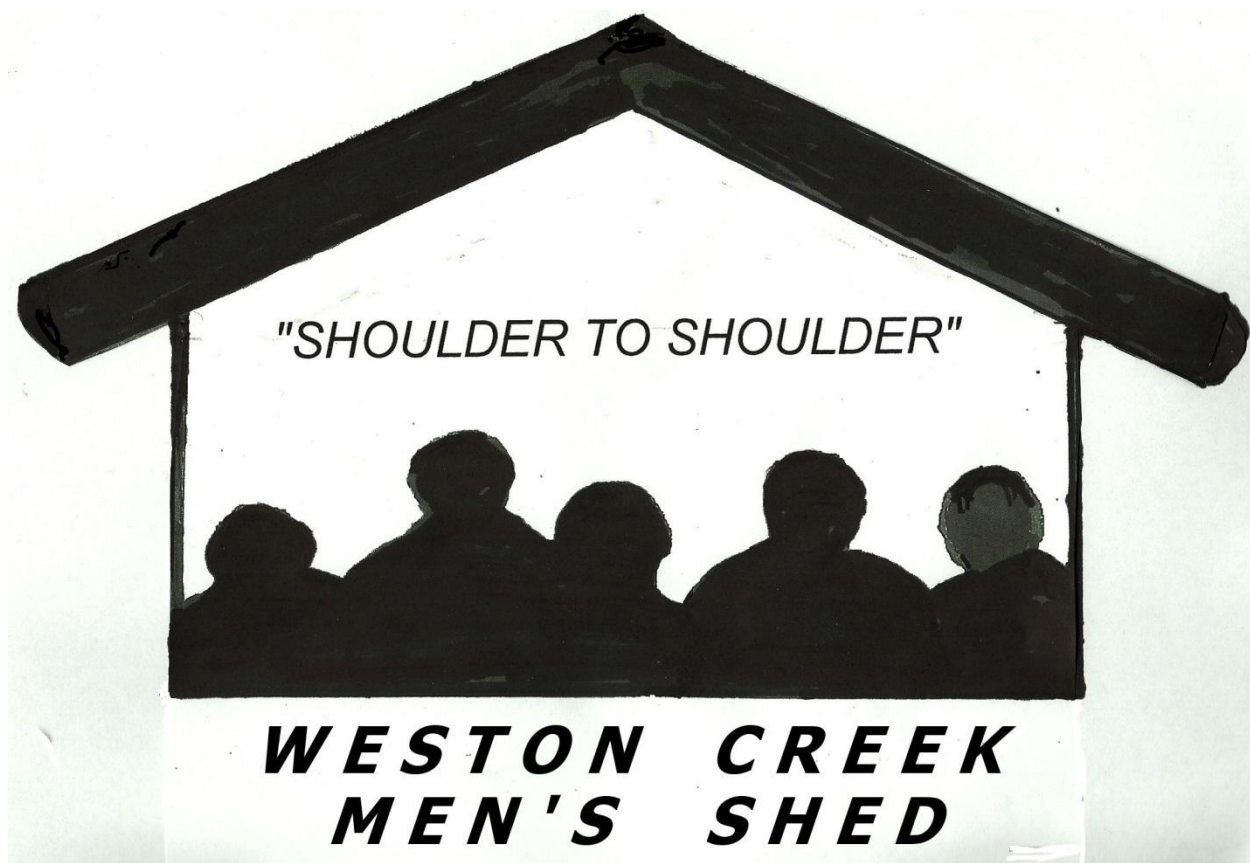


The RULES

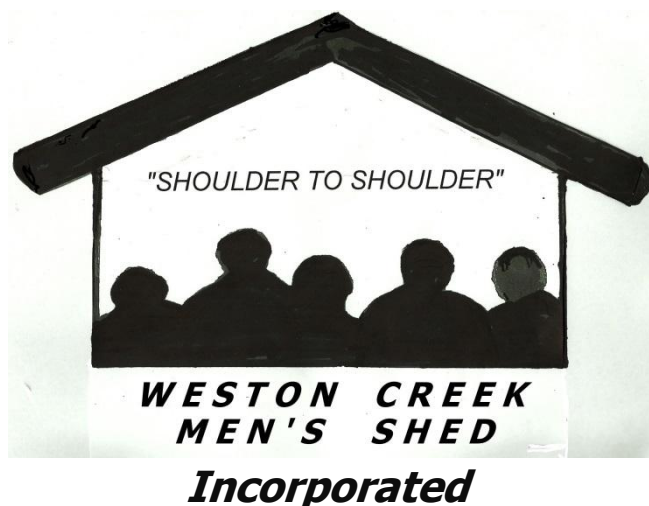
of



Incorporated

(Incorporated under the ACT Associations Incorporation Act 1991)

**(As Amended)
25th August 2016**



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Part: 1. Preliminary

1. Name

The name of the Association shall be the **Weston Creek Men's Shed Incorporated**, hereinafter called "The Association".

