



***Perth Metro Sporting Clays
Association Inc.***

CONSTITUTION

Accepted on the 15th January 2022

Contents

1. PRELIMINARY
2. INTERPRETATION
3. POWERS OF THE ASSOCIATION
4. NOT FOR PROFIT
5. BECOMING A MEMBER
6. LIABILITY AND ENTITLEMENTS OF MEMBERS
7. CEASING TO BE A MEMBER
8. MEMBERSHIP REGISTER
9. MEMBERSHIP FEES
10. POWERS AND COMPOSITION OF THE COMMITTEE
11. ROLE AND RESPONSIBILITIES OF COMMITTEE MEMBERS
12. APPOINTING COMMITTEE MEMBERS
13. CEASING TO BE A MEMBER OF THE MANAGEMENT COMMITTEE
14. COMMITTEE MEETINGS
15. REMUNERATION OF COMMITTEE MEMBERS
16. SUB-COMMITTEES AND DELEGATION
17. GENERAL MEETINGS
18. SPECIAL GENERAL MEETINGS
19. MAKING DECISIONS AT GENERAL MEETINGS
20. MINUTES OF MEETINGS
21. FUNDS AND ACCOUNTS
22. FINANCIAL YEAR OF THE ASSOCIATION
23. ANNUAL GENERAL MEETINGS
24. RULES OF THE ASSOCIATION
25. BY-LAWS OF THE ASSOCIATION
26. AUTHORITY REQUIRED TO BIND ASSOCIATION
27. THE ASSOCIATION'S BOOKS AND RECORDS
28. RESOLVING DISPUTES
29. CANCELLATION AND DISTRIBUTION OF PROPERTY

1. PRELIMINARY

1.1. Name of Association

1.1.1. The Name of the Association is Perth Metro Sporting Clays Association Inc.

1.2. Objects of Association

1.2.1. Promotion of the sport of shooting in general, specifically clay target shooting and other ballistic target sports,

1.2.2. Representation of the interests of members:

1.2.3. To co-operate with Government Departments for the benefit of all.

1.2.4. To foster good relations with its Stakeholders and affiliated associations.

1.2.5. To promote good sportsmanship and fellowship amongst members.

1.2.6. To promote public awareness of the activities of the Association.

1.2.7. To promote the safe handling of firearms.

1.2.8. To improve, manage, develop, sell, exchange, lease, mortgage, and change. Dispose of, turn to account or otherwise deal with all or any of the property or rights of the Association.

1.2.9. The assets and income of the Association shall be applied solely in furtherance of its above-mentioned objects and no portion shall be distributed directly or indirectly to the members of the Association except as bona fide compensation for services rendered or expenses incurred on behalf of the Association.

1.3. Quorum for Committee Meetings

1.3.1. Any Four (4) Committee Members constitute a quorum for the conduct of the business at a Committee Meeting.

1.4. Quorum for Annual General Meetings

1.4.1. Fifteen (15) Members personally present (being Members entitled to vote under these Rules at a General Meeting) will constitute a quorum for the conduct of business at a General Meeting.

1.5. Financial Year

1.5.1. The Association's Financial Year, will be the period of 12 months commencing on 1st January and ending on the 31st December of each year.

2. INTERPRETATION

2.1. Definitions

In these Rules, unless the contrary intention appears:

"**Act**" means the Associations Incorporation Act 2015;

"**Agent**" means a nominated third party to provide goods or services on behalf of the Association;

"**AGM**" means the annual general meeting convened under rule 23.1;

"**Association**" means the incorporated association to which these rules apply.

"**Affiliated** " means officially attached or connect to an organization.

"**Books of the Association**" has the meaning given to it in section 3 of the Act and includes all of the registers; financial records, financial statements or financial reports, as each of those terms is defined in section 62 of the Act, however compiled, stored or recorded; minute books and documents and securities of the Association.

"**By-laws**" are additional arrangements or processes adopted by members by Ordinary Resolution of the Association to supplement these

Rules, they do not form part of the Rules and are not required to be lodged with the Commissioner.

"Commissioner" means the person designated as the "Commissioner" from time to time under the Act;

"Committee" means the Management Committee required by the Act which is the body responsible for the management of the affairs of the Association;

"Committee Meeting" means a meeting referred to in rule 14.1;

"Executive" means minimum of three [3] President, Vice President, Secretary, treasurer;

"Financial Records" has the meaning given to it in section 62 of the Act and includes:

- (1) invoices, receipts, orders for the payment of money, bills of exchange, cheques, promissory notes and vouchers;
- (2) documents of prime entry; and
- (3) Working papers and other documents needed to explain:
- (4) The methods by which financial statements are prepared; and
- (5) Adjustments to be made in preparing financial statements;

"Financial Report" has the meaning given to it in sections 62 and 63 of the Act; "Financial

"Statements" has the meaning given to it in section 62 of the Act; "Financial Year" has the meaning given to it in Rule 1.5;

"General Meeting" means a meeting of the association which all Members are invited to attend;

"Member" means a person who becomes a Member of the Association under these Rules;

"Financial Member" means a person who is currently a Financial Member of the Association under these Rules

"Ordinary Resolution" means a resolution to decide a question, matter or resolution at a General Meeting that is not a Special Resolution;

"Poll" means voting conducted in written form which may include, but is not limited to a secret ballot (as opposed to general agreement or a show of hands);

"Rules" mean these rules of the Association as amended from time to time under Rule 24.2;

"Special Resolution" is a resolution of the Association passed in accordance with rule 19.1;

"Sponsor" means a person who is currently a Financial Member of the Association under these Rules;

"Surplus Property" has the meaning given to it in the Act and means the property remaining when the association is wound up or cancelled after satisfying:

- (1) The debts and liabilities of the Association; and
- (2) The costs, charges and expenses of winding up the Association,
- (3) But does not include books pertaining to the management of the Association;

"Tier 1,2, 3 Association" has the meaning given to it in section 62 of the Act;

2.2 Notices

2.2.1 A notice or other communication connected with these Rules has no legal effect unless it is in writing and given as follows:

2.2.2 Sent by post to the nominated postal address of the addressee; or

2.2.3 Sent by e-mail or any other method of electronic communication to the nominated electronic address of the addressee.

2.2.4 Any notice given to a Member under these Rules, must be sent to Member's address as set out in the Register referred to in Rule 8.1.

3. POWERS OF THE ASSOCIATION

3.1 Subject to the Act, the Association may do all things necessary or convenient for carrying out its objects or purposes in a lawful manner.

3.1.1 To purchase, take or lease or exchange, hire or otherwise acquire any real or personal Property or any estate or interest therein.

3.1.2 To manage and deal with the moneys of the Association not immediately required in such manner as may from time to time be determined.

3.1.3 To decide what action should be taken in the event of a situation arising not provided for in this constitution.

3.1.4 To do all such things that are incidental or conducive to the attainment of the objects and the exercise of the powers of the association.

4. NOT FOR PROFIT

4.1 The property and income of the Association must be applied solely towards promoting the objects or purposes of the Association and no part of that property or income may be paid or otherwise distributed, directly or indirectly, to any Member, except in good faith in promoting those objects or purposes.

