of all is seen by members that they have a one vote representation at National level irrespective of State size.

The affirmation process as we said hinders collusion and potential poll voting between states for National issues under discussion at National level. We acknowledge that good governance should also prevail and this should stop these un safe business practices occurring as well.

It gives an open appearance at Board level to newsagents Australia wide.

National Communication

National communication must be as frequent as required and must only relate to **Australian Newsagents Federation** matters. Exceptions to this may be references to decisions that have been confirmed by the delegates at their national meetings.

Approval to include individual state issues or concepts within a National released memo to members must be consented first by the state through their respective C.E.O.

Rules of the National body

The Australian Newsagents Federation.

The rules could be formed in terms of the Australian and Industrial Workplace Relations Act – 1996 after reading and understanding the parameters noted in this document titled *The way ahead – 2009*

This is an option and it may or may not be deemed necessary as to the way ahead for this suggested model.

It will be for the working party committee to consider.

About registration & accountability

The Australian Industrial Registry (the Registry) is responsible for the registration and accountability of unions and employer associations (also known as registered organisations) registered under the Workplace Relations Act 1996 (the WR Act).

The legislation outlining the standards to be met by federally registered organizations can be found in [Schedule 1](#) to the WR Act (also known as the RAO Schedule).

The RAO Schedule generally came into operation on 12 May 2003. Many of its provisions replicated those in previous legislation, with some amendments.

Whilst we recommend that no Memorandum of Understanding is held between states and the National body it would be appropriate for each state's current rules and regulations to incorporate an article into their association documentation or rules that reflect the nature of the bi partisan approach this document is endeavouring to take. The notation should be the same wording for every state.

We do not consider that "power" lays in either camp as a result of *The way ahead – 2009* document. It lies initially in state power and as stated in this document no state has the power to collude or poll vote.

The National body carries out and considers the implementation of the wishes of the state delegates to the National body and it takes 65% of state delegates to approve the proposal by affirmation.

The elected delegate will first of all be a director of his state and then elected by the respective state to the delegates position.

This model is newsagent driven - up the line.

Rules of the National body *continued*

This suggested model does not place emphasis on the delegates of the national body running the national body and setting agendas that may or may not conflict with the states, but rather the elected delegates who are directors of their respective state bodies bringing concepts and ideas along to a united state by state body (in the National body) to develop openness and assistance, new ideas shared and problem solving concepts that are like in format in some states not all.

Membership drives

Membership is our base duty of care and it is proposed by this model that both the state and the national bodies are jointly responsible for the care and development of membership drives and growth. It would be proposed that one of the first duties of responsibility under the banner of the new structure would be to develop a business plan to drive membership jointly through the national entity with individual state support. It is critical to our new start and direction.

Marketing the way ahead – 2009 concept.

In line with nationally based and state supported membership drives we suggest that the revised national body concept be openly sold to members Australia wide by incorporating State by State driven presentations by the new National body.

This will include services available and the benefits of the new structure.

The way ahead after mutual concept acceptance.

That the current Board of the Australian Newsagents Federation Ltd consider our proposal for a period no longer than 30 days.

At 30 days: That mutual acceptance be gained from the Australian Newsagents Federation Ltd board as to their intent to further develop this proposal as to *The way ahead – 2009* concept.

At 60 days: That a working party is formed and brought together to resolve issues and to set a firm time table for *The way ahead – 2009* document to its implementation and formation.

That at this time a formal letter be forward to each newsagent Australia wide detailing to them the concept, the direction we take and the time frame established.

Future steps.

Each branch office of the current Australian Newsagents Federation Ltd in New South Wales and Queensland would close and be amalgamated with their respective independent state Branch.

That the current branches of the Australian Newsagents Federation Ltd in Western Australia, South Australia – (with Northern territory) and Tasmania be converted to state bodies.

That in the case of Tasmania it be proposed that that state would have a representative office and report up the line to Victorian administration.

The timeframe for this infrastructure change could commence immediately approval is agreed upon as to the way ahead proposal in its completed format. They would immediately begin to work together to attain one state body pending the implementation of the new structure at national level.

All state chairpersons would need to meet with the Australian Newsagents federation Ltd and have explained to them the working party report and direction suggested.

A directional way ahead policy document needs to then be formulated. (How we are going to implement the changes nationally and under what timeframe are they to be implemented)

An advice to members on the concept needs to be presented with time frame. (Members need to be continually advised of progress in this matter)

A working party for the development of the rules needs to be formed.

A financial feasibility project needs to be developed.

Once agreeance is confirmed then an overall working party would be established to move as quickly as possible to the new model.

The concept requires all legal consideration and accounting views determined. The ACCC should be considered a party to this consent procedure as well.

We believe that we can prepare the initial rules in house as we know where we wish to go as determined by this document and its anticipated amendments.