2. Objects

- (1) The Objects of The Association shall be:
- (a) To be accessible to all men and shall, primarily, provide a safe and friendly environment, where men are able to meet, and where appropriate, work on meaningful activities, at their own pace, in their own time, in the company of other men;
 - (b) To support the well-being and health of all men who become Members of The Association;
 - (c) To engage with relevant local bodies to achieve the purpose, and outcomes, of The Association within our local community;
 - (d) To maintain communications between members and to promote and develop activities for men within our community.

3. Definitions

Section: Means a "**Numbered and Named**" paragraph of the Rules or the Act.

The Rules: Means "The Rules of The Association".

Committee: Means the Committee of Management of The Association as elected in accordance with Section 16.

Office Bearer: Means a member of the Committee as mentioned in Section 15(1)(a).

Committee Member: Means a Member of the Committee, as mentioned in Section 15(1)(b).

General Meeting: Means a General Meeting of the Members of The Association convened in accordance with these Rules.

Member: Means a Member of The Association, pursuant to these Rules.

A C T Means the *Australian Capital Territory*.

The Act: Means the *A C T Associations Incorporation Act 1991*.

Special Resolution: Means a Resolution, submitted to Members of The Association at a General Meeting, which shall need to be passed by the specified majority, as required by Section 70 of the Act, and in accordance with these Rules.

Month: Means a calendar month.

The Association: Means the "Weston Creek Men's Shed Incorporated".

Financial Year: Means the year starting on 1st July and ending on 30th June the following year.

Secretary Means the person holding Office under these Rules as Secretary of The Association or, if no such person holds that office, the Public Officer of The Association.

The Regulation: Means the *Associations Incorporation Regulation 1991*.

In these Rules, a **definition** applies except so far as the contrary intention appears (see Legislation Act, Section 155).

3a. Application of Legislation Act 2001

The *Legislation Act 2001* applies to these Rules in the same way as it would if the Rules were an instrument made under the Act.

Part: 2. Membership

4. Membership Qualifications

- (1) A person is qualified to be a Member of The Association if:
 - (a) The person is a person, as defined in the Act, Section 21(2), who was a Member of The Association prior to Incorporation under the Act, and continues to remain a Member of The Association following Incorporation; or
 - (b) The person is a person as defined in the Rules of the Australian Men's Shed Association (AMSA), and has been nominated for Membership in accordance with Section 5(1) of the Rules of The Association; and
 - (c) The person agrees to abide by the Rules of The Association, and has been accepted for Membership of The Association by the Committee.

5. Application for Membership

- (1) An Application by a person seeking Membership of The Association shall be made in writing, on the Application Form set out in Appendix 1 to these Rules. By doing so the Applicant shall agree to accept the Rules as determined by The Association.
- (2) The duly signed Application Form shall be lodged with the Secretary of The Association, who shall refer it to the Committee for determination.
- (3) When the Committee has accepted the Application for Membership, the Secretary shall, as soon as practicable after that decision has been made, notify the Applicant of the Acceptance and request the Applicant to pay, within 28 days after receipt of the notification, any Membership Fee that is payable in accordance with Section 10(2) or 10(3).
- (4) The Secretary shall, after payment by the Applicant of the Fee mentioned in Section 5(3) within the period mentioned in that Subsection, enter the Applicant's name and personal details in the Register of Members and, on the name being so entered, the Applicant becomes a Member of The Association d.

6. Membership Entitlements not Transferable

A right, privilege or obligation that a person has because of being a Member of The Association, cannot be transferred, or transmitted, to another person, and terminates on cessation of the person's Membership.

7. Honorary Life Membership

- (1) Honorary Life Membership shall only be bestowed in recognition of Special Services to The Association, and not by payment, by the Member, of an additional fee.
- (2) The Election of an Honorary Life Member shall be by a Special Resolution, presented to a General Meeting, in accordance with Section 29(2)(b), by at least a **three-quarters majority** vote of the Members of The Association present at that Meeting.
- (3) Honorary Life Members are thereafter exempt from Membership Fees, but are eligible to vote and/or stand for election to the Committee.