5. BECOMING A MEMBER

5.1 Minimum Number of Members

5.1.1 The Association must have at least Six (6) Members with full voting rights.

5.2 Qualifications for Membership

5.2.1 Subject to rules 5.2.2 and 5.2.3 any person who supports the purposes of the Association is eligible to apply for membership.

5.2.2 The by-laws of the Association made under rule 25 may require members to meet specified requirements;

5.2.3 The Association must comply with all legal and regulatory obligations that apply to the Association when assessing eligibility of an applicant for membership; and

5.2.4 A Junior or Sub Junior does not belong to a class of membership that confers voting rights.

5.3 Applying for Membership

5.3.1 A person who wants to become a Member must:

5.3.1.1 Apply to the Association using the approved application processes laid out by the Associations committee at that time;

5.3.1.2 The process must include a financial member as a sponsor and go in front on the committee or executive for approval for all new members.

5.3.1.3 If rejection is required, this must be reviewed by the committee and is not a decision for the executive alone, before a formal rejection can be made.

5.4 Deciding Membership Applications

5.4.1 By the process approved and laid out by the Associations committee 5.3.

5.4.2 The Committee may refuse to accept a membership application even if the Applicant has applied as per rule 5.3 and complies with all the eligibility requirements under rule 5.2. The Association is not required to provide reasons to a person who is not admitted to membership.

5.4.3 Subject to rule 5.4.1 applications will be considered and decided in the order they are received by the Association.

5.4.4 When considering or reviewing a membership application or applicant, the Committee may seek clarification of any matter or further information in support of the application, and may delay its decision to allow for that material to be provided and proceed to consider and decide other applications.

5.4.5 The Committee must not approve a membership application unless the Applicant:

5.4.5.1 Meets all the eligibility requirements under rule 5.2; and

5.4.5.2 Applies under rule 5.3.

5.5 Becoming a Member

5.5.1 An Applicant becomes a Member if:

5.5.1.1 The Applicant is eligible for membership under rule 5.2;

5.5.1.2 The Applicant applies to the Association under rule 5.3;

5.5.1.3 The Committee approves the Applicant's application for membership rule 5.4; and

5.5.1.4 The Applicant pays any fees due under rules 9.1

5.5.2 The Applicant becomes a Member subject to Rule 5.5.1 and is then entitled to exercise all the rights and privileges of membership, including the right to vote (if applicable), and must comply with all of the obligations of Membership under these Rules.

5.6 Recording Membership in the Register

5.6.1 The Membership Officer must enter a person's name in the Register or membership recording method in use at that time.

6. LIABILITY AND ENTITLEMENTS OF MEMBERS

6.1 Classes of Members

6.1.1 The Association may add or remove any category of membership as needed and as determined by the committee from time to time.

6.1.2 The award of life membership does not entitle the life member to free annual membership and is considered more as a reconnection or service award.

6.1.3 A Member under the age of 15 years can be an ordinary member but may not hold voting rights as shown in 6.2.1. No member can belong to more than one class of membership.

6.1.4 An ordinary member has all rights provided to Members under the Rules, including the right to vote, and other rights and benefits as determined by the Committee or by resolution of Members at a General Meeting.

6.1.5 The maximum number of ordinary Members is unlimited unless the Association in General Meeting decides otherwise.

6.2 Membership Voting Rights of Members

6.2.1 Each ordinary Member of the Association has one vote at a General Meeting of the Association.

6.3 Liability of Members

6.3.1 A Member is only liable for their outstanding membership fees payable under rules 9.1,

6.3.2 Subject to rule 6.3.1, A member is not liable, by reason of the person's Membership, for the liabilities of the Association or the cost of winding up the Association.

6.3.3 Rule 6.3.2 does not apply to liabilities incurred by or on behalf of the Association by the Member before incorporation.

6.4 Payment to Members

6.4.1 Subject to rule 6.4.2, no portion of the income or property of the Association may be paid directly or indirectly, by way of dividend, bonus or otherwise to the Members.

6.4.2 Rule 6.4.1 does not prevent:

6.4.2.1 The payment in good faith of remuneration to any officer, employee or Member in return for any services actually rendered to the Association or for goods supplied in the ordinary and usual course of business;

6.4.2.2 The payment of interest at a rate not exceeding the market rate published by the Reserve Bank of Australia from time to time on money borrowed from any Member;

6.4.2.3 The payment of reasonable and proper rent by the Association to a Member, for premises leased by the Member to the Association; or

6.4.2.4 The reimbursement of expenses incurred by any Member or any Committee Member on behalf of the Association.

6.5 Membership Entitlements Transfers

6.5.1 A right, privilege or obligation that a person has because he or she is a Member of the Association:

6.5.1.1 Is not capable of being transferred to any other person; and

6.5.1.2 Ends when the person's membership ceases

6.5.1.3 Can be transferred to another branch.

7. CEASING TO BE A MEMBER

7.1 Ending Membership

7.1.1 A person's membership ends, if the person:

7.1.1.1 Deceased;

7.1.1.2 Ceases to be a Member under rule 9.1.4;

7.1.1.3 Resigns as a Member under rule 7.2; or

7.1.1.4 Is expelled from the Association under rule 7.3.

7.1.1.5 For a period of Thirty (30) days after a person's membership ends, the Membership Officer must keep a record of: the date on which a person ceases to be a Member under rule 7.1.1; and the reason why the person ceases to be a Member.

7.2 Resigning as a Member

7.2.1 A Member who has paid all amounts payable by the Member to the Association or Agent in respect of their membership may resign from membership by giving written notice of their resignation to the Membership Officer.

7.2.2 The Member resigns:

7.2.2.1 At the time the Secretary receives the notice; or

7.2.2.2 If a later time is stated in the notice, at that later time.

7.2.3 Any Member who resigns from the Association or Agent remains liable to pay to the Association any outstanding fees which may be recovered as a debt due to the Association or Agent by the Member.

7.3 Suspending or Expelling Members

7.3.1 The Committee may, by resolution, suspend or expel a Member from membership if:

7.3.1.1 The Member refuses or neglects to comply with these Rules; or

7.3.1.2 The Member's conduct or behaviour in the opinion of the committee is detrimental to the interests of the Association.

7.3.2 The Committee must hold a Committee Meeting to decide whether to suspend or expel a Member.

7.3.3 The President and/or Secretary must, not less than Fourteen (14) days before the Committee Meeting referred to in rule 7.3.2, give written notice to the Member:

7.3.3.1 of the proposed suspension or expulsion and the grounds on which it is based;

7.3.3.2 of the date, place and time of the Committee Meeting;
7.3.3.3 That the Member, or the Member's representative, may attend the Committee Meeting; and

7.3.3.4 that the Member, or the Member's non legal representative, may address the Committee at the meeting and will be given a full and fair opportunity to state the Member's case orally, or in writing, or both.

7.3.4 At the Committee Meeting referred to in rule 7.3.2 the Committee must:

7.3.4.1 Give the Member, or the Member's representative, a full and fair opportunity to state the Member's case orally;

7.3.4.2 Give due consideration to any written statement submitted by the Member; and

7.3.4.3 Determine whether or not the Member should be:

7.3.4.3.1 Expelled from the Association; or

7.3.4.3.2 suspended from membership, and if so, the period that the Member should be suspended from membership.