8. Cessation of Membership

- (1) A person ceases to be a Member of The Association, if the person:
 - (a) Dies; or
 - (b) Resigns from Membership of The Association; or
 - (c) Is expelled from The Association; or
 - (d) Fails to renew their Membership within the prescribed period (as detailed in the Management Guidelines) following the date when the Membership Fees become payable in accordance with Section 10(2) of the Rules.
- (2) Once a person has ceased to be a Member of The Association, that person's name and personal details shall be removed from the Register of Members.

9. Resignation of Membership

- (1) The procedure for resignation of Membership of The Association shall be as set out in this Section.
- (2) A Member of The Association may resign their Membership of The Association by giving Notice, of not less than 28 days (or if the Committee has determined a shorter period, that shorter period), in writing to the Secretary, that it is the Member's intention to resign.
- (3) At the end of the period of notice, Membership of The Association shall cease, and action shall be taken in accordance with Section 8(2).

10. Membership Fees

- (1) The Annual Membership Fees of The Association shall be determined by a resolution of the Committee, and shall be confirmed at the next Annual General Meeting of The Association.
- (2) Annual Membership Fees shall become payable on 1st July in each calendar year.
- (3) For a person who becomes a Member between 1st January and 31st March, in each calendar year, the Membership Fee payable shall be half the Annual Membership Fee.
- (4) For a person who becomes a Member after 31st March, in each calendar year, the Membership Fee payable shall be as determined by the Committee.

11. Members' Liabilities

The liability of a Member to contribute towards the payment of the debts and liabilities of The Association or the costs, charges, and expenses of the winding up of The Association is limited to the amount (if any) unpaid by the Member in relation to Membership of The Association as required by Section 10.

12. Disciplining of Members

- (1) If the Committee is of the opinion that a Member:
 - (a) has persistently refused or neglected to comply with a provision of these Rules; or
 - (b) has persistently and wilfully acted in a manner prejudicial to the interests of The Association;the Committee may, by resolution:
 - (c) expel the Member from The Association; or

- (d) suspend the Member from the rights and privileges of membership of The Association for a specified period; that the committee may decide; or
 - (e) request the Member to resign his membership
- (2) A resolution of the Committee under Section 12(1) is of no effect unless the Committee, at a meeting held not earlier than 14 days and not later than 28 days after service on the Member of a notice under Section 12(3), confirms the resolution in accordance with this section.
- (3) If the Committee passes a resolution under Section 12(1), the Secretary must, as soon as practicable, serve a written notice on the Member:
- (a) setting out the resolution of the Committee and the grounds on which it is based; and
 - (b) stating that the member may address the Committee at a Meeting to be held not earlier than 14 days and not later than 28 days after service of the notice; and
 - (c) stating the date, place and time of that Meeting; and
 - (d) informing the Member that the Member may do either or both of the following:
 - (i) attend and speak at that Meeting;
 - (ii) submit to the Committee at or before the date of that Meeting written representations relating to the resolution.
- (4) Subject to the Act, Section 50, at a Meeting of the Committee mentioned in Section 12(2), the Committee must:
- (a) give to the Member mentioned in Section 12(1) an opportunity to make oral representations; and
 - (b) give due consideration to any written representations submitted to the Committee by that Member at or before the meeting; and
 - (c) by resolution decide whether to confirm or to revoke the resolution of the Committee made under Section 12(1).
- (5) If the Committee confirms a resolution under Section 12(4), the Secretary must, within 7 days after that confirmation, by written notice inform the Member of that confirmation and of the Member's right of appeal under Section 13.
- (6) A resolution confirmed by the Committee under Section 12(4) does not take effect:
- (a) until the end of the period within which the Member is entitled to appeal against the resolution if the Member does not exercise the right of appeal within that period; or
 - (b) if within that period the Member exercises the right of appeal - unless and until The Association confirms the resolution in accordance with Section 13(4).

13. Right of Appeal of Disciplined Member

- (1) A Member may appeal to The Association in General Meeting against a resolution of the Committee that is confirmed under Section 12(4), within 7 days after notice of the resolution is served on the member, by lodging with the Secretary a notice to that effect.
- (2) On receipt of a notice under Section 13(1), the Secretary must notify the Committee which must call a General Meeting of The Association to be held within 21 days after the date when the Secretary received the notice or as soon as possible after that date.
- (3) Subject to the Act, Section 50, at a General Meeting of The Association called under Section 13(2):
- (a) no business other than the question of the appeal may be transacted; and

- (b) the Committee and the Member must be given the opportunity to make representations in relation to the appeal orally or in writing, or both; and
 - (c) the Members present must vote by secret ballot on the question of whether the resolution made under Section 12(4) should be confirmed or revoked.
- (4) If the Meeting passes a special resolution in favour of the confirmation of the resolution made under Section 12(4), that resolution is confirmed.