7.3.5 Once the Committee has decided to suspend or expel a Member under rule 7.3.4, the Member is immediately suspended or expelled from membership.

7.3.6 The President and/or Secretary must inform the Member and any affiliated Associations in writing of the decision of the Committee and the reasons for the decision, within 7 days of the Committee Meeting referred to in rule 7.3.4.

7.4 Right of Appeal of against Suspension or Expulsion

7.4.1 If a Member is suspended or expelled under rule 7.3, the person may appeal the Committee's decision by giving written notice to the Secretary within 14 days of receiving notice of the Committee's decision under rule 7.3.6.

7.5 Reinstatement of a Member

7.5.1 If the Committee's decision to suspend or expel a Member is revoked under these Rules, any act performed by the Committee or Members in General Meeting during the period that the Member was suspended or expelled from Membership under rule 7.3.5, is deemed to be valid, notwithstanding the Member's inability to exercise their rights or privileges of Membership, including during that period.

7.6 When a Member is suspended

7.6.1 If a Member's membership is suspended under rule 7.3.5, the Membership Officer must record in the Register:

7.6.1.1 The name of the Member that has been suspended from membership;

7.6.1.2 The date on which the suspension takes effect; and

7.6.1.3 The length of the suspension as determined by the Committee under 7.3.4.3.2.

7.6.2 A Member that has been suspended under rule 7.3.5 cannot exercise any rights or privileges of membership, including voting rights, during the period they are suspended from membership.

7.6.3 Upon the expiry of the period of a Member's suspension, the Membership Officer must record in the Register that the Member is no longer suspended.

8. MEMBERSHIP REGISTER

8.1 Register of Members

8.1.1 The Membership Officer or a person authorised by the Committee must maintain a register of Members and make sure that the Register is up to date rule 5.6.1

8.1.2 The Register must contain:

- 8.1.2.1** The full name of each Member;
 - 8.1.2.2** A contact postal, residential or email address of each Member;
 - 8.1.2.3** The class of membership held by the Member; and
 - 8.1.2.4** The date on which the person became a Member;
- 8.1.3** Any change in membership of the Association must be recorded in that Register Within twenty eight (28) days after the change occurs.
- 8.1.4** The Register must be kept and maintained by the means decided on by the Committee or as required by any affiliated associations.

8.2 When Using the Information in the Register is Prohibited

- 8.2.1** A Membership Officer must not use or disclose the information on the Register:
- 8.2.1.1** To gain access to information that a Member has deliberately denied them (that is, in the case of social, family or legal differences or disputes);
 - 8.2.1.2** to contact, send material to the Association or a Member for the purpose of advertising for political, religious, charitable or commercial purposes unless the use of the Information is approved by the Committee, or
 - 8.2.1.3** For any other purpose unless the purpose:
 - 8.2.1.3.1** Is directly connected with the affairs of the Association; or
 - 8.2.1.3.2** Relates to the provision of information to the Commissioner in accordance with a requirement of the Act.

8.3 Inspecting or Copy of the Register

- 8.3.1** Any Financial Member is able to inspect the Register free of charge, at such time and place as is mutually convenient to the Association and the Financial Member.
- 8.3.2** A Financial Member must contact the President and Membership Officer to request to inspect the Register.
- 8.3.3** The Financial Member may NOT make a copy of details from the Register and has no right to remove the Register for that purpose.

9. MEMBERSHIP FEES

9.1 Annual Membership Fee

- 9.1.1** The Committee may from time to time determine the amount of the annual membership fee, if any, to be paid by each Member or each class of Members.
- 9.1.2** Each Member must pay the Member's annual membership fee determined rule 9.1.1 to the Association, by way of the associations authorised payment method, which is determined by the Committee.
- 9.1.3** If a Member pays the annual membership fee within 30 days after the due date, the Member retains all the rights and privileges of a Member for the purposes of these Rules during that time, excluding the right to vote.
- 9.1.4** Subject to rule 9.1.3, if a person fails to pay the annual Membership fee within 30 days after the due date, the person ceases to be a Member.
- 9.1.5** If a person ceases to be a Member under rule 9.1.2, and subsequently pays to the Association all the Member's outstanding fees, the Committee may, if it thinks fit, reinstate the Member's rights and privileges from the date on which the outstanding fees are paid, including the right to vote.

10. POWERS AND COMPOSITION OF THE COMMITTEE

10.1 Powers of the Committee

10.1.1 The governing body of the Association is to be called the Committee and it has authority to control and manage the affairs of the Association.

10.1.2 Subject to the Act, these Rules and any by-law or lawful resolution passed by the Association at a General Meeting, the Committee:

10.1.2.1 may exercise all powers and functions as may be exercised by the Association, other than those powers and functions that are required by these Rules to be exercised by General Meetings of the Members; and

10.1.2.2 Has power to perform all acts and do all things as appear to the Committee to be necessary or desirable for the proper management of the business and affairs of the Association.

10.2 Committee Members

10.2.1 The Committee is to consist of:

10.2.1.1 The office holders of the Association; and

10.2.1.2 Not less than one other Member.

10.2.1.3 The maximum number of other Members of the Committee is to be determined by the Committee.

10.2.2 The office holders of the Association are:

10.2.2.1 The President;

10.2.2.2 The Vice President

10.2.2.3 The Secretary; and

10.2.2.4 The Treasurer;

10.2.2.5 The Membership Officer;

10.2.2.6 and any additional roles as deemed necessary by the committee.

10.2.2.7 One of the office holders to be appointed as public officer.

10.2.3 A Committee Member must be:

10.2.3.1 A natural person;

10.2.3.2 Over 18 years in age; and

10.2.3.3 A Financial Member.

10.2.4 No person shall be entitled to hold more than Two (2) of the positions set out in rule 10.2.2 at any time. Unless agreed to by the committee for a temporary period.

10.2.5 No person shall be entitled to hold a position on the Committee if the person has been convicted of, or imprisoned in the previous five years for:

10.2.5.1 An indictable offence in relation to the promotion, formation or management of a committee;

10.2.5.2 An offence involving fraud or dishonesty punishable by imprisonment for a period of not less than three months; or

10.2.5.3 an offence under Part 4 Division 3 or section 127 of the Act; unless the person has obtained the consent of the Commissioner.

10.2.6 No person shall be entitled to hold a position on the Committee if the person is, according to the Interpretation Act section 13D, a bankrupt or a person whose affairs are under insolvency laws unless the person has obtained the consent of the Commissioner.

10.3 Association Delegates

10.3.1 The Committee shall elect delegates to represent the Association where and when necessary.

11. ROLE AND RESPONSIBILITIES OF COMMITTEE MEMBERS

11.1 Obligations of the Committee

11.1.1 The Committee must take all reasonable steps to ensure the Association complies with its obligations under the Act and these Rules.

11.2 Responsibilities of Committee Members

11.2.1 A Committee Member must exercise his or her powers and discharge his or her duties with a degree of care and diligence that a reasonable person would exercise in the circumstances.

11.2.2 A Committee Member must exercise his or her powers and discharge his or her duties in good faith in the best interests of the Association and for a proper purpose.