Part: 3. Committee

14. Powers of Committee

- (1) The Committee of The Association, subject to the Act, the Regulation, these Rules, and to any Resolution passed by The Association in General Meeting, shall:
- (a) Control and Manage the affairs of The Association; and
 - (b) Exercise all functions that may be exercised by The Association, other than those functions that are required by these Rules to be exercised by The Association in General Meeting; and
 - (c) Have power to perform all acts and do all things that appear to the Committee to be necessary, or desirable, for the proper management of the affairs of The Association; and
 - (d) Interpret the meaning of these Rules, and any other matter relating to the affairs of The Association on which these Rules are silent, provided that such interpretations are not inconsistent with, or contrary to, any existing legislation; and
 - (e) Appoint a Member of The Association, who is a resident of the ACT, and who may also be a Member of the Committee, to be the Public Officer of The Association, in accordance with Section 57 of the Act, for the purposes of the Act.
- (2) The only Members of The Association who are authorised to speak on behalf of The Association are the President, and Vice-President, or another Member authorised, from time to time, by the President, the Vice-President, and/or the Committee.

15. Constitution of Committee and Membership

- (1) The Committee of The Association shall consist of:
- (a) The Office Bearers:
 - (i) The President; and
 - (ii) The Vice-President; and
 - (iii) The Treasurer; and
 - (iv) The Secretary; and
 - (b) Four (4) Committee Members.
- (2) Each Member of the Committee shall be elected in accordance with Section 16.
- (3) A vacancy on the Committee may be filled in accordance with Section 15(5).
- (4) Each Member of the Committee holds office, subject to these Rules, until the conclusion of the Annual General Meeting following the date of the Member's election or appointment, but is eligible for re-election.

(5) If a position on the Committee, including that of an Office Bearer, becomes vacant mid-term, the Committee may appoint a Member of The Association to fill that vacancy and the Member so appointed shall hold office from the date of the appointment in accordance with Section 15(4). If an existing Office Bearer, or a Committee Member, is appointed to the vacant position of an Office Bearer, then that Member of the Committee must relinquish their current position on the Committee, in accordance with Section 16(7).

16. Election of Committee Members

(1) Nominations of candidates for election as Office Bearers, or as Committee Members, of The Association:

- (a) Shall be made in writing, signed by two Members of The Association and accompanied by the written consent of the candidate (which shall be endorsed on the Nomination Form); and
- (b) Shall be given to the Secretary of The Association not less than 7 days before the date fixed for the Annual General Meeting at which the election is to take place.

(2) If insufficient nominations are received to fill all vacancies on the Committee, then the nominated candidates shall be taken to be elected. Further nominations may be received at the Annual General Meeting.

(3) If insufficient further nominations are received, any vacant positions remaining on the Committee shall be taken to be vacancies.

(4) If the number of nominations received is equal to the number of vacancies to be filled, then the nominated candidates shall be taken to be elected.

(5) If the number of nominations received exceeds the number of vacancies to be filled, a ballot shall be held.

(6) The ballot for the election of Office Bearers and Committee Members shall be conducted at the Annual General Meeting in the way the Committee may direct.

(7) A person is ineligible to simultaneously hold more than one position on the Committee.

(8) All persons elected to the Committee shall be Members of The Association.

17. Duties of the Secretary

(1) The **Secretary** of The Association must, as soon as practicable after being appointed as Secretary, notify the Association of his or her address.

(2) The Secretary must keep minutes of:

- (a) all elections and appointments of Office-Bearers and Ordinary Committee Members; and
- (b) the names of members of the Committee present at a Committee Meeting or a General Meeting; and
- (c) all proceedings at Committee Meetings and General Meetings.

(3) Minutes of proceedings at a meeting must be signed by the person presiding at the meeting or by the person presiding at the next succeeding meeting.

18. Duties of the Treasurer

(1) The **Treasurer** of The Association must:

- (a) Collect and receive all amounts owing to The Association and make all payments authorised by The Association; and

- (b) Keep correct accounts and books showing the financial affairs of The Association with full details of all receipts and expenditure connected with the activities of The Association.

19. Responsibilities and Duties of Office Bearers and Committee Members

- (1) Each of the Office Bearers has a responsibility to all the Members of The Association to ensure that the management of The Shed shall be performed in accordance with Section 14(1).
- (2) Each of the Committee Members has a responsibility to all the Members of The Association to ensure that they shall assist the Office Bearers with the management of The Association in accordance with Section 14(1).
- (3) Duties that are allocated to any of the Office Bearers or Committee Members may be detailed in the Management Guidelines of The Association.