11.2.3 A Committee Member or former Committee Member must not improperly use information obtained because he or she is a Committee Member to:

11.2.3.1 Gain an advantage for himself or herself or another person;

11.2.3.2 Or cause detriment to the Association.

11.2.4 A Committee Member or former Committee Member must not improperly use his or her position to:

11.2.4.1 Gain an advantage for himself or herself or another person; or

11.2.4.2 Cause detriment to the Association.

11.2.5 A Committee Member having any material personal interest in a matter being considered at a Committee Meeting must:

11.2.5.1 As soon as he or she becomes aware of that interest, disclose the nature and extent of his or her interest to the Committee;

11.2.5.2 Disclose the nature and extent of the interest at the next General Meeting of the Association; and

11.2.5.3 Not be present while the matter is being considered at the Committee Meeting or vote on the matter.

11.2.6 Rule 11.2.4.2 does not apply in respect of a material personal interest that:

11.2.6.1 Exists only because the Committee Member belongs to a class of persons for whose benefit the Association is established; or

11.2.6.2 The Committee Member has in common with all, or a substantial proportion of, the Members of the Association.

11.2.7 The Secretary must record every disclosure made by a Committee Member under rule

11.2.4.2 in the minutes of the Committee Meeting at which the disclosure is made

11.2.8 No Committee Member shall make any public statement or comment or cause to be published any words or article concerning the conduct of the Association unless the person is authorised by the Committee to do so and such authority is recorded in the minutes of the Committee Meeting.

11.3 Inspecting the Record of Office Holders

11.3.1 Any Financial Member is able to inspect the record of office holders free of charge, at such time and place as is mutually convenient to the Association and the Financial Member.

11.3.2 The Financial Member may NOT make a copy of details from the record of office holders and has no right to remove the record for that purpose.

12. APPOINTING COMMITTEE MEMBERS

12.1 Appointment to the Committee

12.1.1 Committee Members are appointed to the Committee by:

12.1.1.1 Election at an AGM; or

12.1.1.2 Appointment to fill a casual vacancy under rule 13.1.1.7.2.

12.2 Nominating for Membership of the Committee

12.2.1 A financial member wishing to stand for election shall be nominated by a committee member or a financial member of the Association.

12.2.2 At least 28 days before an annual general meeting, the secretary must send written notice to all the members calling for nominations for election to the committee; and

12.2.3.2 Stating the date by which nominations must be received by the secretary to comply with 12.2.2

12.2.3 A member who wishes to be considered for election to the committee at the annual general meeting must nominate for election by sending written notice of the nomination to the secretary at least 14 days before the annual general meeting.

12.2.4 The written notice must include the name of a financial club member in support of the nomination.

12.2.5 A member may nominate for more than one specified position of office holder of the Association or general committee member but must not hold no more than two (2) of the offices or in accordance with rule 10.2.4

12.2.6 A member whose nomination does not comply with rule 12.2 is not eligible for election to the Board unless the member is nominated under rule 12.3.3

12.3 Electing Committee Members

12.3.1 At the annual general meeting, a separate election must be held for each position on the committee.

12.3.2 For each elected position (even if there is only one nomination be that in accordance with rule 12.2.3 or as 12.3.3 for that position), the members must vote at the meeting in accordance with procedures that have been determined by the committee to decide who or if they will be elected to that position.

12.3.3 If there is no nomination for a position, the chairperson of the meeting may call for nominations from the members at the meeting.

12.3.3.1 Where the number of nominations from the floor exceeds the remaining number of vacancies on the Committee, elections for those positions must be conducted.

12.3.4 On the election of a new president, the new president may take over as the chairperson of the meeting.

12.4 Voting in Elections for Membership of the Committee

12.4.1 To be eligible to vote you must be a financial member as per rule 6.2

12.4.2 A financial member who has nominated for the position may vote for himself or herself.

12.5 Term of Office of Committee Members

12.5.1 At each AGM of the Association, the appointment of the Committee Members at the AGM will be for a term of one year.

12.5.2 a Committee Member's term will commence on the date of his or her:

12.5.2.1 Election at an AGM; or

12.5.2.2 Appointment to fill a casual vacancy that arises under rule 13

12.5.3 All retiring Committee Members are eligible, on nomination under rule 12.2, for re-election.

13. CEASING TO BE A MEMBER OF THE MANAGEMENT COMMITTEE

13.1 Vacant Positions on the Committee

13.1.1 A casual vacancy occurs in the office of a Committee Member and that office becomes vacant if the Committee Member:

13.1.1.1 Deceased;

13.1.1.2 ceases to be a Financial Member;

13.1.1.3 Becomes disqualified from holding a position under rule 10.2.5 or 10.2.6 as a result of bankruptcy or conviction of a relevant criminal offence;

13.1.1.4 Becomes permanently incapacitated by mental or physical ill-health;

13.1.1.5 Resigns from office under rule 13.2;

13.1.1.6 Is removed from office under rule 13.3; or

13.1.1.7 is absent from more than:

13.1.1.7.1 Three consecutive Committee Meetings without a good reason; or

13.1.1.7.2 Three Committee Meetings in the same Financial Year without tendering an apology to the person presiding at each of those Committee Meetings, where the Member received notice of the meetings, and the Committee has resolved to declare the office vacant.

13.1.1.8 If a position on the Committee is declared vacant under rule 13.3.1, or there is a casual vacancy within the meaning of rule 13.1.1, the continuing Committee Members may;

13.1.1.8.1 Appoint a Financial Member to fill that vacancy until the conclusion of the next AGM; and

13.1.1.8.2 subject to rule 13.1.1.8.1, act despite the vacant position on the Committee.

13.1.1.9 If the number of Committee Members is less than the number fixed under rule 1.3 as the quorum for Committee Meetings, the continuing Committee Members may act only to:

13.1.1.9.1 Increase the number of Financial Members on the Committee to the number required for a quorum; or

13.1.1.9.2 Convene a General Meeting of the Association.

13.2 Resigning from the Committee

13.2.1 A Committee Member may resign from the Committee by giving written notice of resignation to the Secretary, or if the Committee Member is the Secretary, to the President.

13.2.2 The Committee Member resigns:

13.2.2.1 At the time the notice is received by the Secretary or President under rule 13.2.1; or

13.2.2.2 If a later time is stated in the notice, at the later time.

13.3 Removal from Committee

13.3.1 Subject to rule 13.1.1.6, a Committee Member may only be removed from his or her position on the Committee by resolution at a General Meeting of the Association if a majority of the Members present and eligible to vote at the meeting vote in favour of the removal.

13.3.2 The Committee Member who faces removal from the Committee must be given a full and fair opportunity at the General Meeting to decide the proposed resolution, to state his or her case as to why the Member should not be removed from his or her position on the Committee.

13.3.3 If all Committee Members are removed by resolution at a General Meeting, the Members must, at the same General Meeting, elect an interim Committee. The interim Committee must, within two months, convene a General Meeting of the Association for the purpose of electing a new Committee.

14. COMMITTEE MEETINGS

14.1 Meetings of the Committee

14.1.1 The Committee must meet at least three times in each year.

14.1.2 The Committee is to determine the place and time of all Committee Meetings.

14.1.3 Special meetings of the Committee may be convened under rule 14.2 by:

14.1.3.1 The President; or

14.1.3.2 Any two Committee Members.

14.2 Notice of Committee Meetings

14.2.1 The Secretary must give each Committee Member at least 24 hours' notice of each Committee Meeting before the time appointed for holding the meeting.

14.3 Chairing at Committee Meetings

14.3.1 The President or, in the President's absence, the Vice-President is to preside as President of each Committee Meeting.

14.3.2 If the President and both the Vice-President are absent or unwilling to act, the remaining Committee Members must choose one of their number to preside as President at the Committee Meeting.

14.4 Procedure of the Committee Meeting Schedule

14.4.1 The quorum for a Committee Meeting is specified at clause 1.3. The Committee cannot conduct business unless a quorum is present.

14.4.2 If, within half an hour of the time appointed for the meeting, a quorum is not present the meeting is to stand adjourned to a time suitable to the committee.

14.4.3 If at a meeting adjourned under rule 14.4.2, a quorum is not present within half an hour of the time appointed for the meeting, the Committee Members personally present will constitute a quorum.

14.4.4 Committee Meetings may take place:

14.4.4.1 Where the Committee Members are physically present together; or

14.4.4.2 Where the Committee Members are able to communicate by using any technology that reasonably allows the Committee Member to participate fully in discussions as they happen in the Committee Meeting and in making decisions, provided that the participation of the Member in the Committee Meeting must be made known to all other Members.

14.4.5 A Committee Member who participates in a meeting as set out in rule 14.4.4.:

14.4.5.1 Is deemed to be present at the Committee Meeting; and

14.4.5.2 Continues to be present at the meeting for the purposes of establishing a quorum, until the Committee Member notifies the other Committee Members that he or she is no longer taking part in the Committee Meeting.

14.4.6 Subject to these Rules, the Committee Members present at the Committee Meeting are to determine the procedure and order of business to be followed at a Committee Meeting.

14.4.7 All Committee Members have the right to attend and vote at Committee Meetings.

14.4.8 All Members, or other guests, may attend Committee Meetings if invited by the Committee but the person shall not have any right to comment without invitation, or any right to

vote, or to be provided with copies of any agenda, minutes of meetings, or documents presented to such meetings.

14.4.9 The Secretary or a person authorised by the Committee from time to time must keep minutes of the resolutions and proceedings of all Committee Meetings together with a record of the names of persons present at each meeting.

14.5 Voting at Committee Meetings

14.5.1. Each Committee Member present at a Committee Meeting has one (1) vote.

14.5.2. A question arising at a Committee Meeting is to be decided by a majority of votes, but if there is an equality of votes, the President of the Committee Meeting as set out in rule 14.3 is entitled to exercise a second or casting vote.

14.5.3 Decisions may be made by general agreement or a show of hands.

14.5.4 A poll by secret ballot may be used if the Committee prefers to determine a matter in this way and the person presiding over the Committee Meeting is to oversee the ballot.

14.6 Acts not Affected by Defects or Disqualifications

14.6.1 Any act performed by the Committee, a sub-committee or a person acting as a Committee Member is deemed to be valid even if the act was performed when:

14.6.1.1 There was a defect in the appointment of a Committee Member, sub-committee or person holding a subsidiary office; or

14.6.1.2 A Committee Member, a sub-committee member or a person holding a subsidiary office was disqualified from being a Member.

15. REMUNERATION OF COMMITTEE MEMBERS

15.1.1 The Association may pay a Committee Member's travelling and other expenses as properly incurred:

15.1.1.1 in attending Committee Meetings or sub-committee meetings;

15.1.1.2 In attending any General Meetings of the Association; and

15.1.1.3 in connection with the Association's business.

15.1.2 Committee Members must not receive any remuneration for their services as Committee Members other than as described at rule 15.1.

16. SUB-COMMITTEES AND DELEGATION

16.1 Appointment of Sub-Committee

16.1.1 The Committee may appoint one or more sub-committees as considered appropriate by the Committee from time to time to assist with the conduct of the Association's operations.

16.1.2 Sub-committees may comprise (in such numbers as the Committee determines) Members and non-members.

16.1.3 Subject to these Rules, the sub-committee members present at the sub-committee meeting are to determine the procedure and order of business to be followed at the sub-committee meeting.

16.2 Delegation by Committee to Sub-Committee

16.2.1 The Committee may delegate, in writing, to any or all of the sub-committees, any authority, power or functions and may cancel any authority, powers or functions, as the Committee sees fit from time to time.

16.2.2 Despite any delegation under this rule, the Committee may continue to exercise all its functions, including any function that has been delegated to a sub-committee and remains responsible for the exercise of those functions at all times.

16.3 Delegation to Subsidiary Offices

16.3.1 The Committee may create and fill such subsidiary office as may be necessary for the proper and efficient management of the Association's affairs.

16.3.2 The Committee may delegate, in writing, to any person holding a subsidiary office any authority, power or functions and may cancel any authority, powers or functions, as the Committee sees fit from time to time.

16.3.3 Despite any delegation under this rule, the Committee may continue to exercise all its functions, including any function that has been delegated to a subsidiary office and remains responsible for the exercise of those functions at all times.

17. GENERAL MEETINGS

17.1 Procedure for General Meetings

17.1.1 General Meetings may take place:

17.1.1.1 Where the Members are physically present together; or

17.1.1.2 Where the Members are able to communicate by using any technology that reasonably allows the Member to participate fully in discussions as they happen in the General Meeting and in making any decisions, provided that the participation of the Member in the General Meeting must be made known to all other Members.

17.1.2 A Member who participates in a meeting as set out in rule 17.1.1:

17.1.2.1 Is deemed to be present at the General Meeting; and

17.1.2.2 Continues to be present at the meeting for the purposes of establishing a quorum, until the Member notifies the other Members that he or she is no longer taking part in the General Meeting.

17.2 Quorum for General Meetings

17.2.1 The Quorum for General Meetings is specified in rule 1.4.

17.2.2 Subject to rules 17.2.3 and 17.2.4 no business is to be conducted at a General Meeting unless a quorum of Members entitled to vote under these Rules is present at the time when the meeting is considering that item.

17.2.3 If, within half an hour of the time appointed for the commencement of a General Meeting, a quorum is not present:

17.2.3.1 in the case of a Special General Meeting, the meeting lapses;

17.2.3.2 Or in the case of an AGM, the meeting is to stand adjourned to:

17.2.3.2.1 The same place unless another place is specified by the President at the time of the adjournment or by written notice to the Members given before the day to which the meeting is adjourned.

17.2.4 If at the adjourned meeting a quorum is not present within half an hour of the time appointed for the commencement of the meeting, the Members present are to constitute a quorum.

17.3 Notice of General Meetings and Motions

17.3.1 The Secretary must give at least:

17.3.1.1. Fourteen (14) days' notice of a General Meeting to each Member, or

17.3.1.2. Twenty one (21) days' notice of a General Meeting to each Member if a Special Resolution is proposed to be moved at the General Meeting.

17.3.2 The notice convening a General Meeting must specify:

17.3.2.1 The place, date and time of the meeting; and

17.3.2.2 The particulars and order of the business to be conducted at the meeting.

17.3.3 The notice convening a General Meeting or any notice of motion must be issued in the manner prescribed by rule 2.2.

17.4 Presiding Member

17.4.1 The President or, in the President's absence, the Vice-President is to preside as president of each General Meeting.