20. Responsibilities and Duties of the Public Officer

- (1) The Public Officer of The Association has a responsibility to ensure that:
 - (a) A copy of these Rules is lodged with the Registrar-General in accordance with Section 30 of the Act; and
 - (b) A copy of the Annual Return, as defined in Section 46, is lodged in accordance with Section 79 of the Act; and
 - (c) All other documentation, as prescribed in the Act, is provided in a timely manner.
- (2) The Duties of the Public Officer are as detailed in the Management Guidelines of The Association.

21. Committee Vacancies

- (1) A vacancy in the Office of a Member of the Committee happens if the Member:
 - (a) Dies; or
 - (b) Ceases to be a Member of The Association; or
 - (c) Resigns the Office; or
 - (d) Is removed from Office under Section 22; or
 - (e) Becomes bankrupt or personally insolvent; or
 - (f) Suffers from mental or physical incapacity; or
 - (g) Is disqualified from Office under the Act, Section 63 (1); or
 - (h) Is subject to a disqualification order under the Act, Section 63A; or
 - (i) Is absent, without the consent of the Committee, from three (3) consecutive Committee Meetings.
- (2) The Committee may fill any position that becomes vacant, pursuant to Section 21(1), in accordance with Section 15(5).

22. Removal of Committee Members

The Association in General Meeting may, by resolution, subject to the Act, Section 50, remove any Member of the Committee from the Office of Member of the Committee before the end of the Member's Term of Office. The general guidelines for this action shall follow those outlined in Sections 12 and 13 of these Rules.

23. Committee Meetings and Quorum

- (1) The Committee of The Association shall meet at least six (6) times in each calendar year at the place, date and time that the Committee may decide.
- (2) Any Member of the Committee may call additional meetings of the Committee.
- (3) Oral or written notice of a Committee Meeting shall be given by the Secretary to each Member of the Committee at least 48 hours (or any other period that may be determined by the Members of the Committee) before the time appointed for the holding of the Meeting.
- (4) Notice of a Meeting given under Section 23(3) shall specify the general nature of the business to be transacted at the Meeting and no business other than that business may be transacted at the meeting, except business that the Committee Members present at the meeting unanimously agree to treat as urgent business.
- (5) Any **five (5)** Members of the Committee constitute a quorum for the transaction of the business at any Committee Meeting.
- (6) The Committee cannot transact any business unless a quorum is present and, if within half an hour after the time appointed for the Meeting a quorum is not present, the Meeting stands adjourned to a place, date and time as determined by the Committee Members present.
- (7) If at the adjourned Meeting a quorum is not present within half an hour after the time appointed for the Meeting, then the Meeting is dissolved.
- (8) At Meetings of the Committee:
 - (a) The President, or, if the President is absent, or if the President declines to preside, the Vice-President shall preside; or
 - (b) If the President and the Vice-President are absent, or that both declines to preside, one of the remaining Members of the Committee shall be chosen by the Members present to preside.

24. Delegation by Committee to Subcommittee

- (1) The Committee may delegate, in writing, to one (1) or more Subcommittees (consisting of one or more Members of The Association) that the Committee considers appropriate, the exercise of the functions of the Committee that are specified in the instrument, other than:
 - (a) This power of delegation; and
 - (b) Any function that is imposed on the Committee by the Act, by any other ACT law, or by resolution of The Association in General Meeting.
- (2) The functions delegated to a Subcommittee, under this Section, may be exercised by that Subcommittee, from time to time, whilst the delegation remains unrevoked, in accordance with the terms of the delegation.
- (3) A delegation under this Section may be made subject to any conditions or limitations about the exercise of any function, or about time, or circumstances that may be specified in the instrument of delegation.
- (4) Despite any delegation under this Section, the Committee may continue to exercise any function delegated.
- (5) Any act or thing done or suffered by a Subcommittee, acting in the exercise of a delegation under this Section, has the same force and effect as it would have if it had been done or suffered by the Committee.
- (6) The Committee may, in writing, revoke wholly or in part any delegation under this section.
- (7) A Subcommittee may meet and adjourn, as it considers appropriate.

25. Committee Voting and Decisions

- (1) The resolution of disputed decisions at all Committee, or Subcommittee, Meetings of The Association shall be as determined in accordance with Section 47.
- (2) A question arising at a Committee, or Subcommittee, Meeting shall be decided by a simple majority of votes of Members present at the Committee, or Subcommittee, Meeting.
- (3) Each Member present at a Committee, or Subcommittee, Meeting, including the person presiding at the Meeting, is entitled to one (1) vote but, if the votes on any question are equal, the person presiding may exercise a second or casting vote.

Part: 4 General Meetings

26. Annual General Meetings - Holding of

- (1) The Association shall, at least once in each calendar year and within five (5) months after the end of the financial year of The Association hold an Annual General Meeting of its Members.
- (2) Section 26(1) has effect subject to the powers of the Registrar-General under the Act, Section 120 in relation to extensions of time.

27. Annual General Meetings - Calling of, and Business at

- (1) The Annual General Meeting (AGM) of The Association shall, subject to the Act, be called on the date and at the place and time that the Committee considers appropriate.
- (2) In addition to any other business that may be transacted at an AGM, the business of an AGM shall be:
 - (a) To confirm the Minutes of the last AGM, and of any General Meeting held since that AGM; and
 - (b) To receive and consider the signed documents of the Annual Return, as required by the Act, and in accordance with Section 46 (Annual Return); and
 - (c) To appoint an Auditor, for the following year, in accordance with Section 45; and
 - (d) To elect the Members of the Committee, in accordance with Section 16.
- (3) An AGM shall be specified as such in the Notice calling the Meeting in accordance with Section 29 (Notice of General Meetings).
- (4) An AGM shall be conducted in accordance with the provisions of these Rules.

28. General Meetings - Calling of

- (1) The Committee may, whenever it considers appropriate, call a General Meeting of The Association.
- (2) The Committee shall, on a request in writing of not less than 5% of the total number of Members, call a General Meeting of The Association.
- (3) A request by Members for a General Meeting, in accordance with Section 28(2):
 - (a) Shall state the purpose or purposes of the meeting; and
 - (b) Shall be signed by the Members making the request; and
 - (c) Shall be lodged with the Secretary of The Association; and

- (d) May consist of several documents in a similar form, each signed by one (1) or more of the Members making the request.
- (4) If the Committee fails to call a General Meeting within one (1) month after the date when a request by Members for the meeting is lodged with the Secretary, any one (1) or more of the Members who made the request may call a General Meeting to be held not later than three (3) months after that date.
- (5) A General Meeting called by a Member, or Members, mentioned in Section 28(4), shall be called as nearly as is practicable in the same way, as General Meetings are called by the Committee, and any Member who thereby incurs expense is entitled to be reimbursed by The Association for any reasonable expense so incurred.

29. Notice of General Meetings

- (1) The Secretary shall give Notice of any General Meeting of The Association, in writing, to each Member, at their relevant contact address, in accordance with Section 42.
- (2) The Notice for each General Meeting shall specify the place, date and time, and the nature of the proposed business that shall only be transacted at that Meeting:
- (a) If the nature of the business to be dealt with at a General Meeting does **not** require a Special Resolution of The Association, the Notice shall be sent at least 14 days before the specified date of that Meeting; or
 - (b) If the nature of the business to be dealt with at a General Meeting **does** require a Special Resolution of The Association, the Notice shall be sent at least 21 days before the specified date of that Meeting, and shall include details of the Special Resolution; or
 - (c) If the meeting is to be the Annual General Meeting of The Association, the Notice shall be sent at least 21 days before the specified date of that Annual General Meeting, and, in addition to any other proposed business, shall include details of the business to be transacted at that Annual General Meeting in accordance with Section 27.
- (3) A Member desiring to bring any business before a General Meeting shall give written notice of that business to the Secretary who shall include that business in the next Notice calling a General Meeting given after receipt of the notice from the Member.

30. General Meetings - Procedure and Quorum

- (1) No item of business may be transacted at a General Meeting unless a quorum of Members entitled, under these Rules, to vote is present during the time the Meeting is considering that item.
- (2) Ten (10) Members present in person, who are entitled under these Rules to vote at a General Meeting, constitute a quorum for the transaction of the business at that Meeting.
- (3) If within 30 minutes after the appointed time for the start of a General Meeting a quorum is not present:
- (a) The Meeting, if called on the request of Members is **dissolved**; or
 - (b) In any other case, the Meeting stands adjourned to a place, date and time, as determined by the person presiding at the Meeting. Written notice to this effect shall be given, in accordance with Section 29(1), to Members before the date to which the meeting is adjourned.
- (4) If at a Meeting, as adjourned in accordance with Section 30(3)(b), a quorum is not present within 30 minutes after the time appointed for the start of that Meeting, the Members

present, being not less than five (5), constitute a quorum. Otherwise, the Meeting is **dissolved**, and the matters before that Meeting shall be held over to the next General Meeting.