17.4.2 If the President and the Vice-President are absent or unwilling to act, the remaining Committee Members must choose one of their numbers to preside as President at the General Meeting.

17.5 Adjournment of General Meetings

17.5.1 The person presiding over a General Meeting, at which a quorum is present, may adjourn the meetings from time to time and place to place with the consent of a majority of Members present at the meeting.

17.5.2 No business is to be conducted at an adjourned meeting other than the unfinished business from the meeting that was adjourned.

17.5.3 When a General Meeting is adjourned for 14 (fourteen) days or more, the Secretary must give notice of the adjourned meeting in accordance with rules 2.2 and 17 as if that General Meeting was a new General Meeting.

18. SPECIAL GENERAL MEETINGS

18.1 Special General Meeting

18.1.1 The Committee may at any time convene a Special General Meeting of the Association.

18.1.2 The Secretary must convene a Special General Meeting of the Association within 28 (twenty-eight) days after receiving a written request to do so from at least 20 (twenty) per cent of the total number of Members.

18.2 Requests for Special General Meeting

18.2.1 A request by the Members for a Special General Meeting must:

18.2.1.1 State the purpose of the meeting;

18.2.1.2 Be signed by the required number of Members making the request as specified in rule 18.1.1; and 18.2.2 be lodged with the Secretary.

18.3 Failure to Convene Special General Meeting

18.3.1 If the Secretary fails to convene a Special General Meeting within the 28 (twenty-eight) days referred to in rule 18.1.1, the Members who made the request; may convene a Special General Meeting within 3 (three) months after the original request was lodged as if the Members were the Committee.

18.3.2 A Special General Meeting must be convened in the same or substantially the same manner as General Meetings are convened by the Committee and the Association must pay the reasonable expenses of convening and holding the Special General Meeting.

19. MAKING DECISIONS AT GENERAL MEETINGS

19.1 Special Resolutions

19.1.1 A Special Resolution must be moved at a General Meeting where notice of the Special Resolution has been given under rule 19.1.2.8.

19.1.2 A Special Resolution of the Association is required to:

19.1.2.1 Amend the name of the Association;

19.1.2.2 Amend the Rules, under rule 24.2;

19.1.2.3 Affiliate the Association with another body;

19.1.2.4 Transfer the incorporation of the Association;

19.1.2.5 Amalgamate the Association with one or more other incorporated associations;

19.1.2.6 Voluntarily wind up the association;

19.1.2.7 Cancel incorporation; or

19.1.2.8 Request that a statutory manager be appointed.

19.1.3 Notice of a Special Resolution must:

19.1.3.1 Be in writing, including electronic communications;

19.1.3.2 Include the place, date and time of the meeting;

19.1.3.3 Include the intention to propose a Special Resolution;

19.1.3.4 Set out the wording of the proposed Special Resolution; and

19.1.3.5 Be given in accordance with rule 2.2.

19.1.4 If notice is not given in accordance with rule 19.1.2.8, the Special Resolution will have no effect.

19.1.5 A Special Resolution must be passed at a General Meeting at which there is a quorum and be supported by the votes of not less than three-fourths of the Members present, in person or by proxy, and eligible to cast a vote at the meeting.

19.2 Ordinary Resolutions

19.2.1 Subject to these Rules, a majority of votes will determine an Ordinary Resolution.

19.3 Voting at meetings

19.3.1 Subject to these Rules, each ordinary Member has one vote at a General Meeting of the Association.

19.3.2 A person casts a vote at a meeting either by:

19.3.2.1 Voting at the meeting either in person or through the use of technology as under rule 17.1.1.1; or 19.3.2.2 by proxy.

19.3.3 In the case of an equality of votes at a General Meeting, the President of the meeting is entitled to exercise a second or casting vote.

19.3.4 A Member or their proxy is not entitled to vote at any General Meeting of the Association unless all money due and payable by the Member or their proxy to the Association has been paid in accordance with rules 9.1 and 9.2.

19.3.5 A Member is only entitled to vote at a General Meeting if the Member's name is recorded in the

Register as at the date the notice of the General Meeting was sent out under rule 17.3.

19.4 Proxies

19.4.1 Each Financial Member is entitled to appoint in writing, a natural person who is also a Member of the Association to be the Member's proxy, and to attend and vote on the Member's behalf at any General Meeting of the Association.

19.4.2 Written notice of the proxy must be given to the Secretary before the commencement of the meeting in respect of which the proxy is appointed.

19.4.2.1 The appointment has effect until:

19.4.2.1.1 The end of the general meeting to which the appointment applies; or

19.4.2.1.2 The appointment is revoked by the appointing member and written notice of the revocation is given to the secretary.

19.4.2.2 Except in the case of a special resolution, a motion is carried if a majority of the ordinary members present at a general meeting vote in favour of the motion.

19.4.2.3 If the question is whether or not to confirm the minutes of a previous general meeting, only members who were present at that meeting may vote from a draft model.

19.4.3 No ordinary member may hold more than five proxies.

19.5 Manner of Determining Whether Resolution Carried

19.5.1 Unless a Poll is demanded under rule 19.6, if a question arising at a General Meeting of the Association is determined by general agreement or a show of hands, a declaration must be made by the President of the General Meeting that the resolution has been:

19.5.1.1 carried unanimously;

19.5.1.2 Carried by a particular majority; or

19.5.1.3 Lost.

19.5.2 If the declaration relates to a Special Resolution, then subject to rule 19.1.3, the declaration should state that a Special Resolution has been determined.

19.5.3 The declaration made under rule 19.5.1 must be entered into the minute book of the Association.

19.5.4 The entry in the minute book of the Association under rule 19.5.2 is evidence of the fact that the resolution has been determined, without proof of the number or proportion of the votes recorded in favour of or against that resolution.

19.6 Poll at General Meetings

19.6.1 At a General Meeting, a Poll on any question may be demanded by either:

19.6.1.1 The President of the meeting; or

19.6.1.2 At least three Members present in person or by proxy.

19.6.2 If a Poll is demanded at a General Meeting, the Poll must be taken in a manner as the President of the meeting directs and a declaration by the President of the result of the Poll is evidence of the matter so declared.

19.6.3 If a Poll is demanded at a General Meeting, the Poll must be taken:

19.6.3.1 Immediately in the case of a Poll which relates to electing a person to preside over the meeting;

19.6.3.2 Immediately in the case of a Poll which relates to adjourning the meeting;

19.6.3.3 Or in any other case, in the manner and time before the close of the meeting as the President directs.

20. MINUTES OF MEETINGS

20.1 Minutes of Meetings

20.1.1 The Secretary or a person authorised by the Committee from time to time must keep minutes of the resolutions and proceedings of all General Meetings and Committee Meetings together with a record of the names of persons present at each meeting.

20.1.2 The minutes are to be taken and then to be entered within 30 days after the holding of each meeting, into a minute book or electronic storage kept for that purpose.