31. Presiding Member

- (1) The President, or in the absence of the President, or if the President declines to preside, the Vice-President, shall preside at each General Meeting of The Association.
- (2) If the President and the Vice-President are absent from a General Meeting, or that both declines to preside, the Members present shall elect one (1) of their number to preside at the meeting.

32. Adjournment of Meeting

- (1) The person presiding at a General Meeting at which a quorum is present may, with the consent of the majority of Members present at the Meeting, adjourn the Meeting to another place, date and time, but no business may be transacted at an adjourned meeting other than the business left unfinished at the Meeting at which the adjournment took place.
- (2) If a General Meeting is adjourned for any period of time, the Secretary shall give notice of the recommencement of the adjourned General Meeting to each Member of The Association, in accordance with Section 29(1), stating the place, date and time of the Meeting and the nature of the unfinished business to be transacted at the Meeting.

33. Making of Decisions

- (1) The resolution of disputed decisions at all General Meetings of The Association shall be as determined in accordance with Section 47.
- (2) A question arising at a General Meeting is to be decided by a show of hands unless before, or on the declaration of, the show of hands a secret ballot is demanded. Evidence that a resolution has, on a show of hands, been carried unanimously, or by a particular majority, or lost, can be shown as fact by an entry in the Minute Book of The Association, and/or by a declaration by the person presiding at the meeting. It is not necessary to give proof of the number or proportion of the votes made in favour of or against the resolution.
- (3) At a General Meeting, a secret ballot may be demanded by the person presiding or by not less than five (5) Members present in person or by proxy at the meeting.
- (4) If the secret ballot is demanded at a General Meeting, the secret ballot shall be taken:
 - (a) Immediately, if the secret ballot relates to the election of the person to preside at the meeting or to the question of an adjournment; or
 - (b) In any other case, in the way and at the time before the close of the meeting that the person presiding directs, and the resolution of the secret ballot on the matter is taken to be the resolution of the meeting on that matter.
- (5) When any secret ballot is taken, the resolution is decided by a simple majority, unless the secret ballot is to decide a Special Resolution under Section 7, or Section 38, of these Rules; then for that secret ballot to be successful, the majority required shall be as indicated by that Section.

34. Voting at General Meetings

- (1) Subject to Section 34(3), on any question arising at a General Meeting of The Association, a Member has one (1) vote only.

- (2) All votes shall be given personally or by proxy but no Member may hold more than 5 proxies.
- (3) If the votes on a question at a General Meeting are equal, the person presiding is entitled to exercise a second or casting vote.
- (4) A Person or Proxy is not entitled to vote at a General Meeting of The Association unless both the Person and the Proxy are (is a) Member(s) of The Association.

35. Appointment of Proxies

- (1) Each Member is entitled to appoint another Member as a Proxy by notice given to the Secretary no later than 24 hours before the time of the Meeting for which the proxy is appointed.
- (2) The notice appointing the Proxy shall be on the Form set out in Appendix 2.

Part: 5. Miscellaneous

36. Funds (Source)

The funds of The Association shall be derived from the Membership Fees paid by Members, donations and, subject to any resolution passed by The Association in general meeting, or subject to the Act, Section 114, any other sources that the Committee decides.

37. Funds (Management)

- (1) Subject to any resolution passed by The Association in General Meeting, the funds of The Association shall be used solely for the promotion of the Objects of The Association in the way that the Committee decides. No dividends are to be paid to Members.
- (2) The funds of the Association shall be kept in an Account ("the bank account"), held at a recognisable Financial Institution, in the name of the Association, as determined by the Committee.
- (3) Proper books of accounts shall be kept and maintained in a written, printed and/or digital format, in the English language, showing correctly the financial affairs of the Association.
- (4) The Association shall, as soon as practicable after receiving any money, issue an official receipt. All money received shall be deposited, as soon as practicable, and without deduction, to the credit of the bank account of The Association.
- (5) All cheques, drafts, bills of exchange, promissory notes and any other negotiable instruments must be signed, or authorised, by any two (2) Members of the Committee, being Members of the Committee authorised to do so by the Committee.
- (6) All accounts, submitted to the Treasurer for payment, shall be in writing and shall be approved or ratified by the Committee, and paid by cheque, or by electronic funds transfer (EFT), either being signed, or authorised, in accordance with Section 37 (5).