20.1.3 The President must ensure that the minutes of a General Meeting or Committee Meeting under rule 20.1.1 are reviewed and signed as correct by:

20.1.3.1 The President of the General Meeting or Committee Meeting to which those minutes relate; or

20.1.3.2 The President of the next succeeding General Meeting or Committee Meeting.

20.1.4 When minutes have been entered and signed as correct under this rule, they are, until the contrary is proved, evidence that:

20.1.4.1 The General Meeting or Committee Meeting to which they relate was duly convened and held;

20.1.4.2 all proceedings recorded as having taken place at the General Meeting or Committee Meeting did in fact take place at the meeting; and

20.1.4.3 All appointments or elections purporting to have been made at the meeting have been validly made.

20.1.5 The minutes of General Meetings may be inspected by a Member under rule 27.2.

20.1.6 The minutes of Committee Meetings may be inspected by a Member under rule 27.2 unless the Committee determines that the minutes of Committee Meetings generally, or the minutes of a specific Committee Meeting are not to be available for inspection.

21. FUNDS AND ACCOUNTS

21.1 Control of Funds

21.1.1 The funds of the Association must be kept in an account in the name of the Association in a financial institution determined by the Committee.

21.1.2 The funds of the Association are to be used in pursuance of the objects of the Association.

21.1.3 All cheques, drafts, bills of exchange, promissory notes, electronic transfers and other negotiable instruments of the Association must be signed by:

21.1.3.1 Any Committee Members; or

21.1.3.2 One Committee Member and a person authorised by the Committee.

21.1.4 All expenditure above the maximum amount set by the Committee from time to time must be approved or ratified at a Committee Meeting.

21.2 Source of Association Funds

21.2.1 The funds of the Association may be derived from entrance fees and annual membership fees of Members, donations, fund raising activities, grants, interest, and any other sources approved by the Committee.

21.2.2 The Association must, as soon as practicable:

21.2.2.1 Deposit all money received by the Association, to the credit of the Association's bank account; and

21.2.2.2 after receiving any money, issue receipt where appropriate; (nomination fees)

21.3 Financial Records

21.3.1 The Association must keep Financial Records that:

21.3.1.1 correctly record and explain its transactions, financial position and performance; and enable true and fair financial statements to be prepared in accordance with Part 5 of the Act.

21.3.1.2 The Association must retain its Financial Records for at least Five (5) years after the transactions covered by the records are completed.

21.4 Financial Statements and Financial Reports

21.4.1 For each financial year, the Association must ensure that the requirements under Part 5 of the Act are met.

21.4.2 Without limiting sub rule (a), those requirements include-

21.4.2.1 If the Association is a Tier 1 Association, the preparation of the Financial Statements;

21.4.2.2 If the Association is a Tier 2 Association or Tier 3 Association, the preparation of the Financial Report;

21.4.2.3 If required, the review or auditing of the Financial Statements or Financial Report (whichever is applicable);

21.4.2.4 if the Association is a Tier 1 Association, the presentation of the Financial Statements to the annual general meeting of the Association (and, if required, a copy of the report of the review or auditor's report, whichever is applicable);

21.4.2.5 if the Association is a Tier 2 Association or a Tier 3 Association, the presentation of the Financial Report to the annual general meeting of the Association (and a copy of the report of the review or auditor's report, whichever is applicable); and

21.4.2.6 If required by the regulations made under the Act, the lodgement of the annual return with the Commissioner.

21.4.2.7 The committee may appoint an Auditor of their choosing including any current committee members, financial members but excluding current treasurer and immediate past treasurer.

21.5 Review or Audit of Financial Statements or Financial Report

21.5.1 The Association must ensure that a review or audit is undertaken of the Financial Statements or Financial Report of the Association if:

21.5.1.1 The Association is a Tier 2 or Tier 3 Association;

21.5.1.2 The by-laws of the Association require a review or audit;

21.5.1.3 The Members require a review or audit by resolution at a General Meeting;

21.5.1.4 An audit or review is directed by the Commissioner; or

21.5.1.5 An audit or review is required as a condition of a funding arrangement; or holding of a charitable collections licence.

22. FINANCIAL YEAR OF THE ASSOCIATION

22.1 The financial year of the association is at rule 1.5.

23. ANNUAL GENERAL MEETINGS

23.1 Annual General Meeting

23.1.1 Subject to rules 23.1.1.2 and 23.1.2, the Association must convene an AGM each calendar year:

23.1.1.1 Within Three (3) months after the end of the Association's Financial Year; or

23.1.1.2 Within a longer period as the Commissioner may allow.

23.1.2 The Association may hold its first AGM at any time within the period of 18 months after incorporation under the Act.

23.1.3 If the Association requires the approval from the Commissioner to hold its AGM within a longer period under rule 23.1.1.1, the Secretary must apply to the Commissioner no later than four months after the end of the Association's Financial Year.

23.2 Notice of AGM

23.2.1 The notice convening an AGM must specify that it is the AGM of the Association and otherwise must comply with rules 2.2 and 17.3 (as applicable).

23.3 Business to be conducted at AGM

23.3.1 Subject to rule 23.1, the AGM of the Association is to be convened on a date, time and place as the Committee decides.

23.3.2 at each AGM of the Association, the Association:

23.3.2.1 Must confirm the minutes of the last preceding AGM and of any Special General Meeting held since that meeting if the minutes of that Special General Meeting have not yet been Confirmed;

23.3.2.2 If the Association is a Tier 1 Association, must receive the Financial Statements of the Association for the preceding Financial Year;

23.3.2.3 If the Association is a Tier 2 Association or a Tier 3 Association, must receive the Financial Report of the Association for the preceding Financial Year;

23.3.2.4 If applicable, must appoint or remove a reviewer or auditor in accordance with the Act;

23.3.2.5 If applicable, must present a copy of the report of the review or the auditor's report to the Association; and must elect or appoint the office holders and ordinary Committee Members.

24. RULES OF THE ASSOCIATION

24.1 Rules of the Association

24.1.1 These Rules bind every Member and the Association and each Member agrees to comply with these Rules.

24.1.2 The Association must make available and assessable a free of charge a copy of the Rules in force, to all Members under rule 5.5.

24.1.3 The Association must keep a current copy of the Rules.

24.2 Amendment of Rules, Name and Objects

24.2.1 The Association may alter, rescind or add to these Rules by Special Resolution in accordance with rule 19.1 and not otherwise.

24.2.2 When a Special Resolution amending the Rules is passed, the required documents must be lodged with the Commissioner within:

24.2.2.1 one month after the Special Resolution is passed; or

24.2.2.2 a longer period as the Commissioner may allow.

24.2.2.3 an amendment to the Rules does not take effect until the required documents are lodged with the Commissioner under rule 24.2.2.

24.2.3 An amendment to the Rules that changes or has the effect of changing:

24.2.3.1 the name of the Association; or

24.2.3.2 The objects or purposes of the Association, does not take effect until the required documents are lodged with the Commissioner under rule 24.2.2 and the approval of the Commissioner is given in writing.

25. BY-LAWS OF THE ASSOCIATION

25.1 The Members of the Association may make, amend and repeal by-laws for the management of the Association by Ordinary Resolution at a General Meeting provided that the by-laws are not inconsistent with the Rules or the Act.