38. Alteration of Objects and Rules

- (1) Neither the Objects nor the Rules of The Association, as defined in accordance with Section 29 and/or Section 31 of the Act, may be altered except in accordance with Section 30 and/or Section 33 of the Act.

(2) Any alteration to these Rules shall only be made by a Special Resolution, which has been presented to a General Meeting, in accordance with Section 29(2)(b). The adoption of the Special Resolution will require at least a **three-quarters majority** vote of the Members of The Association present at that Meeting.

39. Common Seal

- (1) The Common Seal, of The Association, shall be kept in safe custody by the Secretary.
- (2) The Common Seal shall only be attached, or affixed, to any instrument by the Authority of the Committee. Two Members of the Committee shall attest every instrument, to which the Common Seal is attached or affixed.

40. Custody of Books

Subject to the Act, the regulation and these Rules, the Secretary shall keep in his safe custody, and/or under his control, all records, books, and other documents relating to The Association. This includes copies of Financial Records and Reports, as provided by the Treasurer. The originals of the Financial Records and Reports shall be held by the Treasurer.

41. Inspection of Books

All records, books and documents of The Association shall be open to inspection at a place in the ACT, free of charge, by a Member of The Association at any reasonable hour.

42. Service of Notice to Members

The Association may Serve a Notice to a Member, by sending the Notice to the Member by pre-paid post, electronic mail, or facsimile, at their relevant contact address appearing in the Register of Members.

43. Surplus Property

In accordance with the Act, Section 92(1)(b), should The Association be dissolved or wound up, the Institution into which any Surplus Property or Funds is to be vested, shall be determined by the General Meeting of Members of The Association which has been called to wind-up The Association.

44. Patron

The position of Patron does not need to be filled, but The Association may invite any person, or persons, to accept the position of Patron, or Joint Patron of The Association.

45. Auditor

A qualified person, who is not an Officer of The Association, shall be appointed as an Auditor, in accordance with Section 27(2)(c), and as specified in the Act, Section 76 (1). The Powers and Duties of the Appointed Auditor are as detailed in Sections 75 and 76 of the Act.

46. Annual Return

- (1) At each Annual General Meeting of The Association, the following documents shall be presented as part of the Annual Return, as required by the Act, for consideration by the Members of The Association.

- (2) Each Annual Return shall include the following:
- (a) An Audited Statement of Accounts, provided by the Treasurer, for the previous financial year;
 - (b) The Auditor's Report in relation to the Audited Statement of Accounts;
 - (c) A signed Report by two Members of the Committee, stating:
 - (i) That the provisions of the Act Section 79(1) have been followed in relation to the preparation of the documents identified in Section 46(2)(a) and Section 46(2)(b); and
 - (ii) The name of each Member of the Committee who served during the most recently ended financial year; and
 - (iii) The net profit or loss of The Association for the recently ended financial year;
 - (d) An Annual Report by the Committee, outlining the principal activities of The Association during the previous year and any significant changes in their nature that have occurred during that year;
- (3) The Committee of The Association shall ensure that the prescribed number of the documents identified in Section 46(2)(a) and Section 46(2)(b), are available for perusal by Members immediately before and during the Annual General Meeting.

47. Conduct and Resolution of Decisions at Meetings

The Rules of Debate, and the Resolution of Disputed Decisions, as commonly practised shall be followed at all Meetings of The Association. Disputed rules, procedures and decisions shall be determined by the person presiding at the Meeting, and/or by reference to "*Guide for Meetings*" (Fifth Edition, 1990, or later - by N E Renton) provided that the determination shall be consistent with these Rules.

48. Management Guidelines of The Association

- (1) The Committee of The Association shall maintain a set of Management Guidelines enabling the Committee to manage the business of The Association effectively.
- (2) These Management Guidelines may be amended, from time to time, as required. The authority for these amendments shall be by a resolution passed at a Meeting of the Committee.
- (3) The Members of The Association shall be notified of any such amendments to these Management Guidelines in accordance with Section 42.

Appendix 2

Form of Appointment of Proxy (Page 2)

My Proxy is authorised to vote on the specific Resolution(s) as listed below:

Resolution:

Description:

In Favour of; or **Against;** or **to Abstain.**
(Tick (√) as required)

Resolution:

Description:

In Favour of; or **Against;** or **to Abstain.**
(Tick (√) as required)

Resolution:

Description:

In Favour of; or **Against;** or **to Abstain.**
(Tick (√) as required)

Resolution:

Description:

In Favour of; or **Against;** or **to Abstain.**
(Tick (√) as required)

Resolution:

Description:

In Favour of; or **Against;** or **to Abstain.**
(Tick (√) as required)