25.2 The by-laws made under rule 25.1:

25.2.1 Do not form part of the Rules;

25.2.2 And are for matters that the Association considers necessary or appropriate;

25.3 Must be available for inspection by Members.

26. AUTHORITY REQUIRED TO BIND ASSOCIATION

26.1 Executing Documents

26.1.1 The Association may execute a document without using a common seal if the document is signed by:

26.1.1.1 Any two Committee Members; or

26.1.1.2 One Committee Member and a person authorised by the Committee.

26.2 Use of the Common Seal

26.2.1 If the Association has a common seal on which its corporate name appears in legible characters:

26.2.1.1 The Secretary or any other person of the Committee from time to time decides must provide for its safe custody; and

26.2.1.2 It must only be used under resolution of the Committee.

26.2.2 The Association executes a document with its common seal, if the fixing of the seal is witnessed by:

26.2.2.1 Any two Committee Members; or

26.2.2.2 One Committee Member and a person authorised by the Committee.

26.2.3 Every use of the common seal must be recorded in the Committee's minute book.

27. THE ASSOCIATION'S BOOKS AND RECORDS

27.1 Custody of the Books of the Association

27.1.1 Except as otherwise decided by the Committee from time to time, the Secretary must keep in his or her custody or under his or her control all of the Books of the Association with the exception of the Financial Records which, except as otherwise directed by the Committee from time to time, are to be kept under the custody or control of the Treasurer.

27.1.2 The Books of the Association must be retained for at least Five (5) years.

27.2 Inspecting the Books of the Association

27.2.1 Subject to these rules, and in particular rule 20.1.6, a Financial Member is able to inspect the Books of the Association free of charge at such time and place as is mutually convenient to the Association and the Member.

27.2.2 A Financial Member must contact the Secretary to request to inspect the Books of the Association.

27.2.3 The Financial Member may NOT copy details from the Books of the Association and has no right to remove the Books of the Association for that purpose.

27.3 Prohibition on Use of Information in the Books of the Association

27.3.1 A Financial Member must not use or disclose information in the Books of the Association except for a purpose:

27.3.1.1 that is directly connected with the affairs of the Association; or

27.3.1.2 Related to the provision of the information to the Commissioner in accordance with a requirement of the Act.

27.4 Returning the Books of the Association

27.4.1 Outgoing Committee Members are responsible for transferring all relevant assets and Books of the Association to the new Committee within Fourteen (14) days of ceasing to be a Committee Member.

28. RESOLVING DISPUTES

28.1 Disputes Arising under the Rules

28.1.1 This rule applies to:

28.1.1.1 Disputes between Financial Members; and

28.1.1.2 Disputes between the Association and one or more Financial Members that arise under the rules or relate to the rules of the Association.

28.1.2 In this rule "Member" includes any former Member whose membership ceased not more than Two (2) months before the dispute occurred.

28.1.3 The parties to a dispute must attempt to resolve the dispute between themselves within twenty-one (21) days of the dispute coming to the attention of each party.

28.1.4 If the parties are unable to resolve the dispute, any party to the dispute may initiate a procedure under this rule by giving written notice to the Secretary of the parties to, and details of, the dispute.

28.1.5 The Secretary must convene a Committee Meeting within 28 days after the Secretary receives notice of the dispute under rule 28.1.4 for the Committee to determine the dispute.

28.1.6 At the Committee Meeting to determine the dispute, all parties to the dispute must be given a full and fair opportunity to state their respective cases orally, in writing or both.

28.1.7 The Secretary must inform the parties to the dispute of the Committee's decision and the reasons for the decision within fourteen (14) days after the Committee Meeting referred to in rule 28.1.5.;

28.1.7.1 Exception to this is rule 5.4.2

28.1.8 If any party to the dispute is dissatisfied with the decision of the Committee, they may elect to initiate further dispute resolution procedures as set out in the Rules.

28.2 Mediation

28.2.1 This rule applies where a person is dissatisfied with a decision made by the Committee under rule

28.2.2 Where the dispute relates to a proposal for the suspension or expulsion of a Member this rule does not apply until the procedure under rule 7.3 in respect of the proposed suspension or expulsion has been completed.

28.2.3 If the parties to a dispute are unable to resolve the dispute between themselves within the time required by rule 28.1.3, or a party to the dispute is dissatisfied with a decision made by the Committee under rule 28.1.7 a party to a dispute may:

28.2.3.1 Provide written notice to the Secretary of the parties to, and the details of, the dispute;

28.2.3.2 Agree to, or request the appointment of, a mediator.

28.2.4 The party or parties requesting the mediation must pay the costs of the mediation.

28.2.5 The mediator must be:

28.2.5.1 A person chosen by agreement between the parties; or

28.2.5.2 in the absence of agreement:

28.2.5.2.1 if the dispute is between a Member and another Member - a person appointed by the Committee; or

28.2.5.2.2 if the dispute is between a Member or more than one Member and the Association, the Committee or a Committee Member then an independent person who is a mediator appointed to, or employed with, a not for profit organisation.

28.2.6 A Member can be a mediator, but the mediator cannot be a Member who is a party to the dispute.

28.2.7 The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.

28.2.8 The parties are to exchange written statements of the issues that are in dispute between them and supply copies to the mediator at least 5 days before the mediation session.

28.2.9 The mediator, in conducting the mediation, must:

28.2.9.1 Give the parties to the mediation process every opportunity to be heard;

28.2.9.2 Allow all parties to consider any written statement submitted by any party; and

28.2.9.3 Ensure that natural justice is accorded to the parties to the dispute throughout the mediation process.

28.2.10 The mediator must not determine the dispute and the mediation must be confidential. Information provided by the parties in the course of the mediation cannot be used in any other legal proceedings that may take place in relation to the dispute.

28.3 Inability to Resolve Disputes

28.3.1 If a dispute cannot be resolved under the procedures set out in the Rules, any party to the dispute may apply to the State Administrative Tribunal to determine the dispute in accordance with the Act or otherwise at law.

29. Distribution of surplus property on cancellation of incorporation or winding up Act Requirements –

29.1 Distribution of surplus property Under section 24(1) of the Act surplus property can only be distributed to one or more of the following —

29.1.2 An incorporated association;

29.1.3 A company limited by guarantee that is registered as mentioned in the Corporations Act section 150;

29.1.4 A company holding a licence that continues in force under the Corporations Act section 151;

29.1.5 A body corporate that at the time of the distribution is the holder of a licence under the Charitable Collections Act 1946;

29.1.6 A body corporate that —

29.1.6.1 is a member or former member of the incorporated association; and at the time of the distribution of surplus property, has rules that prevent the distribution of property to its members;

29.1.6.2 a trustee for a body corporate referred to in paragraph (e);

29.1.6.3 a co-operative registered under the Co-operatives Act 2009 that, at the time of the distribution of surplus property, is a non-distributing co-operative as defined in that Act.

29.2 In this rule — surplus property, in relation to the Association, means property remaining after satisfaction of —

29.2.1 the debts and liabilities of the Association; and

29.2.2 the costs, charges and expenses of winding up or cancelling the incorporation of the Association, but does not include books relating to the management of the Association.

29.3 On the cancellation of the incorporation or the winding up of the Association, its surplus property must be distributed as determined by special resolution by reference to the persons mentioned in section 24(1) of the Act.

Note for this rule: Section 24(1) of the Act sets out a provision that is implied in these rules describing the entities to which the surplus property of an incorporated association may be distributed on the cancellation of the incorporation or the winding up of the association. Part 9 of the Act deals with the winding up of incorporated associations, and Part 10 of the Act deals with the cancellation of the incorporation of incorporated associations.